

## Curricula Vitae of the nominated persons to be directors in replacement of those who resigned and retired by rotation.

**Ms.Piyawadee Maleenont**

Age 41 Thai nationality

**Education / Professional / Training**

- Master Degree in Multinational Commerce, Boston University
- Bachelor of Arts Program in Journalism and Mass Communication, Thammasat University
- Seminar Program Directors Accreditation Program (DAP) (140/2017) from Thai Institute of Directors Association (IOD)

**Type of nominated directors** : Executive Director**Present position**

- Director

**Professional Experience**The Other companies - Company's Group

Period	Position	Company Name
• 2009 – Present	Director	WAVE Group Companies
• 2014 – Present	Vice President	The Bangkok Entertainment Co., Ltd.
• 2003 – Present	Strategic Planning Manager	The Bangkok Entertainment Co., Ltd.

**Position in other listed companies in present** : Not having a position as a director / executive in other listed companies**Position in other non-listed companies in present** : 6 companies (The Other companies - Company's Group)**Position in other rival incorporations or has any relating business with WAVE** : Not having a position as a director / executive in other rival incorporations or has any relating business with WAVE**Family Relationship** : Younger sister of Ms. Tracy Ann Maleenont and Dr. Cathleen Maleenont**Illegal record in past 10 years** : none**Having connected transaction with the Company in the past year** : none**% of share holding in the Company as of December 30, 2019** : 1.04%**Director's office term in WAVE Entertainment Pcl.** : 3 terms / 8 years 11 months**Date appointed as Director of WAVE Entertainment Pcl.** : 13 May 2011**The Board of Directors Meeting's attendant of the year 2019**

- no. of attendant of the Board of Directors' Meeting /no. of total meeting : 5/6 (times)

**M.L.Nalinee Hastintra**

**Age** 79 Thai nationality

**Education / Professional / Training**

- YWCA Secretary India - England Branch
- Executive Banking from Bank of Thailand Association



**Type of nominated directors** : Independent Director

**Present position**

- Independent Director
- Member of the Audit Committee
- Member of the Nomination and Remuneration Committee

**Professional Experience** : -

**Position in other listed companies in present** : Not having a position as a director / executive in other listed companies

**Position in other non-listed companies in present** : Not having a position as a director / executive in other non-listed companies

**Position in other rival incorporations or has any relating business with WAVE** : Not having a position as a director / executive in other rival incorporations or has any relating business with WAVE

**Family Relationship** : none

**Illegal record in past 10 years** : none

**Having connected transaction with the Company in the past year** : none

**% of share holding in the Company as of December 30, 2019** : none

**Director's office term in WAVE Entertainment Pcl.** : 3 terms / 8 years 10 months

**Independent Director's office term in WAVE Entertainment Pcl.** : 3 terms / 8 years 10 months (as M.L. Nalinee Hastintra has the qualifications suitable to the Company's business and has knowledge, capabilities and all required qualifications. In the past, M.L. Nalinee Hastintra provided advice on preparing business plan, determination of strategies and provide valuable recommendations to the management. Hence, the Nomination and Remuneration Committee and the Board of Directors views that it is appropriate to propose to the shareholders' meeting to consider and approve the appointment of M.L. Nalinee Hastintra as director for another term. However, such appointment may be in conflict with the Company's policy on good corporate governance regarding directorship term of independent director of over 9 years or 3 consecutive terms.)

**Date appointed as Director of WAVE Entertainment Pcl.** : 6 June 2011

**The Board of Directors, The Audit Committee and The Nomination and Remuneration Committee' Meeting's attendant of the year 2019**

- no. of attendant of the Board of Directors' Meeting /no. of total meeting : 6/6 (times)
- no. of attendant of The Audit Committee' Meeting /no. of total meeting : 4/4 (times)
- no. of attendant of The Nomination and Remuneration Committee' Meeting /no. of total meeting : 1/1 (time)

