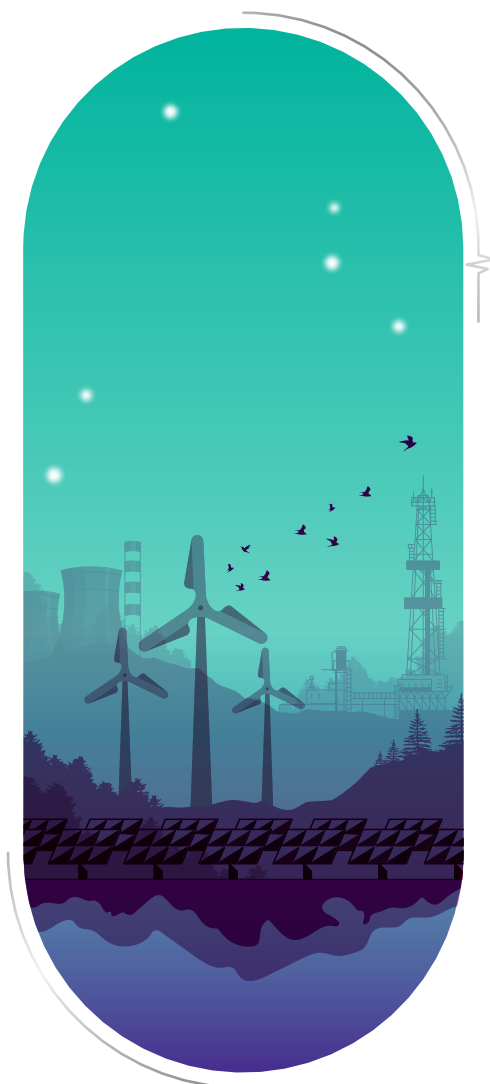
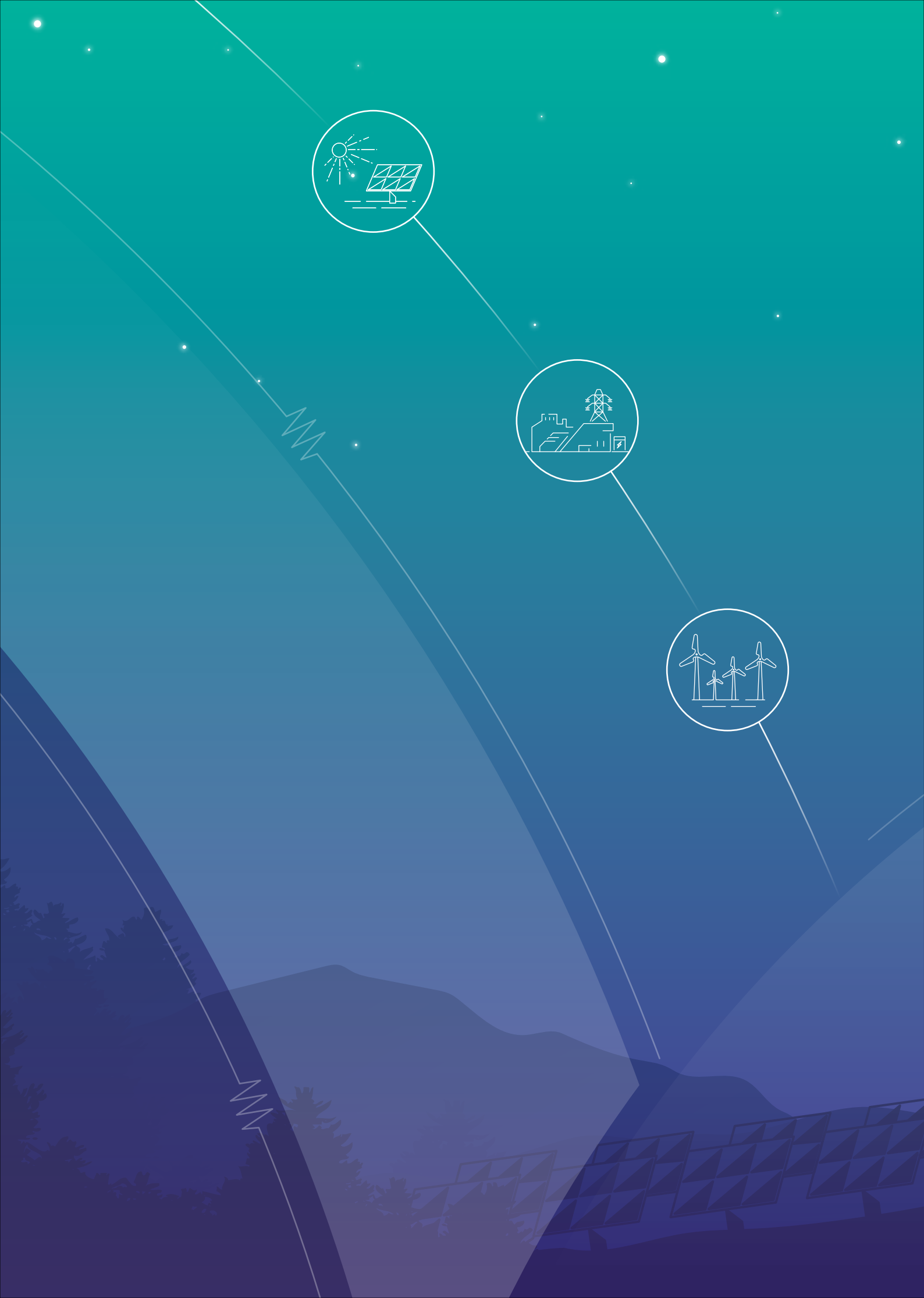

ANNUAL REPORT 2018



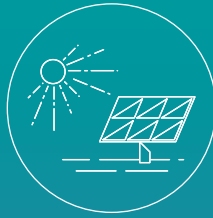
**OUR WAY IN POWERING
THE FUTURE**



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Greener Strategy to deploy
High Efficiency, Low Emissions (HELE)
technologies in conventional power plants
and increase renewable portfolio
to a minimum of 20 percent of the total capacity
of more than 4,300 MWe by 2025



2,869 MWe

total equity-based power generation capacity,
2,145 MWe from
operational power plants

Wind Power Project

with 80-MW capacity,
a new flagship of
Banpu Power in Vietnam



28 Power Plants/Projects

of Banpu Power in five countries:
Thailand, Lao PDR, China, Japan, and Vietnam

17 operational power plants

EBITDA THB 5,913 million,
a year-on-year increase of 9 percent

“Banpu Heart”

consisting of

“Passionate, Innovative and Committed”

a strong corporate culture that
creates synergy to drive business success



Creating Sustainable Value

for all stakeholders and by balancing business,
social and environmental development as well as being
a good corporate citizen in every country where
Banpu Power operates



OUR WAY IN POWERING THE FUTURE

Banpu Power Public Company Limited (BPP), a leading Asian power-generating company operating both conventional and renewable power businesses to establish energy sustainability in the Asia-Pacific region

POLICY AND BUSINESS OVERVIEW

Banpu Power Public Company Limited or Banpu Power (BPP) was established in 1996 as a subsidiary of Banpu Public Company Limited. Listed on the Stock Exchange of Thailand in October 2016, Banpu Power owns and operates both conventional and renewable power businesses across the Asia-Pacific region, including Thailand, Lao PDR, China, Japan and Vietnam.

Over the past two decades, Banpu Power has been moving forward to achieve its highest operational capability in both investment and management of its power businesses. Drawing on Banpu Group's insight, capacities and extensive experience in management coupled with the management team who has great expertise in the power business, Banpu Power is able to enhance its business potentials. The Company has never ceased to research and create innovations for efficient power generation by deploying state-of-the-art technologies that are environmentally sound.

As of 31 December 2018, Banpu Power owns and operates a total of 28 power plants and power projects. Its equity-based power and steam generation capacity by the power plants which have reached commercial operation

amounted to 2,145 MWe, with another unrealized capacity of 724 MWe from under development projects. Banpu Power targeted to achieve the capacity of 4,300 MWe under its Greener Strategy, of which a minimum of 20 percent will be renewable energy portfolio by 2025 and step up to sustainably be a leader in the power business in the Asia-Pacific region.

Banpu Power strictly adheres to the principles of fairness and transparency when conducting business, while creating sustainable value to shareholders, customers, business partners, employees and communities in all three dimensions covering economic, social and environmental aspects. The company aims to be a good corporate citizen in every country where it operates.

VISION

To be recognized as a pioneer Asian power company with a strong reputation for sustainable development, friendly community relations and respect for the natural environment

MISSION

- ⚡ To develop, own and operate both conventional and renewable power businesses using the most efficient technologies available for sustainable growth in pursuit of a position of leadership in Asia
- ⚡ To conduct all business in an ethically, socially and environmentally responsible manner
- ⚡ To create sustainable value for shareholders, customers, business partners, employees and communities while being a good corporate citizen in all countries of operations

FINANCIAL HIGHLIGHTS

Total Assets

(THB million)

51,566

2018

47,698

2017

42,963

2016



Gross Profit and Gross Profit Margin

(THB million)

1,271

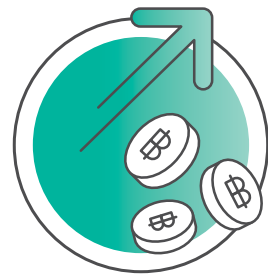
2018

1,540

2017

1,937

2016



Total Shareholder's Equity

(THB million)

41,181

2018

39,785

2017

37,881

2016



EBITDA

(THB million)

5,913

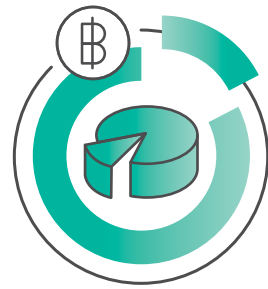
2018

5,410

2017

5,575

2016



Net Debt to Equity Ratio

(Times)

0.13

2018

0.10

2017

0.03

2016



Net Profit (Loss)

(THB million)

3,813

2018

4,155

2017

4,138

2016



Total Revenues

(THB million)

6,322

2018

6,419

2017

5,542

2016



Basic Earnings per Share

(THB/Share)

1.25

2018

1.36

2017

1.74

2016



		For the year ended 31-Dec-18	For the year ended 31-Dec-17	For the year ended 31-Dec-16
Operational Results				
Total Assets	(THB million)	51,566	47,698	42,963
Total Liabilities	(THB million)	10,385	7,913	5,082
Total Shareholders' Equity	(THB million)	41,181	39,785	37,881
Issued and Paid-up Share Capital	(THB million)	30,510	30,484	30,457
Operational Results				
Sale Revenues	(THB million)	6,322	6,419	5,542
Cost of Sales	(THB million)	(5,051)	(4,879)	(3,605)
Gross Profit	(THB million)	1,271	1,540	1,937
Administrative Expenses	(THB million)	(1,229)	(1,169)	(1,101)
Litigation Compensation	(THB million)	(901)	-	-
Dividend Income from Other Company	(THB million)	20	21	16
Management Fee and Others	(THB million)	372	672	649
Interest Income	(THB million)	55	49	94
Net Gain (Loss) on Exchange Rate	(THB million)	19	(85)	(21)
Interest Expenses	(THB million)	(221)	(102)	(420)
Other Financial Charges	(THB million)	(8)	(4)	-
Share of Profit from Joint Ventures	(THB million)	4,767	3,682	3,513
Profit before Income Taxes	(THB million)	4,145	4,604	4,667
Income Taxes	(THB million)	(293)	(362)	(395)
Profit for the Year	(THB million)	3,852	4,242	4,273
Profit Attributable to Non-Controlling Interests	(THB million)	(39)	(88)	(135)
Profit Attributable to Owners of the Parent	(THB million)	3,813	4,155	4,138
EBITDA	(THB million)	5,913	5,410	5,575
Financial Ratios				
Gross Profit Margin	(Percent)	20	24	35
Net Profits to Total Revenues	(Percent)	60	65	66
Returns on Assets	(Percent)	7	9	11
Returns on Equity	(Percent)	9	10	17
Interest Coverage Ratio	(Times)	NA	10	4
Net Debt to Equity	(Times)	0.1	0.1	0.0
Data per Share				
Earnings per Share	(THB)	1.25	1.36	1.74
Book Value per Share	(THB)	13.50	13.06	12.44
Dividend per Share	(THB)	0.60*	0.60	0.67

* The Company announced a total dividend of THB 0.60 per share arising from its performance during the period from 1 January 2018 to 31 December 2018, of which THB 0.30 was paid on 26 September 2018. The remaining dividend of THB 0.30 per share for 2018 performance will be paid on 26 April 2019.

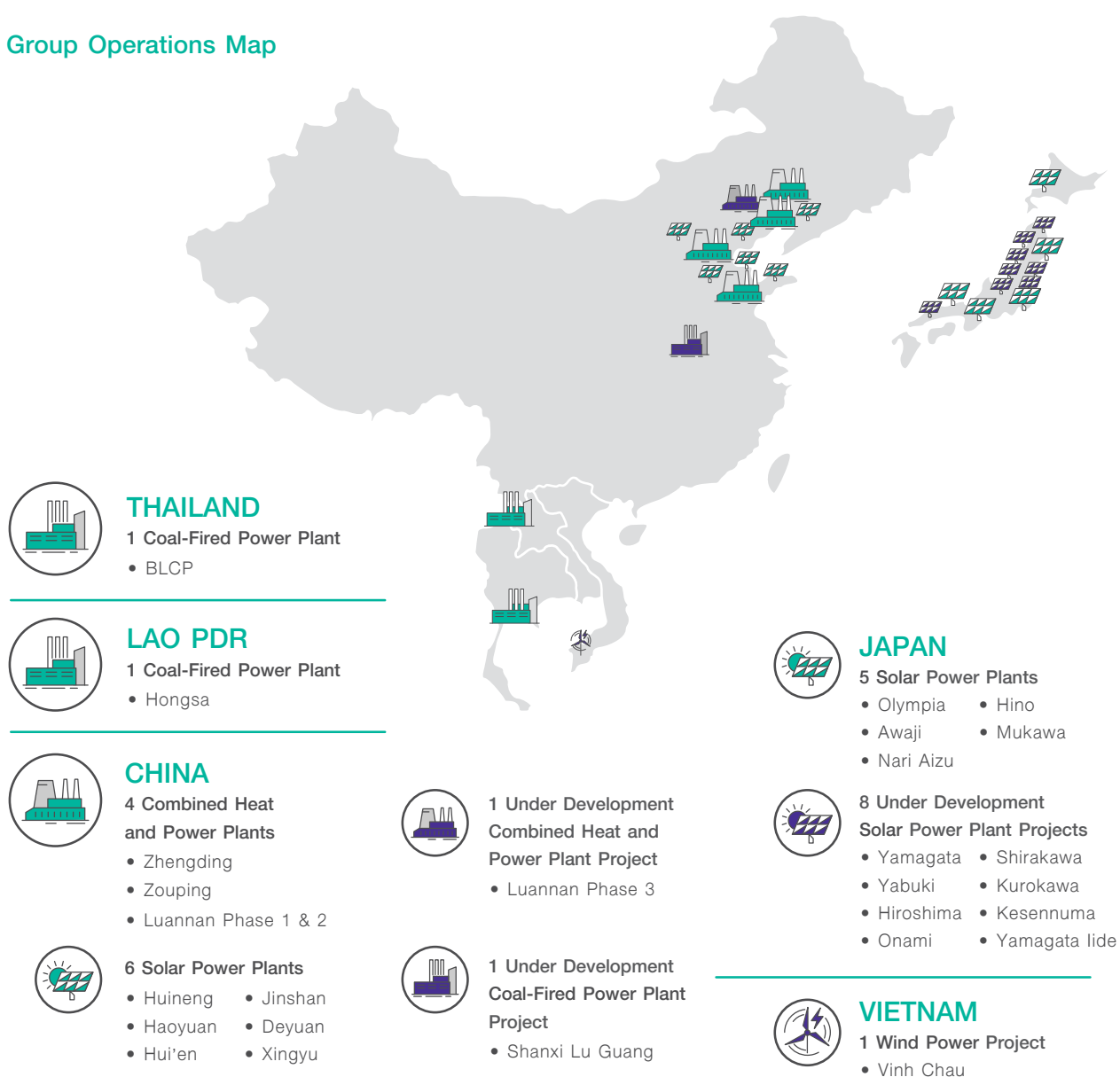
Remark : Financial figures are based on the consolidated financial statement.

