

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

1. Name : Mr. Buntoeng Vongkusolkit

Nominated to be elected as Director

Age 67

Nationality Thai



Education/ Training	<ul style="list-style-type: none"> - Doctor of Philosophy (Biotechnology), Maejo University - Doctor of Agriculture (Innovative Agriculture), Khon Kaen University - M.S. in Political Science, Ramkhamhaeng University - B.S. in Political Science, Ramkhamhaeng University - Agriculture & Cooperatives Executive Program (ACE) #1, Ministry of Agriculture and Cooperatives & - The Agricultural Research Development Agency (Public Organization) & Kasettratikarn Foundation - Ultra Wealth – Invest Like a Master (UW) #2 - Top Executive Program in Energy (TEA) #5, Thailand Energy Academy - TLCA Leadership Development Program (LDP) #1, Thai Listed Companies Association - Top Executive Program in Commerce and Trade (TEPCOT) #5, University of the Thai Chamber of Commerce (UTCC) - Director Certification Program (DCP) #161/2012, Thai Institute of Directors Association (IOD) - Senior Executive Program #9, Sasin Graduate Institute of Business Administration of Chulalongkorn University - Management Problem Solving and Decision Making Program, Kepner – Tregoe, International, Princeton, New Jersey, U.S.A.
Expertise	Marketing /Logistic, Management, Business Relation, Strategic/International
Current position	<ul style="list-style-type: none"> - Director/ Chairman of the Compensation Committee/ Banpu Public Company Limited - Chairman/ Chairman of Executive Director/ Director Mitr Phol Group
Experience	<ul style="list-style-type: none"> - Vice Chairman/ Chairman of Executive Director/ Chief Operating Officer – Cane Management Business Mitr Phol Group - Honorary Member, King Mongkut's Institute of Technology Ladkrabang Council

Mr. Buntoeng Vongkusolkrit

Holding a position of Director	Listed Company 1 Company Banpu Public Company Limited
	Non Listed Company 1 Company Mitr Phol Sugar Corp., Ltd.
Directorship in Banpu:	Director, Banpu PCL. from 3 April 2014 - Present (10 years in total)

Meeting attendance:	Year 2023	Year 2022	Year 2021
BoD Meeting	10/12 times	11/12 times	12/13 times
Compensation Committee	5/6 times	6/6 times	5/5 times

Number of shares in Banpu: 10,863,527 shares (0.108% of issued shares)

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

For Agenda 4**2. Name: Mr. Verajet Vongkusolkit**

Nominated to be elected as Director

Age 59 years

Nationality Thai



Education /Training	<ul style="list-style-type: none"> - Bachelor of Science (Finance), Babson College, Massachusetts, U.S.A. - Director Certification Program (DCP) #24/2002, Thai Institute of Directors Association (IOD) - TLCA Executive Development Program #13, Thai Listed Companies Association - TLCA Leadership Development Program (LDP) #2, Thai Listed Companies Association and International Institute for Management Development (IMD) - Strategy and Innovation for Businesses in ASIA (SIBA) 2016, Mahidol University and MIT Sloan School of Management - Leadership Communication Certification Program 2018, Thailand Management Association (TMA) - Senior Executive Program 2019 (SEP) #33, Sasin Graduate Institute of Business Administration of Chulalongkorn University and The Kellogg School of Management and the Wharton School - Boards that Make a Difference (BMD) #10/2020, Thai Institute of Directors Association (IOD) - Thailand Energy Academy (TEA) #16, Thailand Energy Academy - Coaching Program : CEO Coaching Skill, Mitr Phol Group - Communication Mitr phol Purpose Workshop, Mitr Phol Group - Mitr Phol OKRs Workshop, Mitr Phol Group - Corporate Innovation Summit 2023, RISE - Corporate Innovation Powerhous
Expertise	Finance/Account, Management, Business Relations, Economics, Power
Current position	<ul style="list-style-type: none"> - Director/ Member of the Corporate Governance and Nomination Committee Banpu Public Company Limited - Advisor, Banpu NEXT Company Limited - Chief Executive Officer - Thai Sugar, Energy and New Business Mitr Phol Sugar Corp., Ltd. - Director, Mitr Phol Sugar Corp., Ltd. - Director, Mitr Siam Sugar Corp., Ltd. - Director, United Farmer and Industry Co., Ltd.