**Mr. Apiwat Ngoenmeun**

Age 44 Thai nationality



**Education / Professional / Training**

- Master of Science of Computer Science, George Washington University, USA
- Bachelor Degree of Computer Information Systems, Marymouth University, USA
- Advanced Certificate Course in Politics and Governance in Democratic Systems from King Prajadhipok's Institute
- Advanced Certificate Course in Public Economic Management from King Prajadhipok's Institute

**Type of nominated directors :** Independent Director

**Professional Experience**

Other companies

<b>Period</b>	<b>Position</b>	<b>Company Name</b>
• Present	Advisor to the Minister of Commerce	Minister of Commerce
• Present	Advisor to the Minister of Agriculture and Cooperatives	Minister of Agriculture and Cooperatives
• Present	Advisor to the Deputy Minister of Interior	Minister of Interior
• Present	Managing Director	Thai – Laos Border Energy Co., Ltd.

**Position in other listed companies in present :** Not having a position as a director / executive in other listed companies

**Position in other non-listed companies in present :** 1 company

**Position in other organizations / activities :** Advisor to the Minister of Commerce, Advisor to the Minister of Agriculture and Cooperatives and Advisor to the Deputy Minister of Interior

**Position in other rival incorporations or has any relating business with WAVE :** Not having a position as a director / executive in other rival incorporations or has any relating business with WAVE

**Family Relationship :** none

**Illegal record in past 10 years :** none

**Having connected transaction with the Company in the past year :** none

**% of share holding in the Company as of December 30, 2019 :** none

**Director's office term in WAVE Entertainment Plc. :** none

**Date appointed as Director of WAVE Entertainment Pcl. :** Appointed as the new director - Independent Director as preliminarily approved by the Nomination and Remuneration Committee and approved by Bod , Effective from February 28, 2020, in replacement of the retired by rotation director.

**The Board of Directors Meeting's attendant of the year 2019 :** none

**Mr.Kijcharnpit Sukangwanwit**

**Age** 32 Thai nationality

**Education / Professional / Training**

- Master degree MSc. Business with marketing management, Northumbria University, Newcastle, England
- Bachelor Degree, Communication Arts, Bangkok University International College



**Type of nominated directors** : Non-Executive Director

**Professional Experience**

The Other companies

<b>Period</b>	<b>Position</b>	<b>Company Name</b>
• 2019 – Present	Director	Food expansion Co., Ltd.
• 2017 – Present	Chief human resources and operation officer	Biz Mill Co.,Ltd
• 2016 – Present	Chief human resources and operation officer	Re51 group Co., Ltd.
• 2012 – Present	Managing Director	Pandec Co., Ltd.

**Position in other listed companies in present** : Not having a position as a director / executive in other listed companies

**Position in other non-listed companies in present** : 4 companies

**Position in other rival incorporations or has any relating business with WAVE** : Not having a position as a director / executive in other rival incorporations or has any relating business with WAVE

**Family Relationship** : none

**Illegal record in past 10 years** : none

**Having connected transaction with the Company in the past year** : none

**% of share holding in the Company as of December 30, 2019** : none

**Director's office term in WAVE Entertainment Plc.** : none

**Date appointed as Director of WAVE Entertainment Pcl.** : Appointed as the new director as preliminarily approved by the Nomination and Remuneration Committee and approved by Bod , Effective from February 28, 2020, in replacement of the resigned director.

**The Board of Directors 's attendant of the year 2019** : none

**WAVE Shareholding of Nominates**

<b>Nominates</b>	<b>Shares</b>	<b>% of issued shares</b>
<b>1. Ms.Piyawadee Maleenont</b>	4.86 million shares	1.04%
<b>2. M.L.Nalinee Hastintra</b>	-	-
<b>3. Mr. Apiwat Ngoenmeun</b>	-	-
<b>4. Mr.Kijcharnpit Sukangwanwit</b>	-	-