OPERATIONAL RESULTS

	For the year ended		
	2018	2017	2016
Sales volume			
Power sold (GWh)			
Zhengding power plant	416.11	419.74	424.12
Luannan power plant	609.10	509.60	503.55
Zouping power plant	465.88	566.99	567.85
Solar China	185.72	173.00	27.50
Total power sold (GWh)	1,676.81	1,669.33	1,523.02
Steam sold (Million Tons)			
Zhengding power plant	0.97	0.88	0.89
Luannan power plant	1.43	1.23	1.21
Zouping power plant	2.64	3.25	2.93
Total steam sold (Million Tons)	5.04	5.36	5.04
Total revenue (Million Baht)			
Revenue from power sold (Million Baht)			
Zhengding power plant	684.43	730.19	717.91
Luannan power plant	1,110.65	1,030.36	1,038.00
Zouping power plant	937.19	1,110.34	1,096.92
Solar China	714.56	659.44	102.75
Total revenue from power sold (Million Baht)	3,446.83	3,530.33	2,955.58
Revenue from steam sold (Million Baht)			
Zhengding power plant	492.99	457.26	492.67
Luannan power plant	620.72	505.56	479.03
Zouping power plant	1,287.82	1,557.01	1,265.93
Total revenue from steam sold (Million Baht)	2,401.53	2,519.83	2,237.63
Other income	473.83	369.09	348.44
Total Revenue	6,322.19	6,419.25	5,541.65
Equity income from JV			
BLCP power plant	1,339.54	1,486.90	2,064.15
Hongsa power plant	3,418.09	2,234.65	1,473.92
Solar Japan	27.77	(2.94)	(6.28)
Shanxi Lu Guang power plant	(18.42)	(36.36)	(18.61)
Total Equity income	4,766.98	3,682.25	3,513.18

	For the year ended		
	2018	2017	2016
Gross profit margin (Percent)			
Zhengding power plant	22	21	38
Luannan power plant	15	25	44
Zouping power plant	11	16	27
Solar China	61	57	41
Total gross profit (Percent)	20	24	35

Group Operations Map



“

Banpu Power has been committed to the expansion of conventional and renewable power generation businesses ...creating energy sustainability in response to the needs of current consumers in terms of stability, reliability and environmental friendliness.

”



BOARD OF DIRECTORS' REVIEW

Dear Shareholders,

Over the past two years since being listed on the Stock Exchange of Thailand, Banpu Power Public Company Limited has been committed to the expansion of conventional and renewable power generation businesses. Our business approach emphasizes creating energy sustainability in response to the needs of current consumers in terms of stability, reliability and environmental friendliness. To achieve our goal, we have deployed state-of-the-art technologies to enhance production efficiency while minimize environmental impacts.

Banpu Power is growing steadily with the commitment to sustainability while maintaining a balance between business growth and the country's economic and social development. We care for communities and strive for environmental balance both in- and after-production processes. We also prioritize good corporate governance and has Anti-Corruption Policy as well as anti-corruption practices prescribed by the Code of Conduct. Anti-Corruption Policy and its promotional activities are publicized through our website. Banpu Power has Whistleblower Policy and protection of whistleblowers as a mechanism enabling employees to report all forms of misconduct concerning corporate governance and the Code of Conduct in a responsible and effective manner. All reports will be treated with confidentiality, integrity, transparency and in strict compliance with applicable laws of the host country.

With our commitment and practices, Banpu Power was selected to be on the Thailand Sustainability Investment (THSI) list announced by the Stock Exchange of Thailand. The list features listed companies that pursue sustainable business operations with outstanding performance on environmental, social and corporate governance aspects. This recognition demonstrates the achievement of our sustainability operation and our commitment, which has made us pass all assessment criteria. The criteria include assessment of corporate governance report quality, net profit and shareholders' equity, supervision on qualifications of listed companies, and having no significant negative environmental and social impact.

On this occasion, the Board of Directors would like to express our sincere appreciation to our stakeholders and all parties involved, both in Thailand and overseas, for your continued support and encouragement for Banpu Power. We pledge to conduct our business in an ethical manner and adhere to the Corporate Governance Policy and Code of Conduct to ensure good practices of the Board of Directors, the executives, and employees. We endeavor to achieve business goals while maintaining ethical standards to create the utmost benefits for all stakeholders.



Assoc. Prof. Dr. Naris Chaiyasoot
Chairman of the Board of Directors



“

Banpu Power is stepping forward to achieve our goals with the ‘**Greener**’ strategy and always on the lookout for growth opportunities in potential countries ...ready to expand power business across the Asia-Pacific region to achieve sustained growth based on a balanced energy portfolio.

”



CHIEF EXECUTIVE OFFICER'S REVIEW

Dear Shareholders,

In 2018, Banpu Power Public Company Limited (BPP) took another stride on the path to sustainable growth as seen from the progress of additional power plant projects and current projects achieving commercial operation dates as planned. Banpu Power's policy on business expansion and investment for 2018 highlighted the 'Greener' strategy by continuously increasing investment in renewable power plants to achieve 4,300-MWe capacity with a minimum of 20 percent of the capacity from renewables by 2025. Banpu Power focuses on the investment in the Asia-Pacific countries with electricity demand and favorable government policies.

In 2018, the Company realized the first investment of an 80-MW wind power project in Soc Trang Province, Vietnam, together with the opportunity for conducting a feasibility study to develop other new conventional or renewable power plant projects. In Tokyo, a new office of Banpu Power (Japan) Co., Ltd. was inaugurated to join forces with all related parties in Japan, namely the Ministry of Economy, Trade, and Industry, government agencies, financial institutions, energy companies, business partners and communities where Banpu

Power has business operations. Banpu Power has targeted to increase the total installed capacity from renewable energy by more than 400 MW.

All of these achievements not only reiterate Banpu Power's long-term business commitment in the host countries but also reflect our investment portfolio management strategy which balances investment returns and cash flows. The strategy contributes to Banpu Power's competitive advantage whilst creating sustainable value both for our shareholders and for us.

2018 was also a significant year for Banpu Power as we revitalized our brand direction and corporate identity to align with our parent company, Banpu Public Company Limited. The redesigned brand reflects Banpu Power as modern, vibrant and dynamic in the creation and development to strengthen our businesses to satisfy expectations of business, social, and community sectors. The new brand is supported by "Banpu Heart," the corporate culture to which the management and all employees adheres in order to steer our business toward the goals amid the current wave of global challenges.



Sutee S

Mr. Sutee Sukruan
Chief Executive Officer

Summary of Operating Results in 2018

Having been listed on the Stock Exchange of Thailand for the past two years, Banpu Power has continuously expanded our power generation and distribution business with satisfactory results. Our outstanding performance was our achievement to expand the total installed capacity to 2,145 MWe (equity-based), of which 1,955 MWe was from conventional energy and 190 MW from renewable energy. The increased capacity in 2018 was a result of the successful start of the commercial operations of the Luannan Power Plant Phase 2 as well as Mukawa and Nari Aizu Solar Farms in Japan. All the three projects contributed to a considerable increase in 2018 capacity by 77 MWe over the previous year.

In 2018, Banpu Power reported Earnings Before Interest, Taxes, Depreciation and Amortization (EBITDA) of THB 5,913 Million from its operations, increasing by 9 percent from 2017, the majority of which came from significant profit increase of Hongsa Power Plant in Lao PDR. The power plant efficiently produced

and distributed electricity with impressive Equivalent Availability Factor (EAF) at 87 percent. This well demonstrates Banpu Power's competence in operation management as well as consistent profit generation from our power plants in Asia-Pacific countries.

At year end, Banpu Power owned 28 power plants and power plant projects in Thailand, Lao PDR, China, Japan, and Vietnam. The projects under construction and development, with an expected capacity of 724 MWe, include conventional power plant projects with the High Efficiency, Low Emissions (HELE) technology in China, namely the expansion of Luannan Combined Heat and Power (CHP) Plant Project Phase 3 and Shanxi Lu Guang Power Plant Project Phase 1 and 2. In addition to those, solar power plant project in Japan and a wind power plant project in Vietnam are among our renewable projects. All of them will gradually achieve commercial operation dates by 2023 and increase the total equity-based power generation capacity to 2,869 MWe.



Strategies and Future Directions

Banpu Power is stepping forward to achieve our goals with the 'Greener' strategy and always on the lookout for growth opportunities in high potential countries such as Vietnam, where Banpu Power's wind power plant project phase 1 is expected to achieve commercial operation date in 2020. With over two decades of well-rounded experience and expertise in energy business of our management and staff, robust financial status and strong relationship with Banpu Public Company Limited as well as good relations with government and private sectors in all locations where we have business operations, Banpu Power is more than ready to expand our power business across the Asia-Pacific region to achieve sustainable growth based on a balanced energy portfolio.

Banpu Power places great importance on aligning our power generation and distribution businesses with global energy trends to ensure energy stability and environmental friendliness. Hence, we endeavor to strike a balance between those dimensions of business growth, social and economic development of

the countries, sustainable value creation for community and society, environmental care in- and after-process with safe and advanced technology, and environmental management system of international standards.

Business ethics and a strong commitment to being a good corporate citizen in every country we have business operations are the strong pillars on which Banpu Power has grown steadily in accordance with Sustainable Development Policy. It can be said that Banpu Power would not have been able to step this far on our journey to success without trust and unwavering support from all stakeholders. On behalf of Banpu Power, I would like to extend my heartfelt thanks for your trust and support. Banpu Power will keep moving forward on seeking investment opportunities in various types of power generation projects both in the countries where the Company is currently operating and in other potential countries. We are dedicated to developing our potential to maintain an efficient and reliable power generation in order to create sustainable returns for all stakeholders.



SUMMARY OF MAJOR CHANGES AND DEVELOPMENTS IN THE PAST YEAR AND MAJOR CURRENT EVENTS



21 February 2018

The Board of Directors Meeting approved the dividend payment for the 2017 operating profit during 1 January – 31 December 2017, at a dividend rate of THB 0.60 per share. Previously, an interim dividend had been paid out to shareholders at a dividend rate of THB 0.30 per share for 3,048,235,000 shares on 27 September 2017. Thus, the remaining 2017 dividend for the operating profit during 1 July – 31 December 2017 was proposed to be paid out to the shareholders at a rate of THB 0.30 per share for 3,050,881,700 shares. The dividend payment was appropriated from the corporate income tax-exempted profit, on which shareholders are not entitled to tax credits. The dividend was paid on 26 April 2018. Number of shares at present has not yet included the ordinary shares that may increase from the exercising of the right to purchase the newly issued ordinary shares offered to the directors and employees of Banpu Group, excluding the Company and its subsidiaries (BPP-W) and the Employee Stock Option Plan for Directors and Employees of the Company and its subsidiaries (BPP-ESOP).



8 August 2018

Banpu Power has diversified its investment into Vietnam's renewable energy focusing on wind-powered energy of total 80 MW capacity in Soc Trang Province. The project comprised three phases with the first phase of 30 MW capacity, the second phase of 30 MW capacity and the third phase of 20 MW capacity. The Company has received Investment Registration Certificate (IRC) from the Department of Planning and Investment (DPI) to develop the first phase of the project with 30 MW capacity. Banpu Power is conducting a feasibility study and expects to achieve Commercial Operation Date (COD) by 2020, while the remaining two phases expect to achieve COD by 2021.



6 March 2018

The Civil Court read the Supreme Court's judgment on the Hongsa Project with the following details:

1. In respect of the claim that the Defendants entered into the Joint Development Agreement to acquire the information without true intention to develop the Hongsa Project, the Court considered that **the Defendants acted in good faith in entering into the Agreement with its true intention to develop the Hongsa Project, but not to acquire the information as alleged.**
2. In respect of the claim that the Defendants terminated a contract with a contractor to delay the Hongsa Project to result in the Lao Government terminating the concession agreements with the Plaintiffs, the Court considered that **the Defendants conducted in good faith for the benefit of the Hongsa Project, and the Lao Government did not adopt the delay from the termination of the contractor as a cause of termination of the concession agreements with the Plaintiffs.**
3. In respect of the claim that the Defendants induced the Lao Government to terminate the concession agreements with the Plaintiffs, the Court considered that **the Defendants was in good faith and did not do so. The termination of the concession agreements was the pure decision of the Lao Government for the benefit of its people.**
4. In respect of the claim that the Defendants used the project information of the Plaintiffs, the Court considered that **the Defendants utilized the valuable information of the Plaintiffs and therefore ordered the payment to the Plaintiffs the sum of THB 1,500 million plus interest at the rate of 7.50 percent per annum calculated from July 2007.**

Banpu Power and the management have always conducted business with integrity and high regard to shareholder's and the society's benefit. In compliance with the Supreme Court's judgment, Banpu Power, together with Banpu Public Company Limited and Banpu International Co., Ltd., already paid THB 2,702.05 million in damages to the Plaintiffs on 9 March 2018. Banpu Power was responsible for one-third of the payment at THB 900.68 million.



16 August 2018

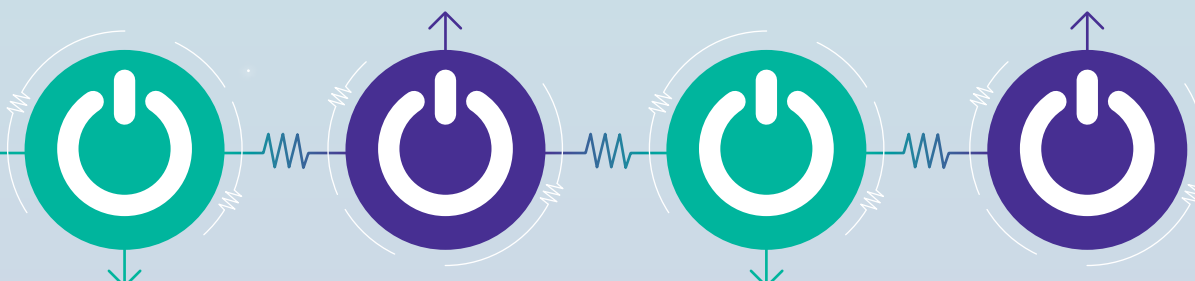
Banpu Power revitalized the Company's corporate identity, brand direction, and corporate culture to be in accordance with Banpu Public Company Limited. The revamped identity will reflect the Company as modernized, dynamic and constantly evolving and strengthening businesses in all countries where it operates to serve the needs of stakeholders.

November 2018

The 2nd phase extension of Luannan Combined Heat and Power Plant, Hebei, China, achieved Commercial Operation Date (COD) with a total capacity of 25 MW electricity and 150 tons of steam per hour, or 52 MWe, increasing its total capacity to 175 MWe.

22 February 2019

The Board of Directors Meeting approved the Company's dividend payment at a rate of THB 0.60 per share for the 2018 operating profit during 1 January – 31 December 2018, of which THB 0.30 per share was paid out as interim dividend on 26 September 2018. Thus, the remaining dividend of THB 0.30 per share would be paid out. The Meeting proposed the Company to pay a dividend of THB 0.30 per share to shareholders from accumulated profits and operating profit during 1 July – 31 December 2018 that were appropriated from the corporate income tax-exempted profit, on which shareholders are not entitled to tax credits. The dividend payment is scheduled on 26 April 2019.



31 August 2018

The Board of Directors Meeting approved the interim dividend payment for the operating profit for six months ending 30 June 2018, at a rate of THB 0.30 per share for 3,051,021,700 shares, totaling THB 915.31 million. The dividend payment was appropriated from the corporate income tax-exempted profit, on which shareholders are not entitled to tax credits. The dividend was paid on 26 September 2018.

