

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:

Ms. Tracy Ann Maleenont

Age 46 Thai nationality

Education / Professional / Training

- M.B.A. International Business, University of Southern California
- M.B.A., Boston University
- B.A. in Finance, Chulalongkorn University
- Seminar Program Directors Accreditation Program (DAP) (61/2007) from Thai Institute of Directors Association (IOD)



Type of nominated directors : Non-Executive Director

Present position

- Director

Professional Experience : -

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 : none

Family Relationship : Older sister of Dr. Cathleen Maleenont and Ms.Piyawadee Maleenont

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, 2016 : none

Director's office term in WAVE Entertainment Pcl. : 4 terms / 11 years

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

The Board of Directors' Meeting's attendant of the year 2016

- no. of attendant of the Board of Directors' Meeting /no. of total meeting : 6/7 (times)

Ms.Piyawadee Maleenont

Age 38 Thai nationality

Education / Professional / Training

- Master Degree in Multinational Commerce, Boston University
- Bachelor of Arts Program in Journalism and Mass Communication, Thammasat University



Type of nominated directors : Executive Director

Present position

- Director
- Authorized Director
- Member of Investment Committee

Professional Experience

The Other companies - Company's Group

Period	Position	Company Name
• 2009 – Present	Director	WAVE Group Companies
• 2014 – Present	Vice President	The Bangkok Entertainment Co., Ltd.
• 2003 – Present	Strategic Planning Manager	The Bangkok Entertainment Co., Ltd.

Position in other listed companies in present : none

Position in other non-listed companies in present : 7 companies (The Other companies - Company's Group)

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

Family Relationship : Younger sister of Ms. Tracy Ann Maleenont and Dr. Cathleen Maleenont

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, 2016 : 1.15%

Director's office term in WAVE Entertainment Pcl. : 2 terms / 6 years

Date appointed as Director of WAVE Entertainment Pcl. : 13 May 2011

The Board of Directors and Investment Committee' Meeting's attendant of the year 2016

- no. of attendant of the Board of Directors' Meeting /no. of total meeting : 7/7 (times)
- no. of attendant of Investment Committee' Meeting /no. of total meeting : none

M.L. Nalinee Hastintra

Age 76 Thai nationality

Education / Professional / Training

- YWCA Secretary India - England Branch
- Executive Banking from Bank of Thailand Association



Type of nominated directors : Independent Director

Present position

- Independent Director
- Member of the Nomination and Remuneration Committee
- Member of Audit Committee

Professional Experience : -

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 : 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, 2016 : none

Independent Director's office term in WAVE Entertainment Pcl. : 2 terms / 6 years

Date appointed as Director of WAVE Entertainment Pcl. : 6 June 2011

The Board of Directors, Audit Committee and The Nomination and Remuneration Committee' Meeting's attendant of the year 2016

- no. of attendant of the Board of Directors' Meeting /no. of total meeting : 7/7 (times)
- no. of attendant of Audit Committee' Meeting /no. of total meeting : 4/4 (times)
- no. of attendant of The Nomination and Remuneration Committee' Meeting /no. of total meeting : 2/2 (times)

Ms.Manida Zimmerman

Age 50 Thai nationality

Education / Professional / Training

- Master Degree of Law, Columbia University, USA
- Master Degree of Business Administration (Finance), Assumption University
- Diploma in Business Law, Thammasat University
- Bachelor of Law, Thammasat University
- Seminar Program Directors Certification Program (DCP) (8/2001)
- Seminar Program Role of the Nomination and Governance Committee (RNG) (2/2012) from Thai Institute of Directors Association (IOD)



Type of nominated directors : Non-Executive Director

Present position

- Director
- Chairman of the Nomination and Remuneration Committee

Professional ExperienceThe Other company

Period	Position	Company Name
• 2006 – Present	Partner	Hunton & Williams (Thailand) Limited

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, 2016 : 0.05%

Director's office term in WAVE Entertainment Pcl. : 2 terms / 4 years

Date appointed as Director of WAVE Entertainment Pcl. : 11 December 2013

The Board of Directors and The Nomination and Remuneration Committee' Meeting's attendant of the year 2016

- no. of attendant of the Board of Directors' Meeting /no. of total meeting : 3/7 (times)
- no. of attendant of The Nomination and Remuneration Committee' Meeting /no. of total meeting : 2/2 (times)

WAVE Shareholding of Nominates

Nominates	Shares	% of issued shares
1. Ms. Tracy Ann Maleenont	-	-
2. Ms.Piyawadee Maleenont	4.86 million shares	1.15%
3. M.L. Nalinee Hastintra	-	-
4. Ms.Manida Zimmerman	0.19 million shares	0.05%

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

Nominatees	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. Ms. Tracy Ann Maleenont	None	-	None	-	None
2. Ms.Piyawadee Maleenont	None	-	7	Director / Top Management	None
3. M.L. Nalinee Hastintra	None	-	None	-	None
4. Ms.Manida Zimmerman	None	-	1	Top Management	None

Relationship Characteristics of Nominates Qualified as an Independent Director

Relationship Characteristics	Name of nominate qualified as Independent an Director
	M.L. Nalinee Hastintra
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
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, 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.