

(Translation)

Information to Appoint Directors

**Opinions of the Nominating and Corporate Governance Committee**

Re: Appointment of Directors

To: Board of Directors of The Erawan Group Public Company Limited

The Nominating and Corporate Governance Committee is responsible for revising the Board's structure and setting criteria of director's qualifications, reviewing and nominating qualified person as director and promoting and encouraging directors, executive officers and staffs to comply with corporate governance principles that correspond to the corporate culture.

In the 2021 AGM, four directors were to resigned by rotation according to the Company's Articles of Association. The number was closed to one-third of the directors stipulated therein.

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|--|----------------------|
| 1. Mr. Supol Wattanavekin                | Director             |
| 2. Assoc. Prof. Dr. Somprawin Manprasert | Independent Director |
| 3. Mr. Kasama Punyagupta                 | Director             |
| 4. Mr. Petch Krainukul                   | Director             |

The Nominating and Corporate Governance Committee has prudently considered their qualifications according to the Director Selection's Criteria and Guidelines, by which Mr. Supol Wattanavekin who has special interest on this agenda abstained from the consideration of qualification for self-appointment, and concluded that 4 directors have competence and experiences proven useful to the Company's operation, they have never been punished by an expulsion or removal from the organizations on the ground of corrupt practices in official duties, or imprisoned for an offence against property committed dishonestly, or undertaken any business of the same nature as and competing with that of the company, whether on his own account or on account of a third person, then recommended to the Board of Directors' meeting held on February 23, 2021 for further propose to the Shareholders' meeting to approve the reappointment of all four directors to act as the directors for another term.

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Ekasith Jothikasthira

Mr. Ekasith Jothikasthira

Independent Director and Member of the Committee

for Chairman of the Nominating and Corporate Governance Committee

The credentials and backgrounds of the proposed persons

<b>Mr. Supol Wattanavekin</b>	<b><u>To be appointed in position of Director</u></b>
<b>Age 66 years</b>	
<b>Position in ERW</b>	- Director (appointed date November 4, 2004) - Chairman of the Nominating and Corporate Governance Committee
<b>Date of Directorship</b>	19 years working period (If being reappointed and holding position until to the end of this term)
<b>ERW Shareholdings (December 31, 2020)</b>	66,235,502 shares (2.65% of total shares of the paid-up capital)
<b>Legal record in the past 10 years</b>	- None -
<b>Attention of the Board and The Committee meeting in 2020</b>	- The Board of Directors Meeting 11/11 times - The Nominating and Corporate Governance Committee Meeting 2/2 times
<b>Education</b>	- Master of Business Administration (Executive) (EMBA), Sasin Graduate Institute of Business Administration of Chulalongkorn University - Bachelor of Laws, Ramkhamhaeng University
<b>Director Training Program (IOD)</b>	- BMD: Boards that make a Difference 9/2019 - Family Business Club Event 3/2017 - RCL: Risk Management Program for Corporate Leader 3/2016 - DCPU: Director Certification Program Update 1/2014 - FGP: Financial Institution Governance Program 2/2011 - Financial sector Restructuring in Thailand: From present to the future (Special Seminar 1/ 2010) - DCP: Director Certification Program 76/2006 - DAP: Director Accreditation Program 56/2006 - Board & CEO Assessment 2003 - RCP: The Role of the Chairman Program 1/2000
<b>Position in Other Listed Company</b>	
May 2019 - Present	- Chairman of the Risk Oversight Committee, Kiatnakin Phatra Bank Plc.
2012 - Present	- Advisory to Executive Committee, Kiatnakin Phatra Bank Plc.
2011 - Present	- Chairman of the Board of Director, Kiatnakin Phatra Bank Plc.
2003 - 2019	- Chairman of the Risk Management Committee, Kiatnakin Phatra Bank Plc
<b>Position in Non-Listed Company</b>	
April 2019 – Present	- Director, We Eat Co.,Ltd
2017 – Present	- Director, Eastern Sugar Co.,Ltd.
2015 – Present	- Director, Ruam Wattana Co.,Ltd.
1990 – Present	- Director, BOT Lease (Thailand) Co.,Ltd
<b>Position in Rival Companies/Connected Business that may cause Conflict of interest</b>	- No -