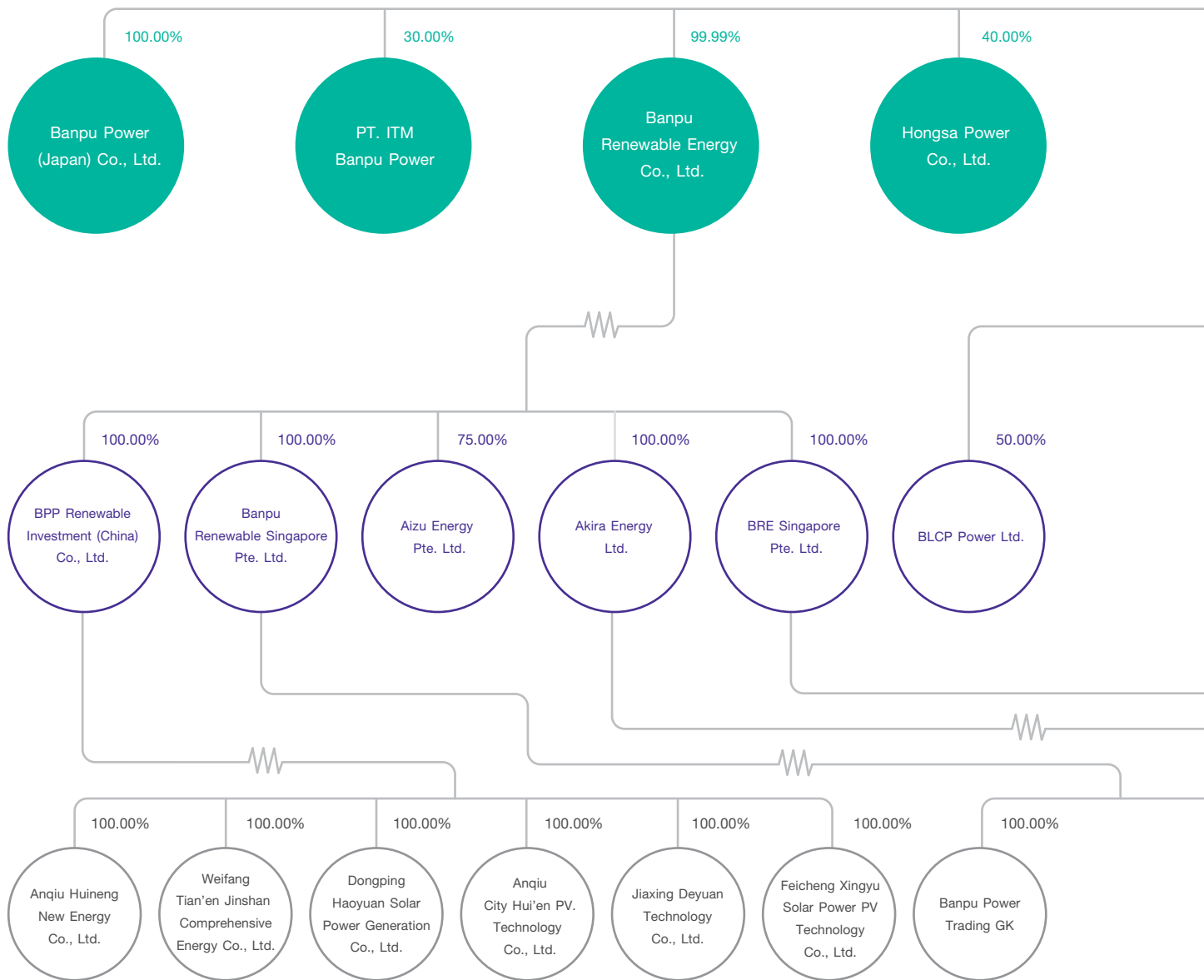
1 December 2018

Banpu Power reported the progress on the Nari Aizu solar power plant in Fukushima Prefecture under a TK structure in Japan that the project has achieved Commercial Operation Date (COD) as planned. The solar power plant has a total capacity of 20.46 MW (15.35 MW equity-based capacity). The Company also entered into sales and purchase agreement with Tohoku Electric Power Co., Inc. under Feed-In Tariff (FIT) scheme for 20 years at the price of JPY 36 per 1 kWh. Banpu Power now owns 13 solar power plants/projects with a total capacity of 358.76 MW (233.57 MW equity-based capacity), some of which achieved Commercial Operation Date (COD) with a total capacity of 58.86 MW (37.42 MW equity-based capacity).

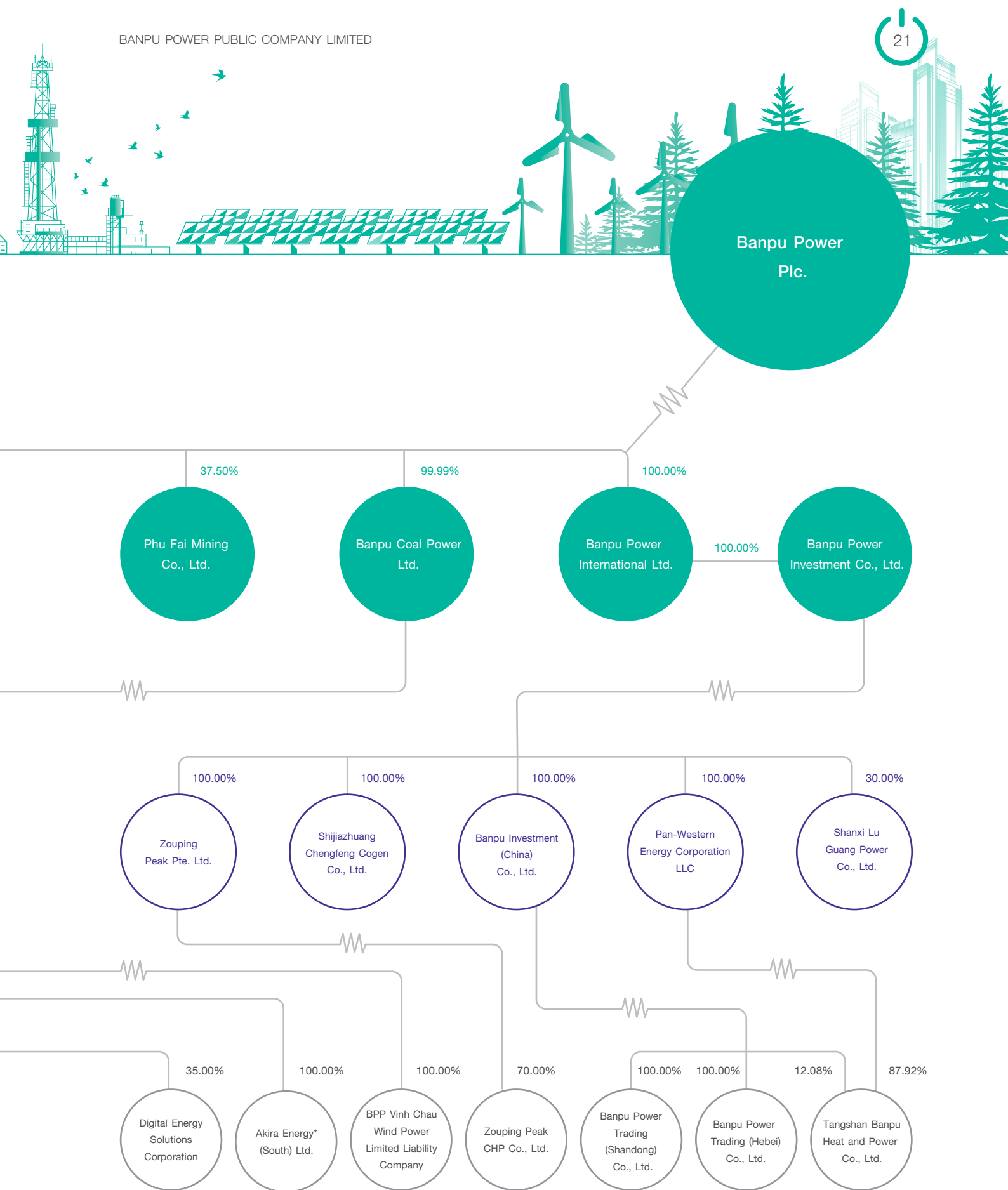
BANPU POWER GROUP STRUCTURE

As of 31 December 2018

(Entities with 10 percent or more shares held by BANPU POWER)

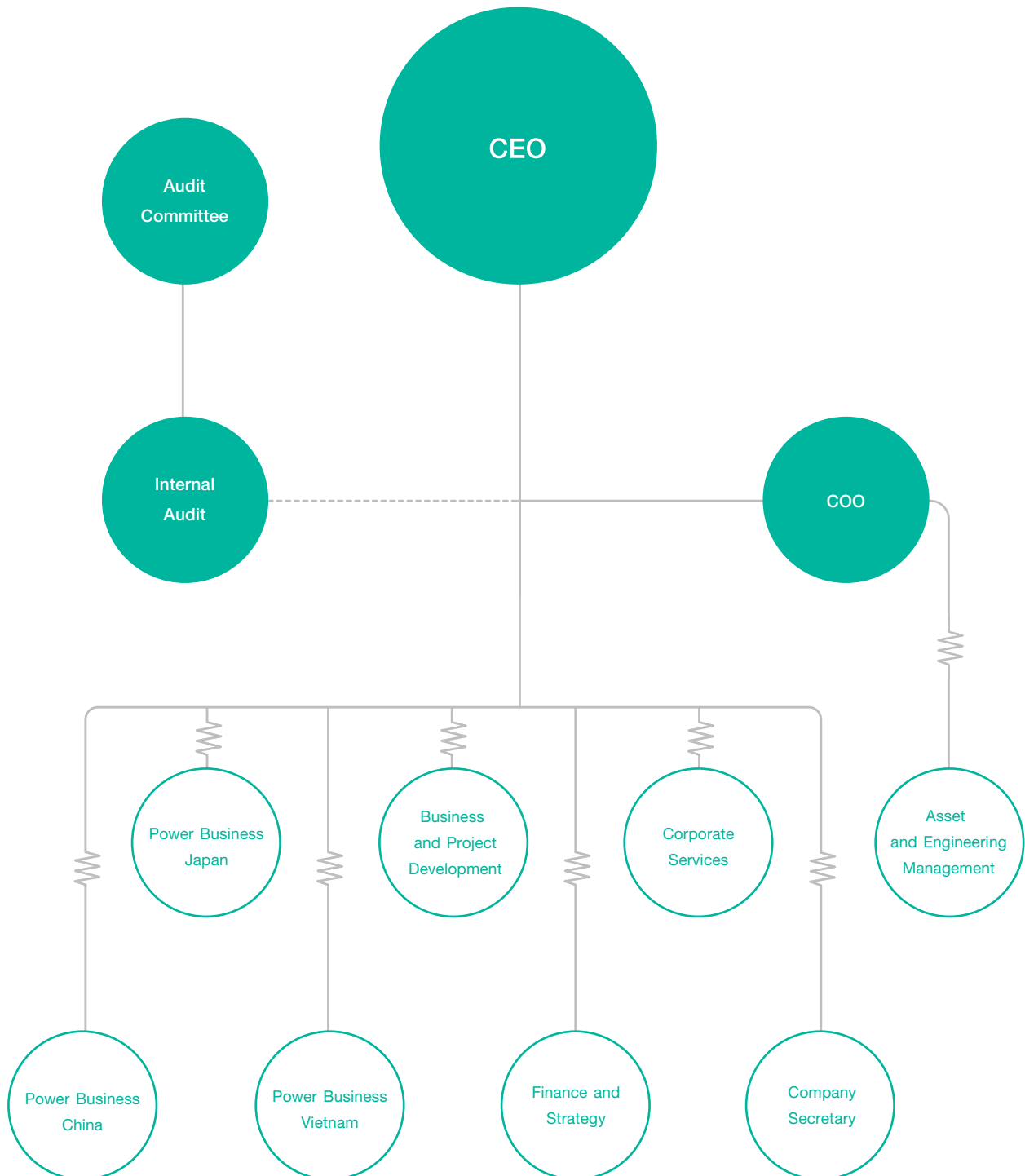


* Deregistration of Akira Energy (South) Ltd. was completed with effect on 22 February 2019.



ORGANIZATIONAL STRUCTURE

As of 1 January 2019



MANAGEMENT STRUCTURE

The management structure of the company as of 31 December 2018 consisted of the Board of Directors and the executive officers. The Board of Directors consists of independent directors, non-executive directors, and executive directors. The independent directors account for 33 percent of the total number of board members.

The Board set up three sub-committees, namely, the Audit Committee, the Corporate Governance and Nomination Committee, and the Compensation Committee.

The Board also requires that Chairman of the Board, Chairman of the Audit Committee, Chairman of the Corporate Governance and Nomination Committee, Chairman of the Compensation Committee and all directors in the Audit Committee be independent directors.

1. The Board of Directors consists of:

1. Assoc. Prof. Dr. Naris Chaiyasoot	Chairman of the Board of Directors/ Independent Director
2. Mr. Chanin Vongkusolkrit	Director
3. Mr. Metee Auapinyakul	Director
4. Mr. Rawi Corsiri	Director
5. Mr. Yokporn Tantisawetrat	Independent Director
6. Prof. Dr. Bundhit Eua-Aporn	Independent Director
7. Ms. Somruedee Chaimongkol	Director
8. Mr. Voravudhi Linananda	Director
9. Mr. Sutee Sukruan	Director



Authorized Signatory Directors on Behalf of the Company

Any two of the following six board members, namely Mr. Chanin Vongkusolkrit, Ms. Somruedee Chaimongkol, Mr. Sutee Sukruan, Mr. Voravudhi Linananda, Mr. Metee Auapinyakul, or Mr. Rawi Corsiri, are authorized to jointly sign on a document affixed with the Company's seal.



Duties and Responsibilities of the Board of Directors

The Board of Directors is accountable to shareholders with respect to managing the Company and supervising its management so that the firm achieves its goals and shareholders' value are maximized. The Board also makes sure that the Company's business operations are in compliance with the Code of Conduct while optimizing the stakeholders' benefits.

The Board of Directors has a duty to comply with the laws, objectives and regulations of the Company and with resolutions of the shareholders' meetings. It shall perform duties with integrity and acts in the interests of shareholders for both short and long terms. The Board also complies with rules and regulations of the Stock Exchange of Thailand (SET), the Office of the Securities and Exchange Commission (SEC) and the Capital Market Supervisory Board established according to the Securities and Exchange Act, B.E. 2535 as amended by the SEC Act (No.5), B.E. 2559.

In 2015, the Board formulated the "Banpu Power Public Company Limited's Board of Directors' Practice" to be used as guidelines for the Board of Directors. The handbook consists of definitions, composition and criteria of the Board, directors' qualifications, terms of office and retirement of directors, duties, and responsibilities of the Board as well as a Board meeting and voting procedure. The practice was revised in 2018 to align with responsibilities in response to a changing business climate and to develop the Board's corporate governance.

The Board entrusts the Chief Executive Officer to run the Company's business and to supervise the Company's operations in compliance with the practice.

The Board also formulated the Charter of the Audit Committee, the Charter of the Corporate Governance and Nomination Committee and the Charter of the Compensation Committee as guidelines for these sub-committees.

The Board organizes an orientation session for new directors to make them realize what the Company expects of them. During the orientation, the new directors learn about their roles and responsibilities, the Company's corporate governance policy and practices, its business and operations, and risk management. In addition, they have the opportunity to visit different operational units. After attending the orientation, the new directors will be equipped for their new roles as directors.

