

**Enclosure 2****For Agenda 4****(Translation)****Credentials and Backgrounds of the nominated persons to be elected as directors and the Company's definition on independent director****Credentials and Backgrounds of the nominated persons****1. Mrs. Watanan Petersik  
Nominated to be elected as**

Independent Director

**Age:**

62 years

**Nationality:**

Thai



<b>Education</b>	<ul style="list-style-type: none"> <li>- A.B. degree, Bryn Mawr College, Pennsylvania, U.S.A.</li> <li>- Director Accreditation Program (DAP) English Program Class 83/2010, Thai Institute of Directors Association (IOD)</li> <li>- Mandatory Accreditation Programme (MAP) for Directors of Public Listed Companies (March 2010) Bursatra Sdn. Bhd.</li> <li>- Role of Director, Singapore Institute of Directors Course</li> </ul>
<b>Current Position</b>	<ul style="list-style-type: none"> <li>- Independent Director/ Director to the Corporate Governance and Sustainability Committee/ Director to the Audit Committee PTT Global Chemical Public Company Limited</li> <li>- Non-Executive Director, Jetanin Institute for Assisted Reproduction, Jetanin Company Limited</li> <li>- Multinational Standards Advisory Council, B Corp, U.S.A.</li> <li>- Advisory Board, Nanyang Business School, Singapore</li> <li>- Management Committee, Lien Centre for Social Innovation, Singapore Management University</li> <li>- Advisor, TPG Capital Asia</li> <li>- Advisor, TaejaiDotCom (taejai.com)</li> </ul>
<b>Experience</b>	<ul style="list-style-type: none"> <li>- Independent Director and Chairperson of Nomination, Remuneration, and Corporate Governance Committee CIMB Thai Bank Public Company Limited</li> <li>- Independent Director and Non-Executive Director, CIMB Group Sdn. Bhd.</li> <li>- Independent Director and Non-Executive Director, CIMB Group Holdings Berhad, Malaysia</li> </ul>
<b>Holding a position of Director</b>	<p><b>Listed Company 1 Company</b></p> <ul style="list-style-type: none"> <li>- PTT Global Chemical Public Company Limited</li> </ul> <p><b>Non listed company 1 Company</b></p> <ul style="list-style-type: none"> <li>- Jetanin Company Limited</li> </ul>

**1. Mrs. Watanan Petersik**

**Shareholding in Banpu :** -None-

**Business which may cause the conflict of interest to the Company** -None-

**For agenda 4****2. Name : Mr. Anon Sirisaengtaksin****Nominated to be elected** Director**Age** 70 year**Nationality** Thai

<b>Education</b>	<ul style="list-style-type: none"> <li>- Honorary Doctor of Public Administration, Bangkok Thonburi University</li> <li>- M.B.A., Thammasat University</li> <li>- B.Sc. (Geology), Chulalongkorn University</li> <li>- Certificates in Project Investment Appraisal and Management and Global Leadership, Harvard University, U.S.A.</li> <li>- Capital Market Academy Program #1, Capital Market Academy</li> <li>- Director Accreditation Program (DAP) #52/2006, Thai Institute of Directors Association (IOD)</li> <li>- Director Certification Program (DCP) #73/2006, Thai Institute of Directors Association (IOD)</li> <li>- Sustainability Board Training 2021, CIMB Group</li> </ul>
<b>Expertise</b>	Management, Technical/Engineer, Business/Relation, Strategic/International, Oil & Gas
<b>Present positions</b>	<ul style="list-style-type: none"> <li>- Chairman of the Corporate Governance and Nomination Committee/ Director/ Advisor , Banpu Public Company Limited</li> <li>- Chairman , Thai Eastern Group Holdings Plc.</li> <li>- Independent Director/ Chairman of Nomination, Remuneration and Corporate Governance Committee/ Member of Board Risk and Compliance Committee , CIMB Thai Bank Plc.</li> <li>- Independent Director/ Member of Audit Committee/ Member of Nomination and Remuneration Committee , Saha-Union Plc.</li> <li>- Director , Banpu Innovation and Ventures Co., Ltd.</li> <li>- Reform Council, Silpakorn University</li> </ul>

