

**Director who retires by rotation and is nominated for re-election****Type of nominated directorship:** Director of the Board**Ng Kong Meng (James)**

Age 73 years

**Position**

Chairman of the Board, Delta Electronics (Thailand) PCL

**Tenure of Directorship** : 29 Years (Since 3 May 1990)**Nationality** : Malaysia**Education**

- : • M. Sc (Electronic Engineering), University of Southampton, UK
- : • Bachelor Degree 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 previous year**

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

**Work Experience for 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

2012-Dec 2016

- : Director, Delta Electronics International (Singapore) Pte Ltd

**Securities holding in the Company**  
(as of 31 January 2020)

- : 80,000 shares (0.006% 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 -

**Director who retires by rotation and is nominated for re-election**

**Type of nominated directorship:** Director / Independent Director / Audit Committee / Nomination & Compensation Committee

**Mr. Chu Chih-yuan (Roger)**

Age 72 years

**Position**

- Director of the Board
  - Independent Director
  - Audit Committee Member
  - Nomination & Compensation Member
- Delta Electronics (Thailand) PCL

**Tenure of Directorship :**

Director : 29 Years (since 30 Apr 1988)

Independent Director : 4 Years (since 27 Oct 2015)

**Nationality :** Taiwan

**Education**

- : • B.A in Economics, Chinese Culture University (Taipei), Taiwan
- Executive Program of Graduate School of Business Administration, Chung Yuan Christian University, Taiwan

**Thai Institute of Directors Association Program**

- : Director Accreditation Program (DAP), Thai Institute of Directors Association Year 2007

**Meeting Attendance in previous year :**

- Board of Directors' Meeting 6/6 times
- Audit Committee's Meeting 4/4 times
- Nomination & Compensation's Meeting 4/4 times
- Annual General Meeting of Shareholders 1/1 time
- Extraordinary General Meeting of Shareholders 1/1 time

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

- 1998-Present : Director of the Board, Delta Electronics (Thailand) PCL
- 2558-Present : Independent Director/Audit Committee Member/Nomination & Compensation Committee Member Delta Electronics (Thailand) PCL
- Jun 2016-Present : Independent director, C Sun Manufacturing Ltd

**Non-Listed Company**

- 2011-Present : Director, Digital Projection International Holding Ltd
- 2010-Aug 2016 : Supervisor, Delta Electronics Capital Company
- 2009-Jun 2015 : Supervisor, NeoEnergy Microelectronics
- 2012-Mar 2014 : Supervisor, Delta Green Life Co., Ltd
- 2004-Mar 2014 : • Director, Delta Electronics International Ltd. (Labuan)
- Supervisor, Delta Electronics (Korea), Inc.
- 2002-Mar 2014 : Supervisor, Delta Greentech (China) Co., Ltd.
- 1998-Mar 2014 : Supervisor, Addtron Technology (Japan) Co., Ltd.
- 1995-Mar 2014 : Director, Delta Power Sharp Ltd.
- 1991-Mar 2014 : Supervisor, Delta Electronics (Japan), Inc.

**Securities holding in the Company** : - None - (0.00% of the voting rights)  
(as of 31 January 2020)

**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  | Independent director, C Sun Manufacturing Ltd |
| Management positions and/or directorships in other non-listed companies (excl. subsidiaries)   | - 1 company-                                  |
| 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 who retires by rotation and is nominated for re-election**

Type of nominated directorship: Director / Independent Director / Nomination &amp; Compensation Committee

Dr. Witton Simachokedee

Age 65 years

**Position**

- Director
- Independent Director
- Nomination & Compensation Committee Chairman  
Delta Electronics (Thailand) PCL

**Tenure of Directorship** : 4 years (since 30 Mar 2015)**Nationality:** Thai**Education**

- : • Honorary Doctorate of Engineering, Safety Engineering, Kasetsart University.
- Doctor of Philosophy Public Administration (Management of public and private sector), Ramkhamhaeng University.
- Honorary Doctorate of Science. Safety Technology Occupational Health, Rajabhat Suan Sunanta University.
- MBA, Thammasat University.
- Bachelor of Laws degree, Thammasat University.
- Bachelor of Engineering Graduate (The Electrical Engineering), Kasetsart University.

**Thai Institute of Directors Association Program**

- : • Director Certification Program (DCP), Thai Institute of Directors year 2009
- Financial Statements for Directors (FSD) , Thai Institute of Directors year 2009

**Meeting Attendance in previous year**

- : Board of Directors' Meeting 6/6 times
- Nomination & Compensation's Meeting 4/4 times
- Annual General Meeting of Shareholders 1/1 time
- Extraordinary General Meeting of Shareholders 1/1 time

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

- 2015-Present : Independent Director/Nomination & Compensation Committee Member, Delta Electronics (Thailand) PCL
- 2017-Present : Independent Director/Audit Committee Member, Sakol Energy PCL
- 2015-2018 : Audit Committee Member, Delta Electronics (Thailand) PCL

**Non-Listed Company**

- 2019-Present : Consultant team of Minister of Industry
- 2013-Present : President of Foundation for Business and Industrial Development
- 2014 : Acting Industry Minister
- 2009-2014 : Permanent Secretary, Ministry of Industry

**Securities holding in the Company**  
(as of 31 January 2020)

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

- 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  | Independent Director/Audit Committee Member, Sakol Energy 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 -  |

### **Definition of Independent Directors**

Qualifications of independent director have been defined based on the requirement of the Capital Market Supervisory Board and the details are in the 2019 Annual Report under the section of Corporate Governance item “Qualifications of Independent Director”.

### **Selection and qualifications of the Board of Directors**

Please see details in the 2019 Annual Report under the section of Corporate Governance item “Qualifications of a Director”.

### **Method and Process for Director & Independent Directors Selection**

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. An appointment of a director is made through a majority of the votes of the shareholders attending the meeting and casting their votes. One share shall count for one vote and each shareholder shall exercise all the votes he has to appoint the nominated person or nominated persons to be a director on a person-by-person basis or en-bloc basis. 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** : 70
- Address** : 401 Moo 15, Tambol Bangkaew, Amphur Bangplee, Samutprakarn
- Position** : Independent director/ Audit committee Chairman
- Securities held in the Company**  
(as of 31 January 2020) : - None - (0.00% of the voting rights)
- Interests in 2020AGM** : - Have conflicts of interests in agenda 6 (To consider and approve the remuneration for Directors)
- Major conflicts** : - None -
- 2. Name** : **Mrs. Tipawan Chayutimand**
- Age** : 62
- Address** : 100/73 Tedsabansongkror Rd., Ladyao, Jatujak, Bangkok 10900
- Position** : Independent director/ Audit committee member
- Securities held in the Company**  
(as of 31 January 2020) : - None - (0.00% of the voting rights)
- Interests in 2020AGM** : Have conflicts of interests in agenda 6 (To consider and approve the remuneration for Directors)
- Major conflicts** : - None -