The Board of Directors has a policy to broaden directors' horizons through seminars or trainings on a wide variety of subjects such as corporate governance, industrial outlook,

businesses, new technologies, and innovations. All directors are encouraged to attend seminars or trainings held by the Thai Institute of Directors (IOD) and other reputable institutions to maximize their effectiveness and performance. In addition, the Board and the management jointly hold seminars to disseminate knowledge, experience, and information about technologies directly related to the Company's business. The Board also provides a platform for the executives to exchange experience and useful information about new energy technologies gained from attending seminars among directors. In 2018, the Board of Directors attended seminars and trainings as follow:

Name	Training Course/Seminar	Institution
1. Assoc. Prof. Dr. Naris Chaiyasoot	Advance Audit Committee Program (AACP) Class of 29/2018	Thai Institute of Directors (IOD)
	Knowledge Sharing: BPP Assets Management & Reporting	Banpu Power Public Company Limited
	Knowledge Sharing: BPP Risk Management & Reporting	Banpu Public Company Limited
	Knowledge Sharing: Insurance for Power Business (Assets)	Banpu Power Public Company Limited
2. Mr. Yokporn Tantisawetrat	IT Governance (ITG) Class 7/2018	Thai Institute of Directors (IOD)
	Knowledge Sharing: BPP Assets Management & Reporting	Banpu Power Public Company Limited
	Knowledge Sharing: BPP Risk Management & Reporting	Banpu Public Company Limited
	Knowledge Sharing: Insurance for Power Business (Assets)	Banpu Power Public Company Limited
3. Prof. Dr. Bundhit Eua-Aporn	Knowledge Sharing: BPP Assets Management & Reporting	Banpu Power Public Company Limited
	Knowledge Sharing: BPP Risk Management & Reporting	Banpu Public Company Limited
	Knowledge Sharing: Insurance for Power Business (Assets)	Banpu Power Public Company Limited
4. Mr. Sutee Sukruan	Director Certification Program (DCP) Class 254/2018	Thai Institute of Directors (IOD)

The Board of Directors also holds a joint meeting between independent directors and non-executive directors at least once a year to allow directors to freely express and discuss their opinions on the topics of interest relating to management.

In 2018, the Board organized a "Board Retreat" to provide directors an opportunity to raise issues of interest, and to express opinions or provide recommendations which contribute to collaboration between the Board of Directors and the management and are useful for administrative direction planning and succession planning for senior management.

The Board of Directors requires that the Board itself be subject to a performance evaluation once a year. The Board started the individual director self-assessment in 2017. This duty is entrusted to the Corporate Governance and Nomination Committee.

The Board requires that the three sub-committees conduct their own self-assessment. The assessment forms are provided by the Corporate Governance and Nomination Committee, and each has the same standard. These forms focus on roles and responsibilities corresponding to each Committee's charter. The sub-committees have used the assessment forms as part of their performance report presented to the Board annually since 2017.

2. Audit Committee consists of:

- | | |
|--------------------------------------|---------------------------------|
| 1. Mr. Yokporn Tantisawetrat | Chairman of the Audit Committee |
| 2. Assoc. Prof. Dr. Naris Chaikasoot | Member of the Audit Committee |
| 3. Prof. Dr. Bundhit Eua-Aporn | Member of the Audit Committee |

The Audit Committee's term of office is three years from September 2018 to the date of the Annual General Meeting of Shareholders in 2021. All members of the Audit Committee have expertise, experience and a strong understanding of accounting and finance, and Mr. Yokporn Tantisawetrat is a committee member who has sufficient expertise and experience to review the accuracy and credibility of the Company's financial statements.

The Audit Committee Meeting No. 7/2018 held on 9 November 2018 appointed Ms. Orawan Phunamsarp as Head of Internal Audit and the Secretary to the Audit Committee starting from 1 December 2018. Ms. Orawan Phunamsarp has had professional 15-year experience in internal audit according to international internal audit standards and has a good understanding of the Company's business activities and operations.



Duties and Responsibilities of the Audit Committee

The Audit Committee has a duty to review the Company's financial statements, its adequacy of internal control and risk management systems, and compliance with applicable laws and regulations. The Audit Committee is also required to prepare a report or to give opinions to the Board of Directors for approval or for submission to the shareholders' meeting, as appropriate. (For more information, please visit <https://www.banpupower.com/subcommittees#tabs-1>.)

3. The Corporate Governance and Nomination Committee consists of:

- | | |
|--------------------------------------|---|
| 1. Assoc. Prof. Dr. Naris Chaikasoot | Chairman of the Corporate Governance and Nomination Committee |
| 2. Mr. Chanin Vongkusolkrit | Member of the Corporate Governance and Nomination Committee |
| 3. Mr. Rawi Corsiri | Member of the Corporate Governance and Nomination Committee |

The Corporate Governance and Nomination Committee's term of office is three years from August 2018 to August 2021.



Duties and Responsibilities of the Corporate Governance and Nomination Committee

According to its charter, the Corporate Governance and Nomination Committee has two major duties. Firstly, to review the Corporate Governance Policy and the Code of Conduct, and to monitor compliance with the policy and practices within Banpu's Code of Conduct. Secondly, to nominate directors and the Chief Executive Officer, to monitor a succession plan to nominate appropriate persons to fill the management positions (for Vice President level and higher), and to submit recommendations to the Board of Directors for approval or for submission to the shareholders' meeting, as appropriate. (For more information, please visit <https://www.banpupower.com/subcommittees#tabs-2>.)

4. The Compensation Committee consists of:

- | | |
|--------------------------------|--|
| 1. Prof. Dr. Bundhit Eua-aporn | Chairman of the Compensation Committee |
| 2. Ms. Somruedee Chaimongkol | Member of the Compensation Committee |
| 3. Mr. Metee Auapinyakul | Member of the Compensation Committee |

The Compensation Committee's term of office is three years from August 2018 to August 2021.



Duties and Responsibilities of the Compensation Committee

The Compensation Committee's duty is to provide advice related to compensation management to the Board of Directors for approval or for submission to the shareholders' meeting, as appropriate. (For more information, please visit <https://www.banpupower.com/subcommittees#tabs-3>.)

5. The Management consists of:

- | | |
|------------------------------------|--|
| 1. Mr. Sutee Sukruan | Chief Executive Officer |
| 2. Mr. Praphan Likitwacharapakorn* | Chief Operations Officer |
| 3. Mr. Chairat Chanhom | Senior Vice President - Power Business in China |
| 4. Ms. Bubpachart Meecharoen** | Senior Vice President - Corporate Services and Corporate Secretary |
| 5. Mr. Banchob Kitchpanich | Deputy Chief Executive Officer - Finance |
| 6. Mr. Kathayuth Chupoon | On Secondment as Managing Director - Hongsa Power Company Limited |

Notes: * Mr. Praphan Likitwacharapakorn was appointed as Chief Operations Officer, effective from 1 January 2019.

** Ms. Bubpachart Meecharoen was appointed as Senior Vice President - Power Business in Vietnam, effective from 1 February 2019.



Duties and Authority of Chief Executive Officer

The Board of Directors sets operational goals for the CEO and evaluates his performance annually for the consideration of the CEO's compensation. The CEO then evaluates the performance of executive officers and senior management in light of the goals and evaluation criteria linked closely with the Company's strategic plan and annual operating plan and the CEO's operational goals. This information is used to set appropriate and attractive compensation packages and incentives. (For more information, please see 56-1 Form: CEO's duties and responsibilities.)

6. The Independent Directors, representing 33 percent of the Board, are as follows:

- | | |
|--------------------------------------|----------------------|
| 1. Mr. Yokporn Tantisawetrat | Independent Director |
| 2. Assoc. Prof. Dr. Naris Chaayasoot | Independent Director |
| 3. Prof. Dr. Bundhit Eua-Aporn | Independent Director |

Banpu Power defined the qualifications of "Independent Directors" according to the Notification of the Capital Market Supervisory Board No. TorJor.39/2559, dated 16 November B.E. 2559. (For more information, please see 56-1 Form and the Notification of Capital Market Supervisory Board No. TorJor.39/2559, dated 16 November B.E. 2559.)

7. Company Secretary

The Board of Directors appointed Ms. Bubpachart Meecharoen* as Company Secretary, effective from 1 January 2017, with duties and responsibilities as stipulated in the Securities and Exchange Act (No.5), B.E. 2559, an amendment of the Securities and Exchange Act B.E. 2535. The Company Secretary is responsible for organizing the Board of Directors' meetings and general shareholders' meeting, ensuring compliance with the meetings' resolutions, and advising the Board on rules and regulations to which it must comply. Additionally, the Company Secretary is responsible for preparing and keeping the register of directors, Board meeting invitation letters, Board meeting minutes, Banpu Power Annual Report, invitation letters to attend the shareholders' meeting and records of its minutes, the report on stakeholder analysis by the Board and related issues required by the Securities and Exchange Commission, Thailand; the Capital Market Supervisory Board; and the Stock Exchange of Thailand. (The qualifications of Company Secretary is stated in 56-1 report regarding the details of the Board of Directors and the Management.)

Note: * Ms. Bubpachart Meecharoen was appointed as Senior Vice President - Power Business in Vietnam, effective from 1 February 2019. Ms. Thassanee Passarapark was appointed by the Board of Directors as Company Secretary.

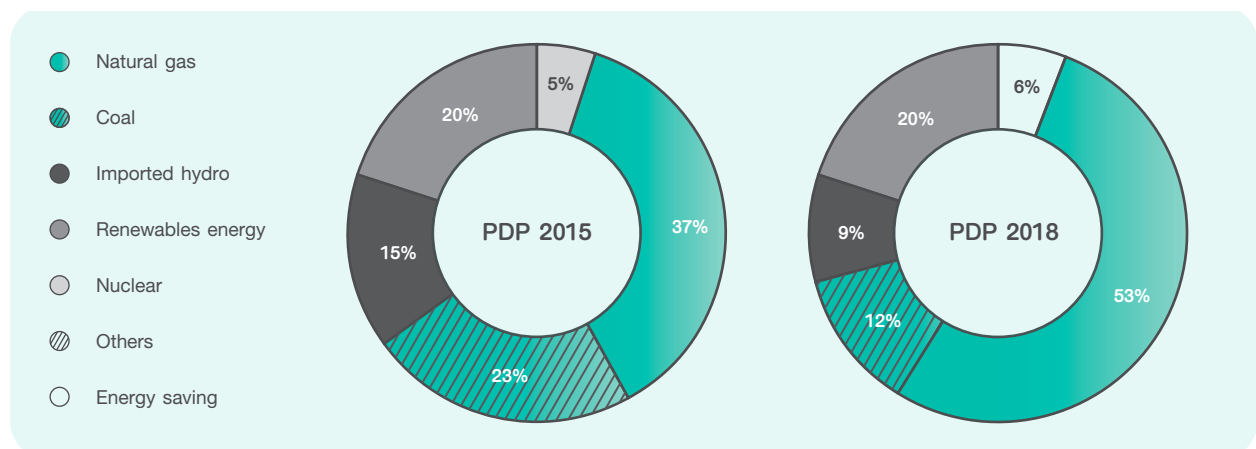
MARKET AND COMPETITION



1. Market and Competition in Thailand

In 2018, Thailand had a total installed generating capacity of 43,275 MW, increasing 2 percent over 2017. The demand hit its peak in May at 28,338 MW, 240 MW or 0.8 percent lower than the peak demand in 2017, which was at 28,578 MW. The Electricity Generating Authority of Thailand (EGAT)'s gross energy generation and purchase in 2018 was at 187,885 GWh, or an 8-percent increase over the previous year, due to incentives to encourage business activities in public and private sectors. Power generation ratio by energy sources are: 58-percent natural gas, 18-percent coal, 3-percent hydro-power, 11-percent imports, 10-percent renewables, and 0.1-percent oil.

The progress of the draft of a new national Power Development Plan (PDP) 2018 – 2037 as of 24 January 2019 is that the Energy Policy and Planning Office (EPPO) approved the draft, and it is currently being proposed to the cabinet for approval. Thailand's power generation ratio by energy resources in 2037 is expected to rely 53 percent on natural gas, reduce coal usage to 12 percent and imported power to 9 percent, which is a significant decrease. In 2037, the total installed generating capacity is expected to be 77,211 MW. The increasing capacity focuses on the renewable and the energy saving plan.



Comparison of the national Power Development Plan 2015 – 2036 of Thailand (PDP 2015) and a new national Power Development Plan 2018 – 2037 of Thailand (PDP 2018)

2. Market and Competition in Lao PDR

Unlike other Southeast Asian countries, Lao PDR's power generation relied solely on hydro-power since the country had no oil and natural gas reserves as well as limited coal reserves. The situation has changed from 2016 with the full operation of all units at the Hongsa Power Plant, the first coal-fired power plant in Lao PDR. Due to coal shortage, there is no further plan for new construction of coal-fired power plant during 2016 – 2020.

In 2018, Lao PDR had 6,700 MW of total installed generating capacity, with 5,800 MW of under construction projects and 5,000 – 6,000 MW of under projects. However, Lao PDR remains the major power exporter in the region. Lao PDR has entered into international power purchase agreements to supply electricity of 9,000 MW to Thailand, 5,000 MW to Vietnam, and 200 MW to Cambodia by 2025 (Source: Department of Energy Business (DEB), October 2017).

3. Market and Competition in the People's Republic of China

The power industry in China has shown growth in power consumption as follows:

	Unit	2018	2017	2016
Growth rate of power consumption in all sectors	%	8.5	6.6	5
Growth rate in generating capacity	%	6.3	7.1	8.2
Total generating capacity	MW	1,906,215	1,793,979	1,677,123

Source : National Energy Administration (NEA) of the People's Republic of China

4. Market and Competition in Japan

The energy industry in Japan has shown growth in power consumption as follows:

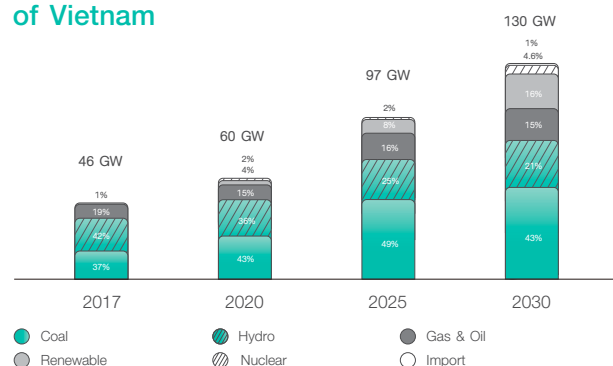
	Unit	2018	2017	2016
Growth rate of power consumption in all sectors	%	1.4	1.7	1.2
Growth rate in generating capacity	%	4.9	2.8	4.9
Total generating capacity	MW	288,957	275,480	268,082

Source : Ministry of Economy, Trade and Industry (METI)

5. Market and Competition in Vietnam

Vietnam's National Power Development Master Plan mentions the increase of the ratio of combined-heat and power (CHP) plants fueled by natural gas and coal which deploy highly efficient technology and emit fewer pollutants. There will also be an increase of renewable portfolio to 22 percent from wind power, solar power, and biofuel.

The Energy Mix under the new PDP of Vietnam



Source : Ministry of Economy, Trade and Industry (METI)

Competitive Strategies

1. Competitive Strategies in Thailand

Banpu Power has 50-percent shareholding in BLP Power Plant, a major power producer who sells electricity directly to Electricity Generating Authority of Thailand (EGAT) with the capacity of 1,434 MW and 97-percent dispatch rate in 2018, reflecting the plant's reliability in electricity generation and ability in operational readiness management.



Competitive Strategies

1. Maintaining Efficiency and Operational Readiness of Power Plants

Banpu Power periodically improves the efficiency of power plants and maintains readiness of equipment according to the maintenance plan to ensure the Availability Factor (AF) and Contracted Available Hours (CAH) in accordance with the power purchase agreement (PPA). In 2018, BLP reported the Equivalent Availability Factor EAF of 89 percent.

2. Seeking Opportunities for Business Expansion

Banpu Power has always been seeking for growth opportunities by aligning the plan to expand domestic power business with the national Power Development Plan for 2018 – 2037 (PDP 2018), which proposes to increase capacity from the Isolated Power Supply (IPS) groups and efficient energy-saving policies. The PDP 2018 will reflect in lower power demand than anticipated while new policy promotes power generation from renewables.

