Mr. Prasert Patradhilok

Age 63 Thai nationality

Education / Professional / Training

- Master Degree of Business Administration (Finance), Chulalongkorn University
- Bachelor's Degree in Engineering (Mechanical), Prince of Songkla University
- Seminar Program Anti Corruption: The practical Guide (ACPG) (15/2014) from Thai Institute of Directors Association (IOD)
- Seminar Program Refresher DCP: (DCP Re) (1/2005) from Thai Institute of Directors Association (IOD)
- Seminar Program Directors Certification program (DCP) (20/2002) from Thai Institute of Directors Association (IOD)



Present position

• Independent Director

• Chairman of the Audit Committee

Professional Experience

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The Listed co	mnaniec -	()ther	companies
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	Period	Position	Company Name
•	August 2018 – present	Advisor	Panjawattana Plastic Pcl.
•	May 2011 – present	Member of the Audit Committee	Pace Development Corporation Pcl.
•	March 2004 – present	Chairman of the Audit Committee	Boutique Newcity Pcl.

The Other companies

1110	Period	Position	Company Name
•	February 2019 – present	Director and Chairman of the Board of	Export-Import Bank of Thailand
		Executive Directors	
•	December 2018 – present	Chairman of the Audit Committee	Teka Construction Co., Ltd.
•	June 2015 – present	Director	Advisory Plus Co., Ltd.
•	2004 – present	Director	Robinson planer Co., Ltd.
•	2004 – present	Director	Kindreak Co., Ltd.

Position in other listed companies in present: 3 companies

Position in other non-listed companies in present : 4 companies

Position in other organizations / activities : Director and Chairman of the Board of Executive Directors - Export-Import Bank of Thailand

Position in other rival incorporations or has any relating business with WAVE: Not having a position as a director / executive in other rival incorporations or has any relating business with WAVE

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, 2020: none

Director's office term in WAVE Entertainment Pcl.: 2 terms / 6 years, if re-elected on this agenda, it will be a total of 3 terms / 9 years



Independent Director's office term in WAVE Entertainment Pcl.: 2 terms / 6 years, if re-elected on this agenda, it will be a total of 3 terms / 9 years (as Mr. Prasert Patradhilok has the qualifications and has knowledge, capabilities and all required qualifications. In the past, Mr. Prasert Patradhilok provided advice on preparing business plan, determination of strategies and provide valuable recommendations to the management. Hence, the Nomination and Remuneration Committee and the Board of Directors views that it is appropriate to propose to the shareholders' meeting to consider and approve the appointment of Mr. Prasert Patradhilok as director for another term. However, such appointment may be in conflict with the Company's policy on good corporate governance regarding directorship term of independent director of over 9 years or 3 consecutive terms.)

Date appointed as Director of WAVE Entertainment Pcl.: 30 April 2015

The Board of Directors and Audit Committee' Meeting's attendant of the year 2020

- 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)

Mr. Chaipranin Visudhipol

Age 61 Thai nationality

Education / Professional / Training

- Master Degree in Advertising School of The Art, Institute of Chicago, USA
- Bachelor of Education, Chulalongkorn University
- Seminar Program Directors Certification program (DCP) (88/2007) from Thai Institute of Directors Association (IOD)

Type of nominated directors: Independent Director

Present position

- Independent Director
- Chairman of the Nomination and Remuneration Committee

• Chairman of the Corporate Governance Committee

Professional Experience

The Listed company - Other company

	Period	Position	Company Name
•	2007-Present	Independent Director and	Ocean Glass Pcl.
		Member of the Audit Committee	

The Other companies

	Period	Position	Company Name
•	2010 - Present	Honorary President	Advertising Association of Thailand
•	1997 – Present	President	TBWA (Thailand) Co., Ltd.
•	1991 – Present	President	PATOU (1969) Co., Ltd.
•	1991 – Present	President	PATUKAR Co., Ltd.

Position in other listed companies in present: 1 company

Position in other non-listed companies in present: 3 companies

Position in other organizations / activities: Honorary President Advertising Association of Thailand

Position in other rival incorporations or has any relating business with WAVE: Not having a position as a director / executive in other rival incorporations or has any relating business with WAVE

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, 2020: none

Director's office term in WAVE Entertainment Plc.: 2 terms / 6 years, if re-elected on this agenda, it will be a total of 3 terms / 9 years

Independent Director's office term in WAVE Entertainment Pcl.: 2 terms / 6 years, if re-elected on this agenda, it will be a total of 3 terms / 9 years (as Mr. Chaipranin Visudhipol has the qualifications and has knowledge, capabilities and all required qualifications. In the past, Mr. Chaipranin Visudhipol provided advice on preparing business plan, determination of strategies and provide valuable recommendations to the management. Hence, the Nomination and Remuneration Committee and the Board of Directors views that it is appropriate to propose to the shareholders' meeting to consider and approve the appointment of Mr. Chaipranin Visudhipol as director for another term. However, such appointment may be in conflict with the Company's policy on good corporate governance regarding directorship term of independent director of over 9 years or 3 consecutive terms.)

