

The information of Independent Director and Chairman of the Audit Committee to be appointed as proxy

Dr. Viravit Chartvivatpornchai

Age 44 Thai nationality

Education / Professional / Training

- Doctoral Degree in Political Science, Bangkok Thonburi University
- Master Degree in Business Administration (Management) , Ramkhamhaeng University
- Bachelor's Degree in International Business Management, University of Thai Chamber of Commerce



Type of nominated directors : Independent Director

Present position

- Independent Director
- Chairman of the Audit Committee

Professional Experience

The Other companies

Period	Position	Company Name
• 2007 – present	Managing Director	C.T.I. Transport Co., Ltd.
• 2007 – present	Managing Director	Sawaddichai 2005 Co., Ltd.
• 2009 – present	Managing Director	Bangpa-in Warehouse Co., Ltd.
• 2010 – present	Managing Director	Lert Wattana Logistics Co., Ltd.

Position in other listed companies in present : none

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 31, 2022 : none

Independent Director's office term in WAVE Entertainment Pcl. : 0 years 7 months

Date appointed as Director of WAVE Entertainment Pcl. : 3 October 2022

The Board of Directors and The Audit Committee' Meeting's attendant of the year 2022

- no. of attendant of the Board of Directors' Meeting /no. of total meeting : 4/9 (times)
- no. of attendant of The Audit Committee' Meeting /no. of total meeting : 1/4 (times)

The information of Independent Director and Chairman of the Audit Committee to be appointed as proxy

Mr. Thirapong Khumruangrit

Age 44 Thai nationality

Education / Professional / Training

- Mini MBA, Assumption University
- Bachelor's Degree in Business Administration, Bangkok University



Type of nominated directors : Executive Director

Present position

- Director
- Chairman of Executive Committee
- Member of Nomination and Remuneration Committee

Professional Experience

The Listed companies - Other company

Period	Position	Company Name
• 2019 – 2022	Executive Vice President of Business Development	Millcon Steel PCL.
• 2017 – 2019	Executive Vice President of President Office	Millcon Steel PCL.

The Other companies

Period	Position	Company Name
• 2019 – 2022	Director	Igen Powertech Co., Ltd.
• 2017 – 2022	Director	Millcon Steel Pipe Co., Ltd.
• 2017 – 2019	Director	Zentra-Wartung Engineering Co., Ltd.

Position in other listed companies in present : none

Position in other non-listed companies in present : none

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 31, 2022 : none

Independent Director's office term in WAVE Entertainment Pcl. : 0 years 9 months

Date appointed as Director of WAVE Entertainment Pcl. : 5 August 2022

The Board of Directors and The Numeration and Remuneration Committee' Meeting's attendant of the year 2022

- no. of attendant of the Board of Directors' Meeting /no. of total meeting : 6/9 (times)
- no. of attendant of The Nomination and Remuneration Committee' Meeting /no. of total meeting : 1/4 (times)

The information of Independent Director and Chairman of the Audit Committee to be appointed as proxy

Mr. Kijcharnpit Sukangwanwit

Age 34 Thai nationality

Type of nominated directors : Executive Director

Education / Professional / Training

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



Type of nominated directors : Executive Director

Present position

- Director
- Member of Executive Committee
- Member of Nomination and Remuneration Committee

Professional Experience

The Other companies

Period	Position	Company Name
• 2012 – present	Managing Director	Pandec Co., Ltd.
• 2017 – present	Managing Director	RE51 Group Co., Ltd.
• 2018 – present	Managing Director	Bizmeal Co., Ltd.
• 2019 – present	Managing Director	Food Expansion Co., Ltd.
• 2020 – present	Managing Director	Bizbowl Co., Ltd.
• 2021 – present	Managing Director	Bizbowl PRG Co., Ltd.
• 2021 – present	Managing Director	Bizboy HoldingCo., Ltd.
• 2022 – present	Managing Director	Bizbowl CWG Co., Ltd.

Position in other listed companies in present : none

Position in other non-listed companies in present : none

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 31, 2022 : none

Independent Director's office term in WAVE Entertainment Pcl. : 1 term / 3 years 9 months

Date appointed as Director of WAVE Entertainment Pcl. : 20 July 2020

The Board of Directors, Risk Management Committee, and The Numeration and Remuneration Committee' Meeting's attendant of the year 2022

- no. of attendant of the Board of Directors' Meeting /no. of total meeting : 9/9 (times)
- no. of attendant of the Risk Management' Meeting /no. of total meeting : 1/4 (times)
- no. of attendant of The Nomination and Remuneration Committee' Meeting /no. of total meeting : 1/4 (times)

WAVE Shareholding of Nominees

Nominees	Shares	% of issued shares
1. Dr. Viravit Chartvivatpornchai	-	-
2. Mr. Thirapong Khumruangrit	-	-
3. Mr. Kijcharnpit Sukangwanwit	-	-

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

Nominees	Other Listed Company		Other Incorporations (non-listed company)		Other Rival Incorporations / Any relating business with WAVE
	Amount	Type of Directors	Amount	Type of Directors	
1. Dr. Viravit Chartvivatpornchai	None	-	4	Managing Directors	None
2. Mr. Thirapong Khumruangrit	None	-	None	-	None
3. Mr. Kijcharnpit Sukangwanwit	None	-	8	Managing Directors	None

Relationship Characteristics of Nominees Qualified as an Independent Director

Relationship Characteristics	Name of nominee qualified as Independent Director
	Mr. Viravit Chartvivatpornchai
Holding of WAVE's ordinary shares - Amount - The ratio of voting rights	None
Close relatives to other director, management or major shareholders of the company and its subsidiaries	None
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 - 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
Being an independent director who can express opinion independently and in accordance with the relevant regulations.	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.