**2. Name : Mr. Anon Sirisaengtaksin**

<b>Experience</b>	<ul style="list-style-type: none"> <li>- Overseas Business Consultant , PTT Global Chemical Plc.</li> <li>- Chairman , PTTGC Innovation America Corp.</li> <li>- Chairman , PTTGC International (USA) Inc.</li> <li>- Chairman , Natureworks LLC</li> <li>- Chairman , PTTGC International Private Ltd.</li> <li>- Chairman , PTTGC International (Netherlands) B.V.</li> <li>- Chairman , Emery Oleochemical (M) Sdn. Bhd.</li> <li>- Chairman , Emery Specialty Chemical Sdn. Bhd.</li> <li>- Chairman, Vencorex Holding</li> </ul>
<b>Holding a position of Director</b>	<p><b>Listed Company 2 Companies</b></p> <ul style="list-style-type: none"> <li>- Banpu Public Company Limited</li> <li>- Thai Eastern Group Holdings Public Company Limited</li> <li>- CIMB Thai Bank Public Company Limited</li> <li>- Saha-Union Public Company Limited</li> </ul> <p><b>Non listed company 1 Company</b></p> <ul style="list-style-type: none"> <li>- Banpu Innovation and Ventures Co., Ltd.</li> </ul>
<b>Directorship in Banpu:</b>	Director, Banpu PCL. from 19 April 2016 - Present (7 years in total)

<b>Meeting attendance:</b>	<b>Year 2022</b>	<b>Year 2021</b>	<b>Year 2020</b>
Board Meetings	12/12times	13/13 times	13/13 times
Corporate Governance and Nomination Committee	11/11 times	9/9 times	4/4 times

**Shareholding in Banpu :** 33,332 shares (0.00% of issued shares)

**Business which may cause the conflict of interest to the Company** -None-

**For agenda 4****3. Name : Mr. Pichai Dusdeekulchai**

**Nominated to be elected as** Independent Director  
**Age** 62  
**Nationality** Thai



<b>Education/ Training</b>	<ul style="list-style-type: none"> <li>- Master of Business Administration (MBA), Ashland University, Ohio, U.S.A.</li> <li>- Bachelor of Arts Program in Mathematics and Statistic, Thammasat University</li> <li>- TLCA Leadership Development Program (LDP) #1, Thai Listed Companies Association</li> <li>- Director Certification Program (DCP) #278/2019, Thai Institute of Directors Association (IOD)</li> <li>- Advance Audit Committee Program (ACCP) #38/2020, Thai Institute of Directors Association (IOD)</li> </ul>
<b>Expertise</b>	Finance/Accounting, Management, Business/Relation Strategic/International ,
<b>Experience</b>	General Manager & Deputy Country Head of Thailand/ Head of Business Promotion Sumitomo Mitsui Banking Corporation
<b>Current position</b>	<ul style="list-style-type: none"> <li>- Independent Director/ Member of Audit Committee/ Member of the Environment, Social and Governance Committee Banpu Public Company Limited</li> <li>- Independent Director/ Chairman of the Audit Committee/ Chairman of the Nomination and Remuneration Committee/ The Risk Management Committee Member Kijcharoen Engineering Electric Plc.</li> <li>- Independent Director/ Member of the Audit Committee/ Member of the Corporate Governance/ Member of the Risk Oversight Committee Land and Houses Bank Plc</li> <li>- Independent Director/ Chairman of the Nomination and Remuneration Committee/ Member of the Audit Committee/ Member of the Risk Oversight Committee LH Financial Group Plc.</li> </ul>

**3. Name : Mr. Pichai Dusdeekulchai**

<b>Holding a position of Director</b>	<b>Listed Company 3 Companies</b> - Banpu Public Company Limited - Kijcharoen Engineering Electric Public Company Limited - LH Financial Group Public Company Limited  <b>Non Listed Company 1 Company</b> - Land and Houses Bank Public Company Limited
<b>Directorship in Banpu:</b>	Director, Banpu PCL. from 4 April 2019 - Present (4 years in total)

<b>Meeting attendance:</b>	<b>Year 2022</b>	<b>Year 2021</b>	<b>Year 2020</b>
BoD Meeting	12/12 times	13/13 times	13/13 times
Audit Committee	9/9 times	9/9 times	9/9 times
Environment, Social and Governance Committee	4/4 times	3/3 times	