Date appointed as Director of WAVE Entertainment Pcl.: 26 February 2015



The Board of Directors, The Corporate Governance Committee and The Nomination and Remuneration Committee' Meeting's attendant of the year 2020

- no. of attendant of the Board of Directors' Meeting /no. of total meeting: 4/7 (times)
- no. of attendant of the Corporate Governance Committee' Meeting /no. of total meeting: 0/1 (time)
- no. of attendant of the Nomination and Remuneration Committee' Meeting /no. of total meeting: 2/2 (times)

Mr. Philipp Oliver Piaz

Age 46 Thai nationality

Education / Professional / Training

- Elementary Studies of Economics and Law: University of St. Gallen HSG, Switzerland
- Elementary Studies of Law: University of Zurich, Switzerland
- Diploma Banking, Swiss Banking Commission
- Seminar Program Directors Certification program (DCP) (260/2018) from Thai Institute of Directors Association (IOD)
- Seminar Program Directors Accreditation program (DAP) (146/2018)
 from Thai Institute of Directors Association (IOD)

Type of nominated directors: Independent Director

Present position

- Independent Director
- Member of the Corporate Governance Committee
- Member of the Risk Management Committee
- Member of the Nomination and Remuneration Committee

Professional Experience

The Other company

2009 – Present

Period Position

Co-Founder and Managing Partner

Company Name

Finaport Pte. Ltd., Singapore

Position in other listed companies in present: Not having a position as a director / executive in other listed companies

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

Position in other organizations / activities: Not having a position as a director / executive in other organizations / activities

Position in other rival incorporations or has any relating business with WAVE: Not having a position as a director / executive in other rival incorporations or has any relating business with WAVE

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, 2020: none

Director's office term in WAVE Entertainment Plc.: 3 terms / 6 years 4 months, if re-elected on this agenda, it will be a total of 4 terms / 9 years 4 months

Independent Director's office term in WAVE Entertainment Pcl.: 3 terms / 6 years 4 months, if re-elected on this agenda, it will be a total of 4 terms / 9 years 4 months (as Mr. Philipp Oliver Piaz has the qualifications and has knowledge, capabilities and all required qualifications. In the past, Mr. Philipp Oliver Piaz provided advice on preparing business plan, determination of strategies and provide valuable recommendations to the management. Hence, the Nomination and Remuneration Committee and the Board of Directors views that it is appropriate to propose to the shareholders' meeting to consider and approve the appointment of Mr. Philipp Oliver Piaz as director for another term. However, such appointment may be in conflict with the Company's policy on good corporate governance regarding directorship term of independent director of over 9 years or 3 consecutive terms.)

Date appointed as Director of WAVE Entertainment Pcl.: 3 December 2014

The Board of Directors , The Risk Management Committee, The Corporate Governance Committee and The Nomination and Remuneration Committee ¹ ' Meeting's attendant of the year 2020

- no. of attendant of the Board of Directors' Meeting /no. of total meeting: 7/7 (times)
- no. of attendant of the Risk Management Committee' Meeting /no. of total meeting: 1/1 (time)
- no. of attendant of the Corporate Governance Committee' Meeting /no. of total meeting: 1/1 (time)
- no. of attendant of the Nomination and Remuneration Committee 1 'Meeting /no. of total meeting: 1/1 (time)

Remark

¹ Appointed to act as the member of the Nomination and Remuneration Committee, effective from February 28, 2020.



Mr.Kijcharnpit Sukangwanwit

Age 32 Thai nationality

Education / Professional / Training

- Master degree MSc. Business with marketing management, Northumbria University, Newcastle, England
- Bachelor Degree, Communication Arts, Bangkok University International College



Type of nominated directors : Non-Executive Director

Present position

Director

Member of the Risk Management Committee

Professional Experience

The Other companies		
Period	Position	Company Name
• 2020 – Present	Director	Bizbowl Co.,Ltd.
• 2019 – Present	Director	Food expansion Co., Ltd.
• 2018 – Present	Director	Bizmeal Co.,Ltd.
• 2017 – Present	Director	Re51 group Co., Ltd.
• 2012 – Present	Director	Pandec Co., Ltd.