Mr.Verajet Vongkusolkit	
Holding a position of Director	<p>Listed company 1 company Banpu Public Company Limited</p> <p>Non listed company 3 companies - Mitr Phol Sugar Corp., Ltd. - Mitr Siam Sugar Corp., Ltd. - United Farmer and Industry Co., Ltd.</p>
Directorship in Banpu:	Director, Banpu PCL. from 1 June 2010 - Present (13 years in total)

Meeting attendance:	Year 2023	Year 2022	Year 2021
BoD Meeting	12/12 times	12/12 times	13/13 times
Corporate Governance and Nomination Committee	6/6 times	11/11 times	9/9 times

Shareholding in Banpu 19,738,973 shares (0.197% of issued shares)

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

For agenda 4**3. Name : Mr. Ongart Auapinyakul**

Nominated to be elected Director
Age 68 year
Nationality Thai



Education	<ul style="list-style-type: none"> - B.S. (Mechanical Engineering), University of Missouri, Columbia, U.S.A. - Senior Executive Program #3, Sasin Graduate Institute of Business Administration of Chulalongkorn University - National Defence College of Thailand (Class 4414) - Director Certification Program (DCP) #23/2002, Thai Institute of Directors Association (IOD) - Capital Market Academy Leader Program #8, Capital Market Academy (CMA) - Capital Market Academy Program #1, Capital Market Academy - Bangkok Metropolitan Administration Executive Program (Mahanakorn Class 1), Urban Green Development Institute Bangkok - Top Executive Program in Energy (TEA) #1, Thailand Energy Academy - Top Executive Program #17, Judicial Training Institute - Executive Management with Business Development and Investment #1, Institute of Business and Industrial Development - Top Executive Program in Commerce and Trade (TEPCOT) #4, University of the Thai Chamber of Commerce (UTCC) - Business Revolution and Innovation Network (BRAIN) #1, The Federation of Thai Industries - Tourism Management Program for Executives (TME) #1, TAT Academy - Academy of Business Creativity (ABC) #8/2018, Sripatum University - Top Executive Program for Creative and Amazing Thai Services (ToPCATS) #2, University of the Thai Chamber of Commerce (UTCC)
Expertise	Management, Technical /Engineer, Business Relation, Strategic /International, Mining
Present positions	- Director/ Advisor , Banpu Public Company Limited
Experience	- Executive Officer, Banpu Public Company Limited
Holding a position of Director	<p>Listed Company 1 Company Banpu Public Company Limited</p> <p>Non listed company -None-</p>

Mr. Ongart Auapinyakul	
Directorship in Banpu:	Director, Banpu PCL. from 29 July 1983 - Present (41 years in total)

Meeting attendance:	Year 2023	Year 2022	Year 2021
Board Meetings	12/12times	13/13 times	13/13 times

Shareholding in Banpu : 740,092 shares (0.007% of issued shares)

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

For agenda 4**4. Name :Mr. Sinon Vongkusolkit**

Nominated to be elected as Director

Age: 34 years

Nationality: Thai



Education	<ul style="list-style-type: none"> - MA Global Management pathway in Finance and Business Development, Regent's University. - BA Business and Marketing Management, Oxford Brookes University
Current Position	<ul style="list-style-type: none"> - Group Senior Vice President - Office of CEO Banpu Public Company Limited - Director, SVOLT Energy Technology (Thailand) Co., Ltd. - Director, Banpu Innovation & Ventures Co., Ltd. - Director, Banpu NEXT Green Leasing Co., Ltd. - Director, Banpu NEXT EcoServe Co., Ltd. - Director, Banpu NEXT Green Services Co., Ltd. - Director, Banpu NEXT Green Energy Co., Ltd. - Director, Durapower Technology (Thailand) Co., Ltd. - Director, DP NEXT Co., Ltd. - Director, BKV Corporation - Director, Banpu Renewable Australia Pty Limited - Director, Banpu Innovation & Ventures LLC - Director, Banpu Innovation & Ventures (Singapore) Pte. Ltd. - Director, Aizu Energy Pte. Ltd. - Director, BRE Singapore Pte. Ltd. - Director, Banpu Renewable Singapore Pte. Ltd. - Director, Durapower Holdings Pte. Ltd. - Director, BPIN Investment Company Limited - Director, Banpu Japan K.K. - Director, Banpu Ventures Pte. Ltd. - Executive Manager, Banpu Power Trading G.K.
Experience	<ul style="list-style-type: none"> - Head of Renewable and Energy Technology Business Banpu Public Company Limited - Chief Executive Officer Banpu NEXT Company Limited - Manager of Project Management Office/ Finance Analyst Banpu Public Company Limited - Director, PT. Berkah Manis Makmur - Director, PT. Rejoso Manis Indo

Mr. Sinon Vongkusolkit	
Holding a position of Director	<p>Listed Company -None-</p> <p>Non listed company 8 Companies</p> <ul style="list-style-type: none"> - SVOLT Energy Technology (Thailand) Co., Ltd. - Banpu Innovation & Ventures Co., Ltd. - Banpu NEXT Green Leasing Co., Ltd. - Banpu NEXT EcoServe Co., Ltd. - Banpu NEXT Green Services Co., Ltd. - Banpu NEXT Green Energy Co., Ltd. - Durapower Technology (Thailand) Co., Ltd. - DP NEXT Co., Ltd.

Shareholding in Banpu : 959,699 shares (0.009% 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. TorJor. 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

	There was no election for independent directors.	There was no election for independent directors.
Holding of Banpu's ordinary share - Amount - The ratio of voting Rights	None	None
-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) -Having business relationship (such as buy/sell goods, raw materials, or giving financial support such as borrowing or lending, etc.)	None	None