Banpu Power projected that development of new power plants would face higher competition in project bidding and in applying for electricity sale license. Accordingly, the Company has prepared competent and experienced employees from the Business and Project Development Department to monitor the policies of the government and related government agencies and evaluate the Company's competitiveness. This business development team also prepares for the Company's participation in the government's project which allows private investment such as the Eastern Economic Corridor (EEC) and responds to the government's promotion of the business sector's role in the Independent Power Supply (IPS) project, which constitutes up to 14 percent

of the country's total generating capacity. Currently, the Metropolitan Electricity Authority and Provincial Electricity Authority are preparing for law amendment to allow customers to buy electricity directly from the private sector rather than to buy solely from the Electricity Generating Authority of Thailand.



Major Competitors

- The coal-fired power plant which already achieved commercial operation date does not face direct competition with other producers because Banpu Power entered into a long-term power purchase agreement with the Electricity Generating Authority of Thailand.
- Major domestic power producers include Electricity Generating Plc., Ratchaburi Electricity Generating Holding Plc., Global Power Synergy Plc., Glow Energy Plc., B.Grimm Power Plc., and Gulf Power Generation Co., Ltd.
- International power producers and investors

2. Competitive Strategies in the People's Republic of China

Banpu Power's CHP plants and solar power plants in China are considered having higher efficiency than normal power plants and complied with pollution control standard. Hence, they enjoy various supports from the Chinese government namely guaranteed electricity sales to local electricity authorities, sole rights to sell steam and heat in permitted zones, and local government subsidies.



Competitive Strategies

1. Cost and Efficiency Management

In 2018, the Chinese government announced the reduction in traffic and stream price to benchmark level in all provinces. Banpu Power has assessed and anticipated such impact by reflecting in power purchase agreements and adjusted the prices accordingly. For example, the Zouping CHP Plant had agreed to sell steam to customers at a reference price of CNY 125 per tonne, and if there is any change in the coal cost, plus or minus, for every CNY 0.01 per kilocalorie (tax and transportation cost inclusive), the price of steam

can be raised or lowered for CNY 5 per tonne. This risk management on the price fluctuation enabled Banpu Power to lessen the impact from higher fuel cost.

The high global coal price situation effected the domestic prices in China as well as Banpu Power's operating results. However, the Company still maintained its profitability by improving production efficiency and strictly controlling the costs using the inventory management strategy to buy and stock up coal when coal prices decline to be used during coal prices increase. Banpu Power also follow its plan to expand capacity to respond to an increase in steam demand due to local economic growth.

2. Environmental Management

The Chinese government has a strict policy on environment and pollution control which restricts the use of coal as a major fuel in factories. Banpu Power uses highly efficient generation processes which comply with current environmental standards with regular maintenance of all equipment and machineries. It also has a plan to upgrade pollution control equipment to be able to meet future standards. Apart from that, Banpu Power monitors and assesses environmental impacts to ensure that its business operations are in full compliance with environmental laws, rules, and regulations. The Company has considered applying the latest technology called Ultra-Supercritical (USC) technology, High Efficiency, Low Emissions (HELE) technologies, in such new project as the Shanxi Lu Guang Power Plant to minimize environmental impacts to meet international standards. Such technology can trap sulfur dioxide, nitrogen oxide, carbon monoxide, and other pollutants before being released into the atmosphere.

3. High Adaptability and Flexibility

Banpu Power has dedicated team to closely monitor changes in market environment and align with business plan and operations to the market conditions or situations in order to create value from business opportunities as well as mitigate negative impacts. The Company is prompt to adjust the distribution of power, steam, hot and chilled water according to the factors affecting the demand as follows:

- Banpu Power would produce and distribute electricity, steam and hot water at full capacity during winter to respond to the seasonal demand.
- The Zhengding Combined Heat and Power (CHP) Plant would produce chilled water for sales during summer to generate more income and reduce the impacts from the seasonal decrease in electricity sales.

4. Service Quality and Stakeholder Relationship Management

Banpu Power prioritizes the quality of products and services and assures readiness and security in generation and distribution of electricity and steam to respond to customer's needs at all times, especially the distribution of hot steam and water in wintertime, as well as maintaining a good relationship with customers on the basis of mutual trust and benefits. This has earned Banpu Power trust and confidence from customers.

Relationship management with local government agencies and communities is on the basis of mutual benefits by providing basic utility services (electricity and steam) to local communities, building trust and equity as well as lending continued support to community. This has brought Banpu Power acceptance from local government agencies and communities as an exemplary local enterprise. Despite a setback from external factors, the Company still enjoys full support from local governments, for instance, financial subsidies or approval to raise steam prices when coal price increased.

Apart from that, Banpu Power has continuously supported community activities and communicated with communities, leading to a good relationship between the two parties.

5. Seeking Opportunities for Business Expansion and Value Adding Activities

Banpu Power puts greater emphasis more on investment in renewable energy to align with the government's policy to promote renewable energy. The Company also focuses on creating added value by expanding investment into related businesses while considering the costs of different fuels and appropriate technology. For example, the location

of the Luannan CHP Plant is in the urban-industrial area, which gives it a strategic advantage to become a sole distributor of steam. Banpu Power is also considering expanding its customer base to new industrial areas to offer service of the roof-top solar power generation system. Apart from that, the Company is conducting a feasibility study for the development of the Company's existing land to develop the project that integrate biomass power plant with combined heat and power plants.



Major Competitors

- Domestic and international power producers and investors

3. Competitive Strategies in Lao PDR

Banpu Power owns 40 percent of the shares in Hongsa Power Company Limited which operates the Hongsa Power Plant, the only mine-mouth power plant in Lao PDR. The Hongsa Power Plant has a total capacity of 1,878 MW and a total equity-based power generating capacity of 751 MW. The power plant sells the majority of electricity solely to Electricity Generating Authority of Thailand under the Independent Power Producer (IPP) scheme and some of its output to Lao PDR.



Competitive Strategies

1. Operation Efficiency and Readiness Monitoring

The Hongsa Power Plant achieved commercial operation dates of all three production units in 2016, with 100-percent dispatch in 2018. This represents the operational stability and the low operation cost, the two important factors for the two countries' electricity system.

2. Managing Relationship with Local Government Agencies and Communities

Banpu Power places importance on community development by promoting community engagement while improving the quality of life of people in the communities. Such development approach materializes into community development initiatives, for example, infrastructure development (water supply, electricity, and roads), prompt construction of houses

for relocated people in appropriate areas, vocational training and promotion of local employment, contract for project design and equipment procurement.

3. Cost and Efficiency Management

Banpu Power has improved efficiency and capacity readiness of the Hongsa Power Plant in producing and distributing electricity, thus, contributing to the better Equivalent Availability Factor (EAF) than the past year at 87 percent. Moreover, the power plant maintained readiness by stocking equipment parts for maintenance and keeping all equipment in full capacity, which ensures smooth power generation.



Major Competitors

For the coal-fired power plant which already achieved commercial operation date, there is no direct competitors because Banpu Power has the long-term power purchase agreement with the Electricity Generating Authority of Thailand and Électricité du Laos (EDL).

4. Competitive Strategies in Japan

Banpu Power's investment in solar plant projects in Japan has a total installed equity-based capacity of 37.5 MW from fully-operational plants and a 196.2-MW capacity from under-development power plants. The Company's business expansion to Japan started from solar-powered electricity generation together with feasibility study and preparation for assessment of investment and project development opportunities. It focuses on teamwork and human resource management as well as nurturing relationship business partnership to seek significant opportunities for real growth in Japan's renewable energy business. Government's support and investment incentives from financial institutions enable Banpu Power to quickly expand its business in Japan.



Competitive Strategies

1. Capability in Investment Management

Banpu Power has a strategy to collaborate with partners in seeking new investment opportunities as well as managing financial cost by tapping from several sources, especially from domestic financial institutions, to increase the capability and to achieve long-term investment goals.

2. Project Development

Banpu Power closely monitors policy and regulatory changes of the Japanese government related to energy, with a specific team to follow up and study the changes in details as well as impacts on under-development projects to ensure that all projects achieve commercial operation dates as planned.

3. Seeking Opportunities for Business Expansion and Creating Added Value

Since Japan's energy management is governed by clear energy policy, Banpu Power faces low investment risk because retail electricity prices of the Company's solar power plants are guaranteed under the Feed-In Tariff (FIT) scheme.

The Japanese government will announce a measure to reduce purchase price, Banpu Power has thus adapted to change by bootstrapping project management through reduction of construction costs, improvement of major equipment efficiency and seeking long-term financial sources to obtain target return on investment.

Additionally, Banpu Power continually seeks investment opportunities in related businesses by building upon the existing power generation business to create added value, such as energy trading and retail electricity to expand business opportunities with retail customers.



Major Competitors

- Domestic and international power producers and investors

5. Competitive Strategies in Vietnam

Banpu Power has expanded investment in power business into the Socialist Republic of Vietnam since 2016 under an MoU signed with Soc Trang Province People's Committee to carry out a feasibility study of investment in a 200-MW renewable power plant. In 2018, Banpu was awarded an Investment Registration Certificate (IRC) to set up a subsidiary company in Soc Trang, Vietnam. The Company has an experienced team with a good understanding of Vietnam's business environment to drive the existing project to achieve commercial operation date as planned as well as seeking more investment opportunities. The project phase 1 with 80-MW capacity is currently under feasibility study.



Competitive Strategies

1. Managing Relationship with Local Government Agencies and Communities

Banpu Power builds a relationship with local government agencies on the basis of understanding of social and cultural differences. The Company focuses on becoming a mutually responsible partner with government agencies to sustainably engage in local community development by providing continuous support for community activities.

2. Project Development

Banpu Power is fully aware of major factors contributing to an investment decision. That is why the Company always conducts preliminary and feasibility studies of every project. The Company seeks advice from experts in many fields such as engineering consultants, environmental consultants, legal consultants, financial consultants and accounting and taxation consultants in order to accurately evaluate feasibility prior to investment and to ensure compliance with regulations and investment conditions in Vietnam. In addition, the feasibility study helps monitor progress of project development and execution of each construction phase against the plan.

3. Seeking Opportunities for Business Expansion and Creating Added Value

Vietnam has enjoyed continuous growth rate in recent years and is expected to attain 6-7 percent of gross domestic product (GDP) in the next ten years. Such a high growth rate estimated implies an increase in power demand. Additionally, the government has a clear energy management plan to increase the portfolio of power generation from coal and renewable energy sources. Banpu Power has seen these opportunities and decided to leverage its strengths in conventional and renewable power generation and fuel purchase capacity to seek investment opportunities in Vietnam.



Major Competitors

- Domestic and international power producers and investors

REVENUE STRUCTURE

For the previous three years ended 31 December

Banpu Power Public Company Limited and Its Subsidiaries

Products/Services	Conducted by	% of shareholding	2018		2017		2016	
			Revenue	%	Revenue	%	Revenue	%
			(THB Million)		(THB Million)		(THB Million)	
Sales Revenue:								
1. Power	BIC	100.00	2,732.27	43.22	2,870.89	44.72	2,852.83	51.48
	BPPRIC ¹	100.00	714.56	11.30	659.44	10.27	102.75	1.85
2. Steam	BIC	100.00	2,401.54	37.99	2,519.82	39.25	2,237.63	40.38
3. Other Revenue ²	BIC	100.00	473.83	7.49	369.10	5.75	348.44	6.29
Total Sales Revenue			6,322.20	100.00	6,419.25	100.00	5,541.65	100.00
Participating Profit (Loss) from Investment in Associated Companies (Equity Method) ³			4,766.98		3,682.25		3,513.18	
Total Revenues and Share of Profit from Associated Companies			11,089.18		10,101.50		9,054.83	

Notes: ¹ BPPRIC is the 100 percent subsidiary of BPP, invested in Solar power business in China.

² Other revenues primarily comprise of revenue from hot water and cold water as well as subsidies from the Government of China for compliance with environmental standards. In addition to the extent that power and steam tariffs do not sufficiently reflect an increase in coal prices, we may receive subsidies from the Government of China on a case by case basis.

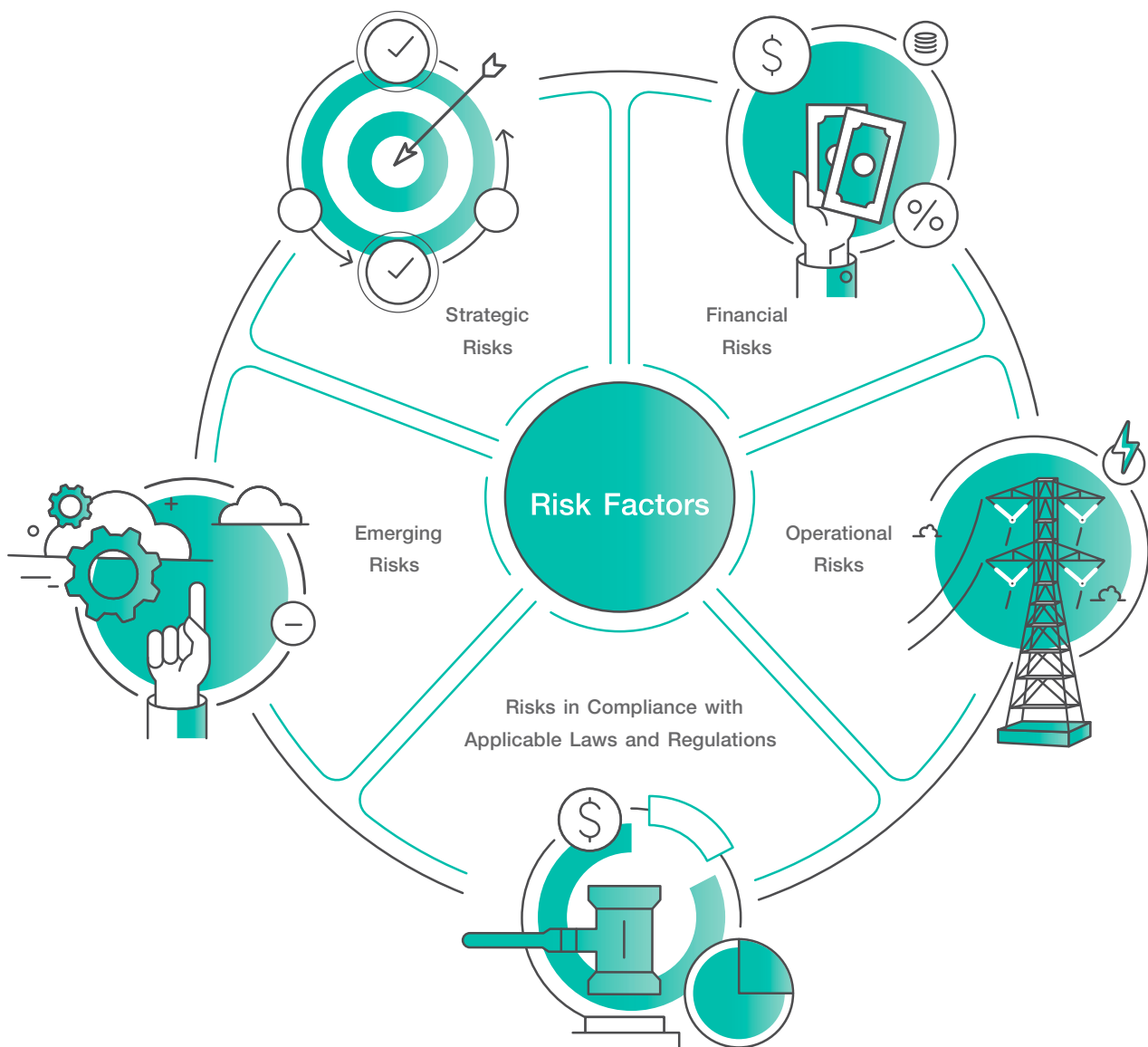
³ The Company did not realize sales revenue from its Joint Ventures of Power Business its shareholding is not more than 50 percent, i.e., BLP Power Plant and Hongsa Power Plant.