**Number of shares in Banpu: -None-**

**The Company's interest or conflict of interest -None-**

## For agenda 4

## 4. Name: Mr. Metee Auapinyakul

**Nominated to be elected as** Director

**Age** 69 years

**Nationality** Thai



<b>Education /Training</b>	<ul style="list-style-type: none"> <li>- Doctor of Business, Engineering and Technology (Honoris Couse), St. Louis University, Missouri, U.S.A.</li> <li>- B.Sc. (Management), St. Louis University, Missouri, U.S.A.</li> <li>- Infrastructure for the Market Economy, Harvard University, John F. Kennedy School of Government, Boston, U.S.A.</li> <li>- National Defence College of Thailand (Class 377)</li> <li>National Defence College of Thailand, College of Management (Class 1)</li> <li>Director Certification Program (DCP) #61/2005, Thai Institute of Directors Association (IOD)</li> </ul>
<b>Expertise</b>	Management, Technical/ Engineer, Business Relation, Technology
<b>Current position</b>	<ul style="list-style-type: none"> <li>- Director/ Advisor Banpu Public Company Limited</li> <li>- Director/ Advisor Banpu Power Public Company Limited</li> <li>- Chairman of Advisors , GENCO Public Company Limited</li> </ul>
<b>Experience</b>	<ul style="list-style-type: none"> <li>- Advisor , the National Accreditation Council</li> <li>- Director , Thai Agro Energy Public Company Limited</li> </ul>
<b>Holding a position of Director</b>	<p><b>Listed company</b> 3 companies</p> <ul style="list-style-type: none"> <li>- Banpu Public Company Limited</li> <li>- Banpu Power Public Company Limited</li> <li>- GENCO Public Company Limited</li> </ul> <p><b>Non listed company</b> – None-</p>
<b>Directorship in Banpu:</b>	Director, Banpu PCL. from 16 May 1983 - Present (40 years in total)

**4. Name: Mr. Metee Auapinyakul**

	<b>Year 2022</b>	<b>Year 2021</b>	<b>Year 2020</b>
<b>Meeting attendance:</b>			
BoD Meeting	12/12 times	13/13 times	13/13 times

**Shareholding in Banpu** 7,354,000 shares (0.09% of issued shares)

**Business which may cause the conflict of interest to the Company** -None-



**BANPU Definition of Independent Director**

Banpu Public Company Limited has defined the definition of Independent Directors which is **stricter** than those defined by Securities and Exchange Commission and the Stock Exchange of Thailand in accordance with the rules regarding the qualification of Independent Directors under the Notification of Capital Market Supervisory Board No. Tor.Jor. 39/2559 dated 30 September B.E.2559. Therefore, “**Independent Director**” of the Company means the director who possesses the following qualifications:

1. Holds shares not exceeding 0.5% of the total shares with voting right of the applicant, its parent company, subsidiaries, associates, major shareholders, and controlling parties of the applicant, provided that the shares held by the related parties of such independent director shall be included.
2. Is not or has never been an executive director, employee, staff, advisor who receives salary, nor controlling parties of the applicant, its parent company, subsidiaries, associates, same-level subsidiaries, major shareholders, or controlling parties of the applicant unless the foregoing status ended at least 2 years prior to the date of submitting the application to the Securities and Exchange Commission (SEC), provided that such prohibition shall not include the case that such independent director has ever been official or advisor of the government sector that is the major shareholder or controlling party of the applicant.
3. Is not the person who has relationship by means of descent or legal registration under the status of father, mother, spouse, brothers and sisters, and children. The prohibitive persons also include spouses of daughters and sons of management, major shareholders, controlling party or the person who is in the process of nomination to be the management or controlling party of the applicant or its subsidiary.
4. Have no or never had business relationship with the applicant, its parent company, subsidiaries, associates, major shareholders, or controlling parties of the applicant in respect of holding the power which may cause the obstacle of the independent decision, including not being or never been the significant shareholder, or controlling parties of any person having business relationship with the applicant, its parent company, subsidiaries, associates, major shareholders, or controlling parties of the applicant unless the foregoing status ended at least 2 years prior to the date of submitting the application to the SEC.

