

Director retiring by rotation and being proposed for re-election

Type of director being proposed: Director / Chairman of the Board of Directors

Ng Kong Meng (James)

Age 75 years

**Position**

Chairman of the Board, Delta Electronics (Thailand) PCL

Term of Director : 32 Years 11 months (Since 3 May 1990)**Nationality** : Malaysian**Education**

- : • MSc (Electronic Engineering), University of Southampton, UK
- : • BBachelor'sDegree in Electrical Engineering, National Taiwan University, Taiwan

Thai Institute of Directors Association Program

- : • Director Accreditation Program (DAP), Thai Institute of Directors Association Year 2007
- : • Director Certification Program (DCP), Thai Institute of Directors Association, Year 2009
- : • Financial Statements Demystified for Directors (FDD), Thai Institute of Directors Association, Year 2009

Meeting Attendance in the previous year

- : Board of Directors' Meeting 6/6 times
- : Annual General Meeting of Shareholders 1/1 time

Work Experience over the past 5 years**Listed Company**

1990-Present

- : Chairman of the Board, Delta Electronics (Thailand) PCL

Non Listed Company

2007-Sep 2018

- : Director, Delta Greentech SGP Pte Ltd

Securities holding in the Company
(as of 31 January 2023)

- : - None - (0.00% of the voting rights)

Prohibitions

- : • No criminal record of an offence against property
- : • No record of any conflict of interest against the Company during the year

Management positions and/or directorships in other listed companies : - None -

Management positions and/or directorships in other non-listed companies (excl. subsidiaries) : - None -

Management positions and/or directorships in other companies that may cause a conflict of interest : - None -

Blood relationship with executives or major shareholders of the Company and its subsidiaries : - None -

Director candidate being proposed to be a new director of the Company

Type of director being proposed: Director / Independent Director / Audit Committee

Dr. Somchai Harnhirun

Age 65 years



Position

- Director
 - Independent Director
 - Audit Committee Member
- Delta Electronics (Thailand) PCL

Term of Director : None

Nationality : Thai

Education

- : • Ph.D. (Economics), Concordia University, Canada
- Master of Economics, Queen's University, Canada
- Master of Economics, National Institution of Development Administration, Thailand
- BA (Economics), Thammasat University, Thailand

Thai Institute of Directors Association Program

- : Director Accreditation Program (DAP), Thai Institute of Directors Association Year 2009 (DAP 79/2009)

Work Experience over the past 5 years

Listed Company

2022-Present : Independent Director, Synnex (Thailand) Pcl.

Non-Listed Company

2019-Present : Senator

2017-2019 : Deputy Minister of Industry

2017 : • Vice Minister for Industry

• Chairman of Industrial Estate Authority of Thailand

2016-2017 : • Permanent Secretary, Ministry of Industry, Thailand

• Chairman of The Board of Directors, SME Development Bank

• Board of Directors, Board of Investment (BOI)

Securities holding in the Company : - None - (0.00% of the voting rights)
(as of 31 January 2023)

Prohibitions : • No criminal record of an offence against property

• No record of any conflict of interest against the Company during the year

Management positions and/or directorships in other listed companies : - 1 company -

• Independent Director, Synnex (Thailand) Pcl.

Management positions and/or directorships in other non-listed companies (excl. subsidiaries) : - None -

Management positions and/or directorships in other companies that may cause a conflict of interest : - None -

Blood relationship with executives or major shareholders of the Company and its subsidiaries : - None -

Relationship with the Company, its subsidiaries, associates or any business entities that may cause a conflict of interest during the past 2 years

1. Being an executive director, employee or advisor on the payroll(s) : - No -

2. Being a specialist (i.e. auditor or legal consultant) : - No -

3. Significant business relationship that may inhibit independence : - None -

Director candidate who is proposed to be a new director of the Company

Type of director being proposed: Director

Ms. Xue Li

Age 53 years

**Position**

- Director, Delta Electronics (Thailand) PCL

Term of Director : None**Nationality:** Chinese**Education**

- MBA, Asian Institute of Technology, Thailand
- Bachelor of Electronics Engineering, Shanghai Jiaotong University

Thai Institute of Directors Association Program : Director Accreditation Program (DAP), Thai Institute of Directors Association Year 2023 (DAP 203/2023)

Work Experience over the past 5 years**Listed Company**

2021-Present : Deputy BG head/ EVSBG, Delta Electronics, Inc.
 2017-2021 : CDBU head, Delta Electronics (Thailand) Pcl.
 2012-2017 : EPSBG operation director, Delta Electronics (Thailand) Pcl.