**Holding a director's position in other rival incorporations or has any relating business with WAVE**

<b>Nominatees</b>	<b>Other Listed Company</b>		<b>Other Incorporations (non-listed company)</b>		<b>Other Rival Incorporations / Any relating business with WAVE</b>
	<b>Amount</b>	<b>Type of Directors</b>	<b>Amount</b>	<b>Type of Directors</b>	
<b>1. Ms.Piyawadee Maleenont</b>	None	-	6	Directors / Top Management	None
<b>2. M.L.Nalinee Hastintra</b>	None	-	None	-	None
<b>3. Mr. Apiwat Ngoenmeun</b>	None	-	1	Director	None
<b>4. Mr.Kijcharnpit Sukangwanwit</b>	None	-	4	Directors / Top Management	None

**Relationship Characteristics of Nominatees Qualified as an Independent Director**

Relationship Characteristics	Name of nominate qualified as Independent Director
	<b>M.L.Nalinee Hastintra</b>
<b>Holding of WAVE's ordinary shares</b> - Amount - The ratio of voting rights	None
<b>Close relatives to other director, management or major shareholders of the company and its subsidiaries</b>	None
<b>Having relationship in any of these characteristics to the company, parent company, subsidiary company, associate company, major shareholder or controlling person during the past 2 years</b> - Being as 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 1) buy/sell goods, raw materials, or 2) giving financial support such as borrowing or lending etc.,)	None
<b>Being an independent director who can express opinion independently and in accordance with the relevant regulations.</b>	Yes

Relationship Characteristics	Name of nominate qualified as Independent Director
	<b>Mr. Apiwat Ngoenmeun</b>
<b>Holding of WAVE's ordinary shares</b> - Amount - The ratio of voting rights	None
<b>Close relatives to other director, management or major shareholders of the company and its subsidiaries</b>	None
<b>Having relationship in any of these characteristics to the company, parent company, subsidiary company, associate company, major shareholder or controlling person during the past 2 years</b> - Being as 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 1) buy/sell goods, raw materials, or 2) giving financial support such as borrowing or lending etc.,)	None
<b>Being an independent director who can express opinion independently and in accordance with the relevant regulations.</b>	Yes

### **WAVE Independent Director Definition**

The Company has rules in respect of the nomination of independent director of which it shall have qualification in accordance with the Notification of the Securities and Exchange Commission and the Stock Exchange of Thailand's rules, which are also stated in the Corporate Governance Policy of the Company. The details are as follows:

1. holding shares not exceeding 1% of the total number of shares with voting rights of the company, its parent company, subsidiary company, associate company, major shareholder or controlling person, including shares held by related persons of such independent director
2. neither being nor used to be an executive director, employee, staff, advisor who receives salary, or controlling person of the company, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the mentioned status has ended at least 2 years but not including the case that such independent director used to be authorities and governmental counsel which is major shareholder or controlling of the company
3. not being a person who is related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of child of other director, executive, major shareholder, controlling person or persons to be nominated as director, executive, or controlling person of the company or its subsidiary company
4. neither having nor used to have a business relationship with the company, its parent company, subsidiary company, associate company, major shareholder or controlling person in a manner that may obstruct the use of independent judgment. Not being or being a significant shareholder or the controlling person of a person who has a business relationship with the company, its parent company, subsidiary company, associate company, major shareholder or controlling person unless the aforementioned relationship has ended for at least 2 years
5. neither being nor used to be an auditor of the company its parent company, subsidiary company, associate company, major shareholder or controlling person and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the company, its parent company, subsidiary company, associate company, major shareholder or controlling person unless this relationship has ended at least 2 years
6. neither being nor used to be a provider of any professional services that include legal advisor or financial advisor who receives service fees exceeding 2 million baht per year from the company, its parent company, subsidiary company, associate company, major shareholder or controlling person and not being a significant shareholder, controlling person or partner of the provider of professional services, unless this relationship has ended not less than 2 years
7. not being a director who is appointed to be the representative of directors of the company, major shareholder or shareholder that is related to major shareholder
8. not undertaking any business that has the same nature and in competition to the business of the company or its subsidiary company or not being a significant partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holding shares over 1% of the total number of shares with voting rights of other company which undertakes business in the same nature and in competition to the business of the company or its subsidiary company
9. not having any other characteristics that may interfere with the expression of independent opinions regarding the company's business operations

The nomination procedure could use outsourcing to support the achievement of the company's objectives.