The business relationship mentioned under the first paragraph shall include business transaction in ordinary business manner of rent, or lease the immovable property, transaction related to assets or services, or the financial support regardless of being lent or borrowed, guaranteed, secured, by assets, debt, and any otherwise similar performance which causes liability or obligation to the applicant or counter party, have provided that such liability is equal to or exceed 3% of the net tangible assets of the applicant or equal or above 20 million baht, whichever is lower. In this regard, the calculation of such liability shall be in accordance with the calculation method of the value of connected transaction under the Notification of Capital Market Supervisory Board governing the conditions of connected transaction mutatis mutandis. The liabilities incurred during a period of 1 year prior to the date of having business relationship with the above party shall be included on calculation of such liabilities.

5. Is not or has never been the auditor of the applicant, its parent company, subsidiaries, associates, major shareholders, or controlling parties of applicant, and is not the significant shareholder, controlling parties, or partner of the auditing firm which employs such auditor of the applicant, its parent company, subsidiaries, associates, major shareholders, or controlling parties of the applicant unless the foregoing status ended at least 2 years prior to the date of submitting the application to the SEC.
6. Is not or has never been the professional service provider, including but not limited to legal service or financial advisor with received the service fee more than 2 million per year from the applicant, its parent company, subsidiaries, associates, major shareholders, or controlling parties, and is not the significant shareholder, controlling parties, or partner of the above mentioned service firms unless the foregoing status ended at least 2 years prior to the date of submitting the application to the SEC.

7. Is not the director who is nominated to be the representative of directors of the applicant, major shareholders, or any other shareholder related to the major shareholders.
8. Do not operate the same and competitive business with the business of the applicant, or its subsidiaries, or is not a significant partner of the partnership, or is not an executive director, employee, staff, advisor who receives salary, nor holds share for more than 1% of the total shares with voting right of any other company which operates same and competitive business with the business of the applicant, or its subsidiaries.
9. Is not any otherwise which is unable to have the independent opinion regarding the business operation of the applicant.

After being appointed as the independent director in accordance with the conditions under the article (1) - (9), such independent director may be assigned by the board of directors to make decision in respect of collective decision on business operation of the applicant, its parent company, subsidiaries, associates, same-level subsidiaries, major shareholders, or controlling parties of applicant.

The provision under the article (2), (4), (5) and (6) related to the consideration of qualification of independent director of the applicant during the period of 2 years prior to the date of submitting the application to the SEC shall be applied to the application submitting as from 1 July 2010 onwards.

Where the person appointed by the applicant to be the independent director is the person who has or ever had the business relationship with or ever rendered professional service with higher service fees specified under the article (4) and (6), the applicant shall be relaxed from such prohibition related to the conditions of having the business relationship with or ever rendered professional service with higher specified service fees if only the applicant has provided the opinion of the board of directors of the company showing that the board has considered the issue in accordance with the Section 89/7 and found that there is no interference in the independent opinion, and the following information shall be disclosed in the notice of shareholders meeting under the agenda considering the appointment of independent director.

- (a) the business relationship or the professional service providing which cause such person being unqualified
- (b) reasons and necessity to insist the appointment of such person as the independent director
- (c) the opinion of the board of directors of the applicant to propose such person to be the independent director

For the benefit of the article (5) and (6), wording “partner” shall mean the person who is assigned by the auditing firm, or the professional service provider to be the signatory in the audit report or the report of rendering the professional services (as the case may be) on the behalf of the firm.

**Relationship characteristics of nominated persons qualified as an independent director**

	<b>Name</b>	<b>Name</b>
	Mr. Pichai Dusdeekulchai	Mrs. Watanan Petersik
Holding of Banpu's ordinary share		
- Amount	None	None
- The ratio of voting Rights		
-Being related persons or close relatives to management or major shareholders of the company and its subsidiaries		
-Having relationship in any of these characteristics to the company, its subsidiaries, affiliated company, major shareholders or any juristic entity which may cause conflict of interest to the Company during the past 2 years	None	None
- Being a director and Participate in day-to-day business, or being an officer,employee or consultant who receives regular salary		
- Being a professional service provider(such as Auditor or Legal Consultant)	None	None
-Having business relationship (such as buy/sell goods, raw materials, or giving financial support such as borrowing or lending, etc.)		