Position in other listed companies in present: Not having a position as a director / executive in other listed companies

Position in other non-listed companies in present : 5 companies

Position in other organizations / activities: Not having a position as a director / executive in other organizations / activities

Position in other rival incorporations or has any relating business with WAVE : Not having a position as a director / executive in other rival incorporations or has any relating business with WAVE

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, 2020: none

Director's office term in WAVE Entertainment Plc.: - term / 9 months

Date appointed as Director of WAVE Entertainment Pcl.: 30 July 2020

The Board of Directors and The Risk Management Committee' Meeting's attendant of the year 2020

- no. of attendant of the Board of Directors' Meeting /no. of total meeting: 4/4 (times)
- no. of attendant of the Risk Management Committee' Meeting /no. of total meeting: none

Remark

Appointed to act as the Director and member of the Risk Management Committee, effective from July 30, 2020.

WAVE Shareholding of Nominates

Nominates	Shares	% of issued shares
1. Mr. Prasert Patradhilok	-	-
2. Mr. Chaipranin Visudhipol	-	-
3. Mr. Philipp Oliver Piaz	-	-
4. Mr.Kijcharnpit Sukangwanwit	-	-

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
	Amount	Type of Directors	Amount	Type of Directors	business with WAVE
1. Mr. Prasert Patradhilok	3	Directors	4	Directors	None
2. Mr. Chaipranin Visudhipol	1	Director	3	Directors	None
3. Mr. Philipp Oliver Piaz	None	-	1	Top Management	None
4. Mr.Kijcharnpit Sukangwanwit	None	-	5	Directors	None

Relationship Characteristics of Nominates Qualified as an Independent Director

Relationship Characteristics	Name of nominate qualified as Independent Director
	Mr. Prasert Patradhilok
Holding of WAVE's ordinary shares	None
- Amount	
- The ratio of voting rights	
Close relatives to other director, management or major shareholders of the company and its subsidiaries	None
Having relationship in any of these characteristics to the company, parent company, subsidiary company, associate company, major shareholder or controlling person 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	None
(such as 1) buy/sell goods, raw materials, or 2) giving financial support such as borrowing or lending etc.,)	
Being an independent director who can express opinion independently and in accordance with the relevant regulations.	Yes

Relationship Characteristics	Name of nominate qualified as Independent Director
	Mr. Chaipranin Visudhipol
Holding of WAVE's ordinary shares	None
- Amount	
- The ratio of voting rights	
Close relatives to other director, management or major shareholders of the company and its subsidiaries	None
Having relationship in any of these characteristics to the company, parent company, subsidiary company, associate company, major shareholder or controlling person 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	None
(such as 1) buy/sell goods, raw materials, or 2) giving financial support such as borrowing or lending etc.,)	
Being an independent director who can express opinion independently and in accordance with the relevant regulations.	Yes

Relationship Characteristics	Name of nominate qualified as Independent Director
	Mr. Philipp Oliver Piaz
Holding of WAVE's ordinary shares	None
- Amount	
- The ratio of voting rights	
Close relatives to other director, management or major shareholders of the company and its subsidiaries	None
Having relationship in any of these characteristics to the company, parent company, subsidiary company, associate company, major shareholder or controlling person 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	None
(such as 1) buy/sell goods, raw materials, or 2) giving financial support such as borrowing or lending etc.,)	
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, its parent company, subsidiary company, associate company, major shareholder or controlling person, 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, its parent company, subsidiary company, associate company, major shareholder or controlling person, 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 other director, executive, major shareholder, controlling person or persons to be nominated as director, executive, or controlling person of the company or its subsidiary company
- 4. neither having nor used to have a business relationship with the company, its parent company, subsidiary company, associate company, major shareholder or controlling person in a manner that may obstruct the use of independent judgment. Not being or being a significant shareholder or the controlling person of a person who has a business relationship with the company, its parent company, subsidiary company, associate company, major shareholder or controlling person unless the aforementioned relationship has ended for at least 2 years
- 5. neither being nor used to be an auditor of the company its parent company, subsidiary company, associate company, major shareholder or controlling person and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the company, its parent company, subsidiary company, associate company, major shareholder or controlling person 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, its parent company, subsidiary company, associate company, major shareholder or controlling person 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 company
- 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.