<p>Assoc. Prof. Dr. Somprawin Manprasert Age 46 years</p>	<p><u>To be appointed in position of Independent Director</u></p>						
<p>Position in ERW</p>	<ul style="list-style-type: none"> <li>- Independent Director (appointed date April 28, 2018)</li> <li>- Member of the Audit Committee</li> </ul>						
<p>Date of Directorship</p>	<p>6 years working period (If being reappointed and holding position until to the end of this term)</p>						
<p>ERW Shareholdings (December 31, 2020)</p>	<p>- No -</p>						
<p>Legal record in the past 10 years</p>	<p>- None -</p>						
<p>Attention of the Board and The Committee meeting in 2020</p>	<ul style="list-style-type: none"> <li>- The Board of Directors Meeting 11/11 times</li> <li>- The Audit Committee Meeting 4/4 Times</li> </ul>						
<p>Education</p>	<ul style="list-style-type: none"> <li>- Ph.D. Economics, University of Maryland at college Park, United states</li> <li>- M. A. Economics, University of Maryland at college Park, United states</li> <li>- M. Sc. Economics and Finance, University of Warwick, United Kingdom</li> <li>- Bachelor of Economics, Chulalongkorn University</li> </ul>						
<p>Director Training Program (IOD)</p>	<ul style="list-style-type: none"> <li>- DAP: Director Accreditation Program 151/2018</li> </ul>						
<p>Position in Other Listed Company</p>	<table border="0" style="width: 100%;"> <tr> <td style="padding-right: 20px;">July 2017 - Present</td> <td>Executive Vice President, Head of Research Division, Bank of Ayudhaya Plc.</td> </tr> <tr> <td style="padding-right: 20px;">2016 - 2017</td> <td>Advisor and Chief Economist, Research Division, Bank of Ayudhaya Plc.</td> </tr> </table>	July 2017 - Present	Executive Vice President, Head of Research Division, Bank of Ayudhaya Plc.	2016 - 2017	Advisor and Chief Economist, Research Division, Bank of Ayudhaya Plc.		
July 2017 - Present	Executive Vice President, Head of Research Division, Bank of Ayudhaya Plc.						
2016 - 2017	Advisor and Chief Economist, Research Division, Bank of Ayudhaya Plc.						
<p>Position in Non-Listed Company</p>	<p>-None-</p>						
<p>Position in Rival Companies/Connected Business that may cause Conflict of interest</p>	<p>- No-</p>						
<p>Other Working Experience</p>	<table border="0" style="width: 100%;"> <tr> <td style="padding-right: 20px;">2019 – Present</td> <td>Member of the Sub-Committee on Commerce, The Committee on Commerce and Industry, The Senate</td> </tr> <tr> <td style="padding-right: 20px;">2017 - 2019</td> <td>Member of the Sub-committee to consider, amend or repeal the law that hinders the occupation and business operation of the people, The Office of Law Reform Commission of Thailand, Office of the Prime Minister</td> </tr> <tr> <td style="padding-right: 20px;">2012 - 2016</td> <td>Associate Dean, Faculty of Economics, Chulalongkorn University</td> </tr> </table>	2019 – Present	Member of the Sub-Committee on Commerce, The Committee on Commerce and Industry, The Senate	2017 - 2019	Member of the Sub-committee to consider, amend or repeal the law that hinders the occupation and business operation of the people, The Office of Law Reform Commission of Thailand, Office of the Prime Minister	2012 - 2016	Associate Dean, Faculty of Economics, Chulalongkorn University
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2017 - 2019	Member of the Sub-committee to consider, amend or repeal the law that hinders the occupation and business operation of the people, The Office of Law Reform Commission of Thailand, Office of the Prime Minister						
2012 - 2016	Associate Dean, Faculty of Economics, Chulalongkorn University						
<p><b>Supporting information for the election of independent directors</b></p>							
<p>- Family relationship with the Executive Officers or Major Shareholders of the company or its subsidiaries</p>	<p>- <u>None</u> -</p>						
<p>- Relationship with the company/subsidiaries/associates of any business registrations that may cause conflict of interests in the past 5 years</p>	<p>- <u>None</u> -</p>						
<p>- Being an executive director, employee, advisor, attorney, or auditor who is on the payroll(s)</p>	<p>- <u>No</u> -</p>						
<p>- Being a specialist i.e. Auditor or Legal Consultant or Advisory</p>	<p>- <u>No</u> -</p>						
<p>- Business relationship with material implication which may prevent the person from performing his/her duty independently/ please specify transaction size (if any)</p>	<p>- <u>None</u> -</p>						
<p>- Demonstrating an independence of thought and action by giving an opinion without being influenced by the others in the meeting.</p>							

<b>Mr. Kasama Punyagupta</b>	<b><u>To be appointed in position of Director</u></b>
Age 59 years	
Position in ERW	- Director (appointed date April 28, 2018) - Chairman of the Strategic and Investment Committee
Date of Directorship	6 years working period (If being reappointed and holding position until to the end of this term)
ERW Shareholdings (December 31, 2020)	99,999 shares (0.0040% of total shares of the paid-up capital)
Legal record in the past 10 years	- None -
Attention of the Board and The Committee meeting in 2020	- The Board of Directors Meeting 11/11 times - The Strategic and Investment Committee Meeting 6/6 times
Education	- Master of Business Administration (International Business), University of Bridgeport, Connecticut, USA - Bachelor of Business Administration (Banking and Finance), Chulalongkorn University
Director Training Program (IOD)	- CSR: Corporate Governance and Social Responsibility 1/2007 - DCP: Director Certification Program 49/2004
Position in Other Listed Company	
July 2019 - Present	Independent Director and Chairman of Audit Committee, MBK Plc.
April 2018 - June 2019	Independent Director and Member of Audit Committee, MBK Plc.
2014 - 2017	Advisory to the Strategic and Investment Committee, The Erawan Group Plc.
2014 - 2016	Director and Chairman of the Risk Management Committee, Zen Corporation Group Plc.
2014 - 2016	Member of the Strategy and Reform Committee, Thai Airways International Plc.
Position in Non-Listed Company	-None-
Position in Rival Companies/Connected Business that may cause Conflict of interest	-No-
Other Working Experience	
2014 - 2017	Director, Restructuring Plan Screening Sub-Committee of State Enterprise Policy Commission, Ministry of Finance
2014 - 2017	Independent Director, Executive Committee and Investment Committee Vayupak Fund and Vayupak Fund1, Vayupak Fund Agency

<b>Mr. Petch Krainukul</b>	<b><u>To be appointed in position of Director</u></b>
<b>Age 50 years</b>	
<b>Position in ERW</b>	- Director (appointed date June 1, 2014) - Member of the Strategic and Investment Committee - President (appointed date January 1, 2018)
<b>Date of Directorship</b>	9 years working period (If being reappointed and holding position until to the end of this term)
<b>ERW Shareholdings (December 31, 2020)</b>	3,339,082 shares (0.13% of total shares of the paid-up capital)
<b>Legal record in the past 10 years</b>	- None -
<b>Attention of the Board and The Committee meeting in 2020</b>	- The Board of Directors Meeting 11/11 times - The Strategic and Investment Committee Meeting 6/6 times
<b>Education</b>	- Master of Business Administration (Finance), University of South Alabama, Alabama, USA
<b>Director Training Program (IOD)</b>	- DCP: Director Certification Program 101/2008
<b>Position in Other Listed Company</b>	-None-
<b>Position in Non-Listed Company</b>	-None-
<b>Position in Rival Companies/Connected Business that may cause Conflict of interest</b>	-No-
<b>Other Working Experience</b>	-None-