Securities holding in the Company : - None - (0.00% of the voting rights)
 (as of 31 January 2023)

Prohibitions : • No criminal record of an offence against property
 • No record of any conflict of interest with the Company during the year

Management positions and/or directorships in other listed companies : - 1 company -
 • Deputy BG head/ EVSBG, Delta Electronics, Inc.

Management positions and/or directorships in other non-listed companies (excl. subsidiaries) : - None -

Management positions and/or directorships in other companies that may cause a conflict of interest : - None -

Blood relationship with executives or major shareholders of the Company and its subsidiaries : - None -

Qualifications of a Director

Please see details in the 2022 Annual Report (Form 56-1 One Report) under the section of “*Corporate Governance Report*”.

Selection of Directors and Independent Directors

The Board of Directors assigned the Nomination and Compensation Committee to search, select and nominate qualified candidates to be a director or member of any committee. The committee selections are considered on the basis of whether that person is knowledgeable and experienced in areas such as accounting, finance, management, strategy and possess individual skill and expertise in line with the company’s business and strategies without restrictions on gender, race or nationality. This is in order to have board diversity and a solid company structure to achieve business objectives under management according to the principles of good corporate governance standards. Currently, the company has provided the opportunity to the shareholder to nominate candidates to be company directors with basic qualifications set forth on the company website. The Board will consider and approve the selected candidate by majority votes of the board meeting. After selection, the Board shall nominate such candidate to the shareholders’ meeting for approval.

Appointment of Directors

After the Nomination and Compensation Committee considers and selects a qualified director, they will propose the candidate to the Board of Directors. After that, the Board of Directors will nominate the candidate to the shareholders’ meeting for approval. Based on the Article of Association of the company, one share shall count for one vote. Besides, an appointment of a director is made through a majority of the votes of the shareholders attending the meeting and casting their votes. Each shareholder shall exercise all the votes he has to appoint the nominated person or nominated persons to be a director individually or en-bloc. Shareholders cannot divide votes for any person. The person obtaining the most votes in descending order shall be elected as directors equal to the number of directors required. In the event that persons receiving votes in respective order receive equal votes and the number of position exceed the positions required, the Chairman of the meeting shall have a casting vote.

Details of Directors for Proxy

1. **Name** : **Mr. Boonsak Chiempricha**
- Age** : 73
- Address** : 401 Moo 15, Bangkaew Sub-ditric, Banglee DIstrict, Samutprakarn Province 10540
- Position** : Independent director/ Audit committee Chairman/Privilege Committee Member
- Securities held in the Company** : - None - (0.00% of the voting rights)
(as of 31 January 2023)
- Interests in 2023 AGM** :
 - Having conflicts of interests in agenda 6 (approve the remuneration for Directors)
 - No conflict of interest in the agenda 1,2,3,4,5,7 and 8
- Major conflicts** : - None -
2. **Name** : **Mrs. Tipawan Chayutimand**
- Age** : 65
- Address** : 100/73 Tedsabansongkror Road, Ladyao Sub-district, Chatuchak District, Bangkok 10900
- Position** : Independent director/ Audit committee member/ Privilege Committee Member
- Securities held in the Company** : - None - (0.00% of the voting rights)
(as of 31 January 2023)
- Interests in 2023 AGM** :
 - Having conflicts of interests in agenda 6 (approve the remuneration for Directors)
 - No conflict of interest in the agenda 1,2,3,4,5,7 and 8
- Major conflicts** : - None -