RISK MANAGEMENT AND RISK FACTORS

Banpu Power Public Company Limited and its subsidiaries prioritize management of the risks which affect the Company's objectives and goals by reducing risk likelihood or mitigating the possible damages caused in order to gain business opportunities that add value to the Company. Business risk management is under the supervision of all levels of management. In 2018, the Board of Directors appointed the Risk Management Committee to monitor the Company's risk management, and the review of risk management is reported to the Audit Committee and the Board of Directors on a quarterly basis.

Risk Factors

The principal risk factors that might prevent the Company from achieving its goals and sustainable growth, or cause negative impacts on stakeholders in 2018 are as follows:





1. Strategic Risks

1.1 Risk in Strategic Planning and Implementation

In response to the changing economic and energy scenarios coupled with disruptive technology trends as well as the higher expectations of investors and stakeholders, the Company has established systems and processes to manage the risk in strategic planning. It periodically reviews the Company's strategy to revise its vision, direction and business strategy to appropriately respond to change and launch a counteractive plan in preparation for future uncertainties. The meeting is held on a monthly basis to assess the situation, trends, and scenarios based on the comparison of information from credible institutions and sources. The Company also developed forecasting tools that enable a systematic forecast of economic scenarios for accurate business decision making and future planning.

1.2 Risk in Human Resource Management and Development to Facilitate Future Growth

To facilitate future growth, the Company has not only improved the recruiting and personnel development processes but also reviewed the organizational structure and analyzed the workforce and personnel development plans to align with its long-term strategies for future business expansion. Additionally, the Company has implemented a succession plan by developing knowledge and skills of its personnel to prepare them for their future senior management positions. This has been carried out through individual development plan, job rotation, and in-house knowledge sharing activities in order to ensure that its personnel have relevant knowledge and abilities to the Company's business and can drive the sustainable growth for the Company.

1.3 Corporate Reputation Risk

The Company prioritizes the management of corporate reputation and image risk since an unfavorable reputation could have a tremendous and rapid effect whose cost is immeasurable on the Company's prestige and image, in both the short and long terms. The Company accordingly focuses on its sustainable development by carrying out every production process with the utmost care and responsibility to all stakeholders and in compliance with laws and regulations, international standards, the code of conduct and good corporate governance while being

a good corporate citizen in all host countries. It has also engaged in CSR activities focusing on learning and educational development for children and youth, which is considered a foundation to sustainable development of the society and country. Furthermore, the Company has developed effective communication strategies to provide quick and accurate information and create better understanding with stakeholders through many projects, for example, BLCP's projects to promote organic farming at Ban Khot Hin-Khao Phai, marine life breeding, and crab net making; and the Hongsa Power Plant's projects on health monitoring for the local residents and highland agriculture development.

1.4 Risk from Investing in New Businesses

In managing this risk, Banpu Power has strived to ensure that its new investments create total value for the Company no less than that anticipated prior to the acquisition. The Company has set a clear investment process where external experts in each field provide support in a feasibility study and due diligence. Moreover, the Investment Committee, comprising management and experts, carefully considers and provides opinions on new investments regarding their alignment with the Company's growth strategies, return on investment according to the Company's criteria, and investment risk assessment. The Company also focuses on synergistic integration between the Company and the new entities via resource planning, staff capacity development, and appropriate restructuring to facilitate change management, which will ensure smooth investment and sustainable growth and secure investment return according to the strategic plan. In 2018, the Company adapted its strategies in response to the changing energy trends and technologies by effectively balancing conventional and renewable power generation together with deploying highly advanced technologies which are safe and environmentally friendly. The Company's investment strategy is to focus on high-quality power generation assets in the countries where the energy sector has an impressive growth rate, and balanced integration of conventional and renewable power generation. Apart from the existing operations in Thailand, Lao PDR, China and Japan, the Company has prepared and developed a plan to diversify its investments into other countries in Asia-Pacific, particularly in countries which have high growth potentials in energy sector. In 2018, Banpu Power invested in Vietnam, the 5th country it started power generation and distribution business development.



2. Financial Risks

2.1 Risk from Nonfulfillment of Securing Financial Resources as Planned

Banpu Power addresses this risk to ensure sufficient capital at an appropriate ratio to its financial structure and is able to create satisfactory growth according to its investment plan. The Company has devised financial strategy in accordance with the Company's strategic plan and carefully analyzed various scenarios relating to both internal and external sources of funds. The Company emphasizes maintaining good relationships with financial institutions in order to ensure continued access to funding, allowing the Company to efficiently and constantly manage cash flow, while strictly following its agreement with the financial institutions.

2.2 Exchange Rate Risk

The Company has executed a risk mitigation plan to reduce impacts associated with exchange rate fluctuations at both corporate and group levels in Thailand, Lao PDR, China, Japan, and Vietnam. The Company has the policy to create a balance between its foreign-currency assets and liabilities and has adjusted its foreign currency forward contracts based on its anticipated revenues, expenses, and loan payments. Other financial instruments are utilized as appropriate to ensure that the Company can mitigate the adverse impacts of fluctuating exchange rates to an acceptable level.

As of 31 December 2018, the Company's short-term loans from Chinese financial institutions amounted to 183.09 million in Chinese Yuan Renminbi (approximately THB 864.88 million) and 320 million in Thai Baht, which shall be repaid within one year. Banpu Power's subsidiaries in China also received long-term loans without collateral from Chinese financial institutions in the total amount of CNY 308.43.

2.3 Interest Rate Risk

The Company manages interest rate risk by closely monitoring the trends of interest rates in the global markets as well as in Thailand. The Company allocates its debt portfolio, both short and long term contracts, for loans with fixed and floating interest rates corresponding to their types of investments. The Company has chosen financial

instruments to create alternative sources of funding to appropriately manage its financial structure in each country of investment. For example, an interest rate swaps are used to hedge the risks of interest rate fluctuations according to interest rate trends.

As of 31 December 2018, the Company's loans were all floating-rate loans. The actual weighted average interest rate on long-term loans was at 2.87 percent.



3. Operational Risks

3.1 Risks in Coal-Fired Power Business in Thailand

3.1.1 Risk in Power Purchase

BLCP Power Plant (BLCP) is an investment under the Independent Power Producer (IPP) scheme; therefore, the electricity generated is solely supplied to the Electricity Generating Authority of Thailand (EGAT) according to a long-term Power Purchase Agreement (PPA) with EGAT. Accordingly, the risk in power purchase is low, and the price is stable as it is stipulated in the agreement that the electricity price is adjustable to changes in fuel prices, Thai Baht exchange rates, and inflation rate.

3.1.2 Risk in Fuel Supply

Coal is the main fuel source for power generation of BLCP. The power plant entered into a long-term contract to purchase coal from major and reliable suppliers, with clearly specified amount and quality of coal, to ensure sufficient supply for electricity generation in accordance with the PPA signed with EGAT. Thus, the risk associated with coal supply shortage is low. Nevertheless, under certain circumstances, it may be necessary for BLCP to procure coal outside of the said contract. For example, the supplier may be unable to deliver coal as planned due to an event of force majeure. In such cases, BLCP may purchase coal from other suppliers in the coal market. To date, the amount of coal purchased outside of the long-term contract has never exceeded five percent of coal demand each year, which is relatively low and has no significant impact on the performance of the power plant. In addition, BLCP has closely and regularly monitored coal production and coal prices.

3.2 Risks in Coal-Fired Power Business in Lao PDR

3.2.1 Risk in Power Purchase

The Company's investment in Hongsa Power Company Limited (HPC) is under the Independent Power Producer (IPP) scheme with international contracts to both EGAT and Électricité du Laos (EDL); therefore, risk in selling electricity is low. Moreover, electricity price is stable because it was specified in the agreement that price may be adjusted to correspond with changes in fuel prices, Thai Baht exchange rates, and inflation rate.

3.2.2 Risk of Power Plant Operation

The major risk of Banpu Power's business in Lao PDR is that its power plants may fail to achieve its operations as planned, which is potentially caused by machinery and equipment. To manage the risk, the Company closely and carefully monitors the operations, improves system stability, prepares adequate critical spare parts for the power plants, and organizes staff's capacity building, training and knowledge sharing among the companies in its group. In 2018, HPC was able to operate smoothly with higher continuous running hour and higher efficiency than in 2017.

3.2.3 Risk in Fuel Supply

In sourcing its fuel supply, HPC has been granted the license to develop and operate a lignite mine in the concession area as part of project development. Prior to the start of the project, a study was conducted to assess the quantity, quality, production and transportation plan for the coal supplied to the plant throughout the project period. The risk from access to quality coal is thus low, and the cost can be controlled in correspondence with electricity generation plan. Moreover, the Company has maintained coal inventory level at coal stockyard to cope with operational disruptions that may arise, including poor climate conditions, natural disasters, transport delays, accidents, and other factors.

3.3 Risks in Power Business in China

3.3.1 Risk in Power and Steam Purchase

Power business in China encounters higher risk than in Thailand as it is not under a long-term power purchase agreement as in Thailand. Nonetheless, thanks to the Company's highly efficient combined heat and power (CHP) plants, it enjoys support from the government for sole distributor rights to supply

steam and heat in designated areas. The plants have privileges to supply electricity to local electricity authorities, which effectively helps manage the risk. On top of that, there have been changes of relevant rules and regulations in compliance with the new Chinese government's energy efficiency and environmental conservation policies, which affect the Company's power business in China. In response to the policy change, the Company has implemented various risk management measures, such as improving energy efficiency within the plants and controlling environmental impacts. In 2018, Zhengding, a combined heat and power plant, was acknowledged and promoted by the local government as economic combined heat and power plant with clean energy source.

3.3.2 Risk from Coal Price Volatility

Amid uncertainties over the policy on coal business in China, the world largest coal consumer, coal prices continued to rise in 2018. This was primarily driven by China's strict policy on coal mine safety, which forced many coal mines to shut down, the policy to reduce 800 million tonnes of coal production in five years, and the policy to limit coal imports. Coal prices in 2018 increased by three percent over the previous year. The Company has managed this risk by closely monitoring the coal prices and ensuring its purchasing management is in accordance with its operating cost and production plan. The Company also entered into an agreement to sell electricity to some clients by defining the price structure of electricity and steam, which can be adjusted according to the actual fuel costs at that time.

3.3.3 Risk in Construction and Project Management

The Company has addressed the risk in construction and project management by closely monitoring project progress and coordinating with contractors to ensure that the construction works meet the quality standards agreed in the contract. The expansion of Luannan CHP Plant Phase 2 achieved commercial operation date (COD) in November 2018. Moreover, its phase 3, which is under construction, is expected to achieve COD in 2019. Meanwhile, the Shanxi Lu Guang (SLG) Project, in which Banpu Power has a 30-Percent equity is expected to achieve COD by 2019 and mid-2020.

3.3.4 Risk of Grid Curtailment of Solar Power

Generally, solar power providers in China must enter into a purchase agreement with power purchasers in the areas under which the purchasers may deny power purchase at any amount without liability. In 2017 and 2018, the grid curtailment was announced in Shandong province during the Chinese New Year holidays, for six days, which affected Jinshan, Huineng, Hui'en, and Haoyuan projects. This incident was used as a statistical reference for the Company's budget planning and developing an annual maintenance plan for each solar power plant.

3.3.5 The Risk from Delayed Compensation

Solar power business operators in China will receive compensation on the rate announced by the central government after two years of commercial operations. However, in 2018, the Chinese government delayed the compensation. Consequently, the Company has kept up with the news from the Chinese government to evaluate the impact and prepare a response plan for 2019.

3.3.6 Risk from Land Use Permit Application to Local Governments

Permit application procedure in China varies from province to province because of the mismatch between the number of solar power projects and the state human resources. The Company has devised preventive measures for this risk requiring the project sellers to complete permit application procedure prior to receiving installment payments. Besides, the Company has closely monitored project progress through the supervision of local managers.

3.4 Risks in Power Business in Japan

3.4.1 Risks Relating to the Solar Power Plant in Japan

The major factors affecting solar power generation are the intensity of solar radiation and system loss. The Company manages these risks by using statistics of the solar irradiation to estimate the minimum power generation capacity of the solar farm and compare with the actual amount of power output. In addition, the Company deploys high-efficiency technologies for power plants to ensure that system loss is within acceptable limits and carries out continuous maintenance of the power plant.

Natural disasters also affect the Company's solar power plants. For instance, September is the time

of typhoon season. In 2018, Japan was struck by typhoons more frequent than in the previous year, causing the generation capacity to drop. An earthquake in Hokkaido also caused a blackout and halted power transmission from the Mukawa Power Plant. Fortunately, the Company's power generation was not affected because the power plants had been designed to withstand natural disasters.

3.4.2 Risk in Construction and Management of Solar Power Plant Projects

The Company has managed the risks from the construction and management of power plant projects by closely monitoring the projects' progress and constantly coordinating with contractors to ensure that project quality is in accordance with the contractors' agreements. In 2018, two solar farms in Japan achieved commercial operation date (COD) with a total generation capacity of 37 MW (equity capacity of 24.9 MW). By the end of 2018, the Company's total solar capacity in Japan was 58.86 MW (equity capacity of 37.42 MW).

3.5 Occupational Health, Safety and Environmental Risks

3.5.1 Occupational Health and Safety Risks

- Risk factors affecting the Company's business operations nowadays include natural disasters, political unrest, fire incidents, terrorist acts, and epidemics. These factors can disrupt progress and affect all stakeholders. The Company together with its parent company started to integrate Business Continuity Management System (BCM) into the operations in order to properly respond to emergency situations, guarantee continuity in business operations, and minimize adverse impacts. The Company has prepared the necessary resources including information system backup and necessary recovery, emergency operation procedures, communication, and planned regular drills to prepare everyone, both operational staff and the management, for emergencies.
- Banpu Power's business, consisting of conventional power plants, combined heat and power plants and solar power plants, involves the use of power generation equipment, construction, maintenance, and many contractors. This poses risks of accidents at work. Banpu Power adopted Banpu Group's policy and campaigns to promote safety culture. The Company has arranged safety workshops for

safety supervisors, management, and new recruits to educate them on safety before start working. There are also regular reviews, integration of safety practices into business processes, and regular maintenance program for machinery and equipment safety and effectiveness. In 2018, the Company promoted and ran a campaign to inculcate safety culture under the 3-Zero Principles as follows:

- 1) Zero Incident: Preventing and altering unsafe behaviors and work conditions
 - 2) Zero Repeat: Taking all necessary action to address the root causes of any problems in order to prevent a recurrence of incidents
 - 3) Zero Compromise: Strictly adhering to safety rules and standards without compromise
- Apart from that, the Company organized a workshop on corporate safety culture for middle-level and top-level management from its subsidiaries, executives from Banpu Power' power plants in China and Japan and joint-ventures in Thailand and Lao PDR. The workshop provided a platform for brainstorming and consensus-building to promote and strengthen safety culture, focusing on good management system and work environment and well-meant interpersonal relations based on emphatic listening and caring to bring about collective safety. In this workshop, there was a session to brainstorm about the traits a role model executive should have and create in employees and contractors in establishing a safety culture for all.
 - In 2018, BLCP Power Limited, a joint venture of Banpu Power, has continuously implemented the Process Safety Management (PSM) to mitigate safety risks and severity of risk impacts on the production process, focusing on processes that can have a catastrophic impact, such as those relating to hazardous chemicals or fuels. Additionally, campaigns are regularly held to raise safety awareness among the staff ranging from following safety rules, incident reporting, and creating incentives for contractors who carry out safety operations.
 - Hongsa Power Company Limited, a Banpu Power's joint venture in Lao PDR, collaborated with joint partners to improve efficiency and production process. The power plant also has collaboration with the Electricity Generation Authority of Thailand, the expert

in power plant operations and maintenance. Additionally, there is a Stop and Think campaign to promote the value of workplace safety among staff.

