

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

Nomination Procedures and Criteria: Having considered the matter as per opinions of the Nomination and Remuneration Committee, the Company is of the view that the three directors are fully qualified in accordance with Public Limited Companies Act, and have knowledge, ability, experience in business related to the Company's business operation. It is thus deemed appropriate to elect them as Director, as listed below:

Mr. Matthew Kichodhan

Age 49 Thai nationality

Education / Professional / Training

- MSc. (Management) Imperial College, University of London, ENGLAND
- Bachelor of Commerce, University of Toronto, CANADA
- Seminar Program Directors Certification program (DCP) (95/2007)
- Seminar Program Directors Accreditation Program (DAP) (57/2006) from Thai Institute of Directors Association (IOD)



Type of nominated directors : Executive Director , considered and approved by the Nomination and Remuneration Committee

Present position

- Chairman
- Chairman of Investment Committee
- Chief Executive Officer
- Authorized Director

Professional Experience

The Listed companies - Company's Group

Period	Position	Company Name
• Present	Director	BEC World Pcl.
• 2013 – Present	Director and Authorized Director	Thai Solar Energy Pcl.

The Listed company - Other company

Period	Position	Company Name
• Present	Independent Director	Ocean Glass Pcl.

The Other companies

Period	Position	Company Name
• 2013 – Present	Authorized Director	WAVE Group Companies

Position in other listed companies in present : 2 companies (The Listed companies - Company's Group) and 1 company (The Listed company - Other company)

Position in other non-listed companies in present : 8 companies (The Other companies - Company's Group)

Position in other rival incorporations or has any relating business with WAVE : none

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, 2015 : none

Director's office term in WAVE Entertainment Pcl. : 3 terms

Date appointed as Director of WAVE Entertainment Pcl. : 5 April 2006

The Board of Directors , Investment Committee' Meeting's attendant of the year 2015

- no. of attendant of the Board of Directors' Meeting /no. of total meeting 6/6 (times)
- no. of attendant of Investment Committee' Meeting /no. of total meeting none

Mr.Somsak Phayapdacharchai

Age 67 Thai nationality



Education / Professional / Training

- Diploma Degree Major in Marketing Armstrong College AA Berkley , California USA.
- Seminar Program Directors Accreditation Program (DAP) (49/2006) from Thai Institute of Directors Association (IOD)

Type of nominated directors : Independent Director, considered and approved by the Nomination and Remuneration Committee

Present position

- Independent Director
- Member of Audit Committee
- Member of Corporate Governance Committee ¹

Professional Experience

The Other company

Period	Position	Company Name
• 1973 – Present	Deputy Managing Director	Fivestar Production Co., Ltd.

Position in other listed companies in present : none

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

Position in other rival incorporations or has any relating business with WAVE : none

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, 2015 : none

Director's office term in WAVE Entertainment Pcl. : 6 terms

Date appointed as Director of WAVE Entertainment Pcl. : 7 September 1999

The Board of Directors , Audit Committee' Meeting's attendant of the year 2015

- no. of attendant of the Board of Directors' Meeting /no. of total meeting 6/6 (times)
- no. of attendant of Audit Committee' Meeting /no. of total meeting 3/4 (times)

¹ BoD appointed Corporate Governance Committee, effective from December 2, 2015.

Dr.Cathleen Maleenont

Age 44 Thai nationality

**Education / Professional / Training**

- Ed.D. in Institutional Management, Pepperdine University
- M.S.A. in Multinational Commerce, Boston University
- B.A. in Mass Communication, Chulalongkorn University
- Seminar Program Directors Certification program (DCP) (150/2011)
- Seminar Program Directors Accreditation Program (DAP) (9/2004) from Thai Institute of Directors Association (IOD)

Type of nominated directors : Non-Executive Director, considered and approved by the Nomination and Remuneration Committee

Present position

- Authorized Director
- Chairman of Risk Management Committee

Professional ExperienceThe Listed companies - Company's Group

Period	Position	Company Name
• 2014 – Present	Chairman	Thai Solar Energy Pcl.
	Chairman of Executive Committee	
	Chief Executive Officer	
	Member of the Nomination and Remuneration Committee	
• 1999 – Present	Assistant to the Senior Executive Vice President	BEC World Pcl.

The Other companies

Period	Position	Company Name
• 2006 – Present	Authorized Director	WAVE Group Companies
• 2013 – Present	Authorized Director	Thai Solar Energy Group Companies
• Present	Authorized Director	BEC-TERO Entertainment Pcl.
• Present	Authorized Director	YOU & I Corporation Co., Ltd.
• Present	Authorized Director	TVB 3 Network Co., Ltd.
• Present	Director	BEC-Multimedia Co., Ltd.

Position in other listed companies in present : 2 companies (The Listed companies - Company's Group)

Position in other non-listed companies in present : 20 companies (The Other companies - Company's Group)

Position in other rival incorporations or has any relating business with WAVE : none

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, 2015 : 22.05%

Director's office term in WAVE Entertainment Pcl. : 3 terms

Date appointed as Director of WAVE Entertainment Pcl. : 5 April 2006

The Board of Directors , Risk Management Committee' Meeting's attendant of the year 2015

- no. of attendant of the Board of Directors' Meeting /no. of total meeting 6/6 (times)
- no. of attendant of Risk Management Committee' Meeting /no. of total meeting 1/1 (times)

WAVE Shareholding of Nominees

Nominees	Shares	% of issued shares
1. Mr. Matthew Kichodhan	-	-
2. Mr.Somsak Phayapdacharchai	-	-
3. Dr.Cathleen Maleenont	71.44 million shares	22.05%

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. Mr. Matthew Kichodhan	3	Directors	8	Directors	None
2. Mr.Somsak Phayapdacharchai	None	-	1	Top Management	None
3. Dr.Cathleen Maleenont	2	Director / Top Management	20	Director	None

Relationship Characteristics of Nominees Qualified as an Independent Director

Relationship Characteristics	Name of nominee qualified as Independent an Director
	Mr.Somsak Phayapdacharchai
Holding of WAVE's ordinary shares - Amount - The ratio of voting rights	None
Close relatives to management or major shareholders of company and its subsidiaries	None
Having relationship in any of these characteristics to company, parent company, affiliated company or any juristic entity which may cause conflict of interest to the company 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

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, 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, 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 executive, major shareholder, controlling person
4. neither having nor used to have a business relationship with the company, in a manner that may impede their independent judgment. And not being nor used to be major shareholder or controlling person with the company, unless the mentioned relationship has ended at least 2 years
5. neither being nor used to be an auditor of the company and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the company, 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 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
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.