- Combined heat and power (CHP) plants in China, namely Luannan, Zhengding, and Zouping, have been in operations for such a long time that there are safety risks because of possible deterioration in machinery and equipment as well as old-timer workers whose work habits may not comply with safety practices. In 2018, the Company continued to improve operations in those power plants by having executives regularly do an on-site safety patrol after the efficiency assessment in the past year. Machinery and equipment were also checked for readiness to improve their efficiency and safety. Furthermore, the Company organized workshops for the management and supervisors to better equip them with the necessary knowledge and understanding of safety best practices.
- Solar power plants in China and Japan are prone to the risks from construction processes, such as ground leveling, transportation and solar panel installation. However, these processes bear low risk of severe accident. Moreover, the Company has set criteria for selecting contractors based on safety policy and procedure. There is internal control to constantly improve safety standard. In the past year, no fatal accident occurred in the Company's solar power plant projects.

3.5.2 Environmental Risks

- **Air Quality Risk:** This risk is found in a common risk for conventional and combined heat and power plants. The quality of air emitted by the plants and the ambiance in the surrounding communities must meet the air quality standards; otherwise, it can be harmful to the communities. The Company is aware of its responsibility for air quality so it established air quality indices, namely sulfur dioxide, nitrogen oxide, and particulate matter. At its power plants in Thailand, Lao PDR, and China, the Company has incorporated various technologies, including Low NOx burners, and circulating fluidized bed (CFB) to reduce sulfur dioxide and nitrogen oxides during combustion. Fly ash is collected by electrostatic precipitators (ESP); sulfur dioxide is removed by flue gas desulphurization (FGD) system, both semi-dry and wet; and nitrogen oxides are reduced by selective non-catalytic reduction

(SNCR), and selective catalytic reduction (SCR). The power plant's smokestacks were also designed to be high enough to dilute pollutants in order to reduce the impact on surrounding communities. A continuous emission monitoring system (CEMS) and air quality monitoring system (AQMS) were installed in surrounding communities to ensure that ambient air quality meets the standards required by law in all air quality indices. In particular, the Company has improved its air treatment system at the power plants in China to meet the much stricter air quality standards and to reduce urban air pollution. In 2018, the Company added more investment of about USD 17 million to regulate emissions within the government standards. In 2018, air quality measured at smokestacks and in the surrounding communities met emission standards and there were no significant complaints about air quality.

- **Water Pollution Risk:** In carrying out its operations, the Company monitors the key indicators of water discharge quality such as temperature and turbidity to meet legal standards. The water quality has been regularly examined by internal assessment and external consultants who collect water samples for analysis and submit a report to regulatory agencies on a regular basis. There are a constant assessment of chemical and fuel tanks and water treatment system as well as an annual emergency drill to respond to chemical spills. In such a situation, the Company shall quickly and effectively mitigate impacts and recover work systems. Apart from that, the Company stresses the importance of water management and conservation to reduce risk from water shortage in the production process. Equipment and operational processes have been improved to reduce water use and maintain the balance of water use in power plants.
- **Risk of Hazardous Wastes:** All business sections of Banpu Power take appropriate measures such as separation of wastes for recycling and waste disposal to ensure the proper management of waste, especially for the hazardous wastes. The Company stresses full compliance with the local laws, and in some cases, it may sell such wastes as used lubricants and automobile batteries to government-authorized buyers for recycling. As for fly ash from coal-fired power generation, the Company sold

it to buyers who recycle it as building material. The Company also separated fly ash according to size in order to meet the market needs and to increase the sales price, or to be recycled as bricks in promotion of community development activities.

- **Risk of Climate Change:** As natural disasters caused by climate change may disrupt business continuity, the Company has prepared for such situations by developing an emergency response plan including an annual emergency drill, and applying a Business Continuity Plan (BCP). Climate change is a global challenge that requires cooperation from all parties to reduce greenhouse gas (GHG) emissions. Following the 21st Conference of the Parties to the United Nations Framework Convention on Climate Change (COP21) in 2015, the participating countries made strong commitments to reduce their own greenhouse gas emissions. This resulted in stricter environmental laws and regulations in many aspects such as quantity and intensity reduction in GHG emissions and improvements of efficiency and replacements of fuel use. In the future, Emission Trading Scheme (ETS) will be implemented, and the Company will need to absorb the cost if it fails to meet emissions standards. To mitigate this risk, the Company set up a special unit to assess and monitor changes in environmental laws both locally and nationally in response to legal changes. Such changes include required modification of boilers to accommodate other fuels, baseline emissions reporting, and reduction of GHG emissions per production unit by 15 percent within 2020 compared to the baseline 2012 levels. These legal changes enabled the Company to invest further in clean energy projects, promoted by the government. In the past year, the Zouping CHP Plant's boilers were modified, making it possible to turn waste gases from customers steel production process into fuel to replace coal. In other power plants, there is a feasibility study on modifying boilers to use other kinds of fuels in place of coal if required by the government in the future. For Shanxi Lu Guang Power Plant, a joint venture project which is under construction, the Company opted for High Efficiency, Low Emissions (HELE) technologies so as to decrease GHG emissions. Furthermore, legal changes

concerning climate change will provide the Company opportunities to acquire more investment licenses in alternative energy projects promoted by the government, such as solar, wind, and hydropower. In 2018, the Company has an installed solar power capacity of 189.6 MW. The Company also has a plan to increase its renewable portfolio to 20 percent of the total capacity by 2025.

- **Risk from Stakeholder's Acceptance:** Since the stakeholders of power plants, who either reside inside or outside of project areas, may have concerns regarding impacts of the power plants, it is necessary for the Company to communicate prompt and accurate information with them. The Company has conducted a Stakeholder Analysis and Engagement at the operational unit level. It was found that the communities surrounding the plants are a significant stakeholder because the power plants have direct impacts on them in economic, social, and environmental aspects as well as the way of life. On the contrary, community resistance may impact the operations of power plants. Therefore, communication and clarification of information to create mutual understanding between the power plant projects and communities are of utmost importance in order to gain their acceptance throughout the project period. A community development unit is set up at all operation levels, and baseline data collection, stakeholder analysis, and a whistleblowing system have been used for the improvement of working process. There are communication channels and procedures for communicating the power plants' performance with the communities via meetings and site visits. These enabled the Company to devise a community development plan which truly responds to the community's needs.



4. Risks in Compliance with Applicable Laws and Regulations

The Company prioritizes legal compliance in all business units to prevent the harmful impact on the Company's business and to build confidence for all stakeholders, particularly the surrounding communities, employees, trading partners, and shareholders. The Company has demonstrated its responsibility to the society and

environment in all host countries to ensure compliance with laws and regulations. It has set up the Internal Audit and Legal Compliance Unit to supervise the Company's compliance with applicable laws and regulations in the countries where it has invested. The Company has also applied a proactive approach to prevent the risk and regularly monitor legal compliance.

4.1 Risks from Regulatory and Policy Changes in the Countries Where the Company Has Invested

As the majority of Banpu Power's assets are operated overseas, there are risks from regulatory and policy changes in particular countries. In 2018, there were significant regulatory and policy changes in China and Japan which mattered to the Company's business operation. The Company mitigated such risks as follows:

China

- On 30 August 2018, the Hebei Provincial Administration Office announced the cut in the standard electricity prices by asking power plants on provincial electricity grid to decrease the benchmark prices used in pricing formula by CNY 0.0568 for power plants connected with the northern grid and by CNY 0.054 for power plants connected with the southern grid. The price cut was effective from 1 September 2018 onward.
- Given the current air quality in China, the government has set air emissions standards for coal-fired power plants, which will become effective in 2021 as follows:
 - 1) Dust emission must not exceed 10 milligrams per cubic meter.
 - 2) Sulfur dioxide (SO₂) must not exceed 35 milligrams per cubic meter.
 - 3) Nitrogen oxide (NOx) must not exceed 50 milligrams per cubic meter.

However, the local governments may apply the new measures when they are ready prior to 2021. Furthermore, the Chinese government limited coal-fired plants' average coal consumption rates at less than 310 grams per kWh, which will be effective from 2021. The Company has added more investment to align its air pollution control with the new standards. It has also improved the efficiency of production process to lower average coal consumption to be less than 310 grams per kWh. Ultra-supercritical technology has been deployed at the Shanxi Lu Guang Power

Plant Project, whose average coal consumption rate is less than 310, and a controlling system was designed to control air pollution emissions to meet the above-mentioned emission standards.

- The Chinese government announced the Management Method on combined heat and power (CHP) Generation to promote a reduction of air pollution and improvement of energy consumption as well as accelerating CHP deployment in the industrial sector. According to the new policy, the Chinese government supports the projects which make use of pressure from HELE technologies for heat generation during the winter. The Company's CHP plants will enjoy privilege for being considered first when applying for the new expansion and will also receive support on the sales price and purchase quantity from local governments.
- The Chinese government announced restrictions on the development of coal-fired power capacity. The capacity has to correlate with power demand, and water resource and environmental conditions must be taken into consideration. The policy commanded closure of old coal power plants that were below standards on efficiency, safety, and quality. The government will disapprove or delay the construction of new coal-fired power plants that do not correlate with power demand. The policy did not have a substantial impact on the Company's operations because its current power plants strictly comply with all safety and environmental standards. In addition, the Company's new power plant project, Shanxi Lu Guang, deploys the advanced ultra-supercritical technology to meet the emission standards.
- In 2015, the Chinese government launched the electricity system reform that commanded electricity grid owners to charge electricity users according to state-determined price and prohibited them from gaining profit from the gap between the buying and selling prices. This policy limits monopolies and increases competition by cutting cost and enhancing quality, resulting in a lower power price that is fair to both corporate and individual customers. The Power Transmission and Distribution Pricing Reforms were initially enforced in 12 provinces, and enforced across the nation by 2018. This policy did not have a negative impact on the Company's power plants in 2017 as the Company had entered into the power purchase agreement. However, after opening up to the free market in 2020, the Company will be able to secure a wholesales contract for the majority of its power capacity and the surplus capacity will be sold to the competitive markets in the form of power tariff and dispatch.
- The Chinese government announced an Instruction on Setting Up Renewable Energy Exploration and Utilization Target Oriented Guidance System in order to promote survey and use of renewable energy in accordance with energy development strategy. The strategy sets the targets for the share of renewable energy sources at 15 percent and 20 percent of total energy consumption in 2020 and 2030, respectively. The announcement may impact the working hours of the Company's coal-fired power plants in the future but its solar power projects in China will benefit from the government support.
- The Chinese government issued a draft document soliciting opinions on a reduction of Feed-In Tariff (FIT) and subsidies for solar power generation from 2017 onward. The new scheme may affect the Company's future revenues in the solar power business. To address this risk, the Company has prepared to reduce project development costs.
- In May 2017, the National Development and Reform Commission (NDRC) and involved ministries jointly announced a clean heating system for winter season in the northern region of China. This is a five-year plan for 2017- 2021 covering 28 northern cities focusing on clean heating with renewable energy sources to replace coal in small-scale steam and hot water generation systems in the northern part of China, which provides only steam and hot water. The heating system in CHP plants as used at the Zhengding Power Plant is a coal-fired central heating system that serves the whole community and is an effective way to balance environmental conservation, cost management to maintain future sustainability for big cities and should eventually be the basic heating system for both urban and rural areas.

- The policy to substitute coal with natural gas in small-scaled steam and hot water generation in local areas is a measure to bring about a clean heating system. Though this measure is not aimed at the centralized heat generation unit in CHP power plants which use coal as a major fuel, the Zhengding Power Plant has been studying the feasibility to switch from coal to natural gas. It was found that in the purchasing cost of natural gas is about two times higher than coal. On the supply side, there is far lesser stock of natural gas due to small reserve. This will burden small-scaled customers with an additional cost if they must use natural gas.

Japan

- On 1 April 2017, the Ministry of Economy, Trade and Industry (METI) announced additional amendments on the reduction of solar power feed-in tariffs. Under-development projects which were granted on-grid transmission dates since 1 September 2017 shall fulfill the Commercial Operation Date (COD) according to the Three-Year Rule starting from 1 April 2017. The projects that failed to achieve COD by 30 March 2020 will face the reduction of solar power purchasing period in corresponding to their delay period.
- On 5 December 2018, METI announced additional amendment on the Feed-in Tariff (FIT) agreements for under-development solar projects with a capacity exceeding 10 KW which meet the following conditions:
 - Projects that were approved by METI from 1 July 2012 to 31 March 2014 and
 - Projects that were not under the requirements of the Three-year Rule with reference to the additional amendment issued on 1 April 2017.

Projects under such conditions will have their FIT lowered to JPY 21 per kWh unless their project development meets the following requirements:

1. Projects whose “construction plans” were approved by the authorities before 5 December 2018 or
2. Projects which commenced construction before 5 December 2018 or whose “construction plans” are approved by the authorities before 30 September 2019 and will commence construction by 31 October 2019.

However, the qualified projects must submit an application for grid connection by 31 August 2019 and get approval by 30 September 2019 to keep the current FIT price. Such projects also need to achieve Commercial Operation Date before 30 September 2020 otherwise their FIT period will commence from 30 September 2020, which means they will suffer a shorter period of FIT agreement due to project delay. The Company has closely monitored the progress of those projects to submit the application for approval in time to be eligible for the exception clause.

- The Japanese government announced the change in the electricity price policy from the FIT method throughout the lifecycle of a power plant project to the bidding method. This might result in a decreased return on investment in new projects that submit an application after 1 April 2017 by the bidding method. Nevertheless, the Company has prepared for this risk by seeking ways to increase competitive advantages such as financial cost-cutting or joint project development with a business alliance.



5. Emerging Risks

Emerging risks are unforeseen or unexperienced risks which can cause adverse effects to the Company. Emerging risks may arise from unexpected future changes such as disruptive energy technology, digital transformation, and climate change, leading to changes in consumer behaviors and laws and regulations, i.e., the 24th Conference of Parties to the United Nations Framework Convention on Climate Change (COP24). The Company managed such risks by collecting information and reporting on events that can become emerging risks from various sources, such as the World Economic Forum, to forecast future scenarios and adapt its strategic plan to accommodate changes. In 2018, the Company adapted its corporate strategy by focusing on renewable energy development through the integration of modern technologies into power generation in order to respond to changes in the global environment, including higher demand for clean energy and increased growth in renewable energy consumption, and digital connection. The Company also started studying the integration of digital solutions technology for predictive maintenance.

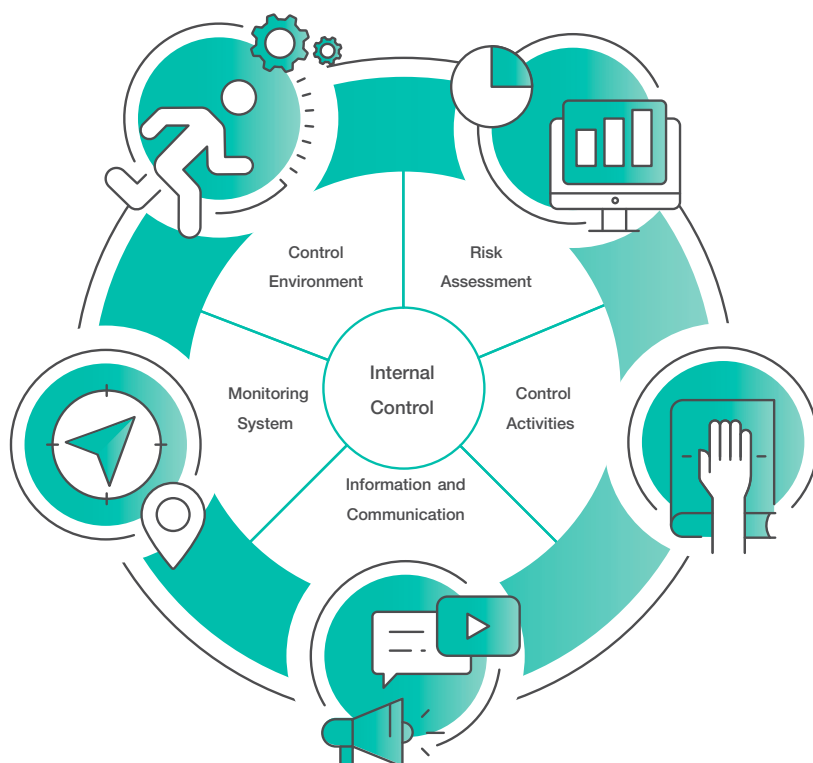
INTERNAL CONTROL

Banpu Power Public Company Limited has always prioritized internal control and risk management, emphasizing sufficiency and appropriateness of internal control in all key business activities in order to achieve business objectives and goals toward sustainable growth. The Board of Directors and executives embrace good governance and transparency in their management with proper checks and balances in the organizational structure, clearly written policies and procedures, an effective risk management system, an adequate internal control system, a safe and efficient communication and data management system, and an appropriate monitoring system.

The Audit Committee works independently on reviewing and assessing the adequacy and appropriateness of the internal control system and the effectiveness of the audit process. The Committee has reviewed the internal control adequacy assessment form prepared by the management before submitting to the Board of Directors for consideration. Furthermore, the Committee oversees the internal control system through the operations of Internal Audit Department and Risk Management Department, which cover Banpu Power's key business activities to ensure their efficiency

and effectiveness as well as compliance with relevant policies, laws, and regulations. The Company also ensures that all related party transactions are transparent, and financial reports and related reports are accurate and reliable, which will enable the Company to achieve its mission and strategies.

The Board of Directors' Meeting held on 26 January 2019 evaluated the adequacy of the internal control system using the assessment form prepared by the management based on the Office of Security Exchange Commission's standard assessment form, which is aligned with international internal control standards of the Committee of Sponsoring Organizations of the Treadway Commission (COSO 2013). The COSO Integrated Framework for Internal Control consists of control environment, risk assessment, control activities, information and communication, and monitoring activities. The overall evaluation indicated that the Company has a sufficient, appropriate, and effective internal control system. The Company's risk management also meets international standards, from the overall of the corporate level to the activity level. This assures that the Company is able to achieve its predefined goals.



Banpu Power's internal control system consists of five key components, which can be summarized as follows:



1. Control Environment

The Company is committed to the promotion of sound, effective and efficient control environment to enhance the opportunity to achieve its business goals. The Company has an appropriate management structure, with a clear chain of command and authorization levels to ensure that management and operations are effectively executed. Well-defined responsibilities in major operating units have been installed to enable checks and balances. Major policies and procedures are regularly updated in response to changes in the internal and external environment.

The Company focuses on achieving standards on recruitment and management of human resources which are aligned to the corporate culture and providing reasonable and appropriate compensation based on performance. The Company also places great importance on staff development to achieve effective operation; therefore, it has created individual development plans, succession plans, and job rotation program. Moreover, in conducting its business, the Company underlines integrity and transparency based on the principles of good corporate governance and the Code of Conduct to ensure that a proper checks and balances system has been in place. A whistleblower channel is established to receive complaints and grievances of corruption. On 5 February 2018, Banpu Power declared its intention to participate in Thailand's Private Sector Collective Action Coalition Against Corruption (CAC). The Company also formulated the Standard Practice Manual for accepting and offering of gifts, hospitality, or other similar forms of benefit to comply with Anti-Corruption Policy.



2. Risk Assessment

The Company puts a high priority on the management of risks from changes caused by both internal and external factors that affect its business activities at various levels ranging from department, business unit, to corporate level. Risk Management Policy was formulated in explicit writing and approved by the Board of Directors. The Risk Management Committee was set up to provide direction of risk management along with supervise and monitor the execution to ensure its efficiency and effectiveness.

The management and all employees collaborate in assessment and monitoring of risks caused by internal and external factors in all aspects, such as strategy, operation, finance, compliance, information technology, and corruption. The assessment also includes the assessment of risk likelihood and impact. The risk management team under the Asset Management Department is assigned to monitor the progress of mitigation plan and measures implemented by Banpu Power, its subsidiaries, and joint ventures. The team is also in charge of reporting information on key risk management to the Risk Management Committee, the Audit Committee and the Board of Directors on a quarterly basis.



3. Control Activities

The Company has been operating its business under an efficient internal control system in which all policies and procedures were explicitly written. It oversees and monitors the operations to ensure compliance with action plans, policies manuals, and practices. There are clear and appropriate segregation of duties, an effective system of checks and balances, a precise delegation of management authority and proper authorization, and Key Performance Indicators (KPI) linked to the Company's goals. The Company safeguards its assets from the misuse for personal purposes and has an appropriate and effective information technology control system. The Company regularly educates its employees on internal control.

Apart from that, the Company has established a clear policy on related party transaction considering it on a similar basis to an arm's length transaction. Thus, the related party transaction shall be done under fair terms and pricing for the maximum benefits of the Company and stakeholders and shall not lead to the transfer of interest.



4. Information and Communication

The Company has developed an effective and secure IT system, data collection, and an Enterprise Reporting System, which is a key data center to provide accurate, complete and reliable information for timely decision-making of the executives and the related staff members. The Company complies with applicable IT laws and has clearly defined and controlled the right to access information. Communication channels include website and email to ensure effective internal and external communication and information exchange. The Company has devised a long-term Banpu Digital Transformation (BDX) plan to integrate digital technology into the work process and an IT general control system to respond to the expansion into new businesses. This is to prepare the Company for Industry 4.0 (the fourth industrial revolution) and Thailand 4.0 policy. In addition, the Company has reorganized its IT infrastructure to become more modern and flexible to respond to technological disruption.

In 2018, the Company conducted Digital Resilience Assessment (DRA) to assess cyber security risks and measure readiness to respond to emerging threats and revised corporate IT Policy to prepare for effective response. The Company also harnessed highly flexible digital technologies such as Cloud Computing to shorten installation time, improve the work system, and reduce IT and maintenance complexity.

Additionally, the Company has established a system to collect and prepare important data to support the Board of Directors' deliberation process with accurate, complete, effective and timely data retrieval. For internal communication, there are various effective communication channels, such as emails, public relations activities, and meetings, to enhance collaboration and concerted efforts to achieve the Company's goals. For external parties, the Company's Investor Relations Department is responsible for information disclosure and communicating with all stakeholders via the provided channels.



5. Monitoring System

The Company has implemented a monitoring system both at the management and operation levels. There are regular reviews and monitoring of performance by supervisors and executives, and executive meetings are held regularly to track the progress against the predefined goals. The Internal Audit Department is responsible for reviewing and assessing the adequacy, efficiency and effectiveness of the Company's internal control system. Banpu Power also hired Banpu Public Company Limited to provide internal audit services according to the Management Service Agreement using a risk-based audit approach. The audit services also include providing a recommendation on the improvement of processes and monitoring the results to ensure appropriate and timely corrective actions. The internal audit reports and follow-up reports are regularly submitted to the management and the Audit Committee.

SUSTAINABLE DEVELOPMENT

Banpu Power Public Company Limited is committed to sustainability in its business operations while optimizing benefits to all stakeholders, including shareholders, customers, competitors, and society. The Company strives to balance between business growth, social and national economic development in tandem with the environmental balance throughout in- and after-processes. In addition, the Company places great importance on corporate governance to achieve a stable growth by adhering to integrity, transparency, and strict compliance with applicable laws in all host countries.

Banpu Power has adopted Sustainable Development Policy and goals from Banpu Public Company Limited, its parent company, and applied them to best fit its power business context. Materiality assessment is taken into consideration in operation planning, determining long-term sustainability targets and indices, and in devising a strategy and good governance for sustainable growth. The Company has adapted to changes and risks and fully complied with applicable laws to achieve sustainable growth. It has developed clear sustainability metrics and set a monitoring and evaluation system to ensure successful implementation of the policy to ensure that it has been put into practice through the following activities, which will enhance competitive edge and create value for all stakeholders.

1. Enhancing Competitive Capacity



• Human Resources Development

Banpu Power is dedicated to the continuous improvement of employee capacity as employees are the critical factor which will drive the Company toward goals with stability and sustainability. The Company respects human rights and fair treatment to all employees without discrimination. Its corporate culture “Banpu Heart,” following the parent company’s corporate culture, consists of three core values: Passionate, Innovative and Committed. The Company also provides its employees with opportunities to learn and fully develop themselves as well as promotes leadership and functional competencies in preparation of strong growth.



• Development of Production Excellence and Corporate Innovation

The Company emphasizes flexibility and efficiency in business processes throughout the supply chain with innovations to ensure continuous and secured power generation that meets quality standards. In the production process, High Efficiency, Low Emissions (HELE) technologies have been deployed and periodically improved. In addition, the Company takes great care of its customers by delivering products that meet their needs and reinforcing customer relationship management while seeking new investment opportunities in renewables such as wind, hydro and solar power. Additionally, Banpu Power promotes knowledge management in the organization by arranging knowledge sharing activities and Innovation Awards Recognition every year for outstanding innovative projects from the operational to the corporate level.

2. Creating Value for Stakeholders



• Corporate Governance

Banpu Power adheres to good corporate governance as stated in its vision and mission and has formulated Corporate Governance Policy and the Code of Conduct to ensure that performance of its directors, management, and employees follows with best practices. Moreover, the Company has publicized Anti-Corruption Policy and activities on its website to announce the intention and communicate to all stakeholders to assure that the company will achieve its business goals and maintain the ethical standard for the maximum benefit of all stakeholders.



• Anti-Corruption

The Company has Anti-Corruption Policy and has set in its Code of Conduct the anti-corruption practices regarding giving and receiving bribery, gifts, and business entertainment. It is prohibited to give or receive any benefit from those with whom the Company is doing business, e.g., trading partners, contractors, suppliers, advisors, government officers, customers, labor unions or any other external parties in any attempt to persuade them to commit a fraudulent action. Executives and staff should refrain from giving gifts or gratuities to, or receiving them from any trading partner or others with whom the Company is doing business. Gifts given or received during festive occasions, e.g., New Year, are excluded from this requirement provided that they have an appropriate value and are not related to any business commitment. Nonetheless, the Company has assigned the committee to decide on the type and value of the gift for third-parties. The receiving registration is set for executives and staff to appropriately distribute the gifts.

Apart from this, the Company has set Whistleblower Policy and protection for whistleblowers as a mechanism for all stakeholders to report wrongdoing or misconduct and guarantees that the reports will be kept confidential. Employees and any individuals can file their complaints by sending a letter to the Secretary of Banpu Power Corporate Governance and Nomination Committee or submit the complaints via https://www.banpupower.co.th/complaints_handling.



• Compliance with Laws and Regulations and Systematic Auditing Process

The Company strictly adheres to the Principles of Corporate Governance and all applicable laws and regulations, including international standards of practice. It has set a procedure to ensure compliance with laws and the Company's policies through various processes, for instance, Corporate Compliance, Internal Audit and Quality Assurance Review (QAR), which is also a mechanism to improve its internal procedure.



• Risk Management

Banpu Power realizes the importance of effective risk management, which enables the Company to rapidly respond to internal and external changes. The Company has adopted Banpu's Risk Management Policy & Manual as a guideline on risk management and adapted into its own risk management policy. The Company has a system to monitor the prevention and management of risks and a report on risk management is submitted to the Audit Committee on a quarterly basis.



• Occupational Health and Safety

The Company places the highest priority on occupational safety owing to the fact that risks and hazards may arise from unsafe working conditions and lack of safety awareness in power plant operations. The Company hence aims to create a safety culture by setting three following goals:

- 1) Zero Incident by preventing and correcting unsafe behaviors or working conditions
- 2) Zero Repeat by identifying and solving the root causes to prevent recurrence of the incidents
- 3) Zero Compromise by strictly conforming to safety standards, rules and regulations



• Environment

The Company aims at creating a balance between business development and environmental preservation. It has set clear practices, which comply with the international standards for an environmental management system, for every production unit. Prior to launching any project, an environmental impact assessment will be conducted to set appropriate measures to prevent and reduce the impact on the environment according to the laws and regulations. The Company emphasizes the use of an integrated approach to reduce or utilize resource consumption, prevent the site from impacts, and handle appropriate environmental management throughout the supply chain. Regarding its production,

the Company has implemented practices to lessen possible environmental impacts according to the environmental impact assessment, and its operating results are periodically reviewed by non-governmental organizations to assure project compliance with standards, laws, and regulations throughout the project life cycle. Additionally, the Company has set a mechanism for environmental risk review to prevent reoccurrence and enable continuous improvement.



• Community and Society

Acceptance from communities and society is the key to development and operations; hence, the Company emphasizes the engagement of local people and the government sector in all operations from a feasibility study phase, operational phase, to the end of the project. A stakeholder analysis was conducted to create sustainable value in all locations where the Company operates. Banpu Power also keeps its commitment to the communities including employment opportunities, infrastructure development, tax payment to support local community development and other activities contributing to sustainable development of the communities and society as its in-process CSR.

Results of the Operations to Drive Sustainability Performance in 2018:

The Company's Sustainable Development Committee was set up, comprising the CEO as the chairperson, all senior executives and heads of business units, to formulate sustainability and other policies as well as to devise strategies and monitor their executions. All measures are put in place to ensure that the Company can fully respond to all stakeholders' concerns while maintaining the competitive edge, properly managing risks, and being able to adapt to change and embracing sustainable growth.

In 2018, Board of Directors reviewed and announced the policies related to sustainable development as follows:



• Sustainable Development Policy

The Company announced the revised Sustainable Development Policy to guide business operations focusing on enhancement of competitiveness and equitable value creation for all stakeholders.



• Environmental Policy

The Company announced an environmental policy which addresses three major areas:

- 1) reduce the impact on the environment,
- 2) improve environmental quality with operational standard and technology, and
- 3) optimize the use of resources.



• Climate Change Policy

Fully aware that its business is responsible for greenhouse gas (GHG) emissions, the Company announced the Climate Change Policy to play a part in easing the climate change problem by cutting down GHG emission. The Company has promoted High Efficiency, Low Emissions technologies and increased its renewable energy portfolio. Apart from that, there have been preparatory measures to get the Company and stakeholders ready to respond to business challenges possibly caused by climate change. Such measures include business continuity management in response to natural disasters and training for communities surrounding power plants about applications of agricultural technology to increase the crop productivity of high-altitude agriculture when facing drought.



• Water Policy

The Company announced a policy on the use of water, an essential raw material for heat and combined-heat power plants. As water use in power plants might impact the community's water resources, the Company emphasizes water management and conservation.



• Occupational Health and Safety Policy

The Company announced an Occupational Health and Safety Policy to guide the implementation of risk management in occupational health and safety, legal compliance, safety awareness, and the acculturation of safety as part of the corporate culture.



• Business Continuity Policy

The Company announced a Business Continuity Policy to prepare for crisis, such as natural disasters or other emergencies. In such situation, the Company shall resume necessary operations to deliver products and services to stakeholders in due time as well as maintain effective internal and external communications.



• Community Development Policy

The Company announced the Community Development Policy as an operational framework with a focus on community participation, respect for human rights, energy conservation, environment preservation and employee's participation in community development.



• Human Rights Policy

The Company announced Human Rights Policy as a framework for engaging stakeholders and involved parties in human rights. There are preventive measures against human rights violation to ensure equal and respectful treatment of employee, stakeholders, indigenous people or vulnerable persons. It has a strict policy against the use of illegal labors.

At its joint-ventures such as the BLCP and Hongsa Power Plants, stakeholder analyses have been conducted and regularly reviewed since the start of the projects to ensure that all plans and their execution exactly and appropriately meet the expectations of the stakeholders in the vicinity. The process of stakeholder analysis is also used as a communication tool to promote community participation and engagement and to elicit such community development needs as the development of vocational skills, entrepreneurship, and healthcare. The Company communicates policies through Boards of Committees and reviews joint venture's performance through monthly meetings and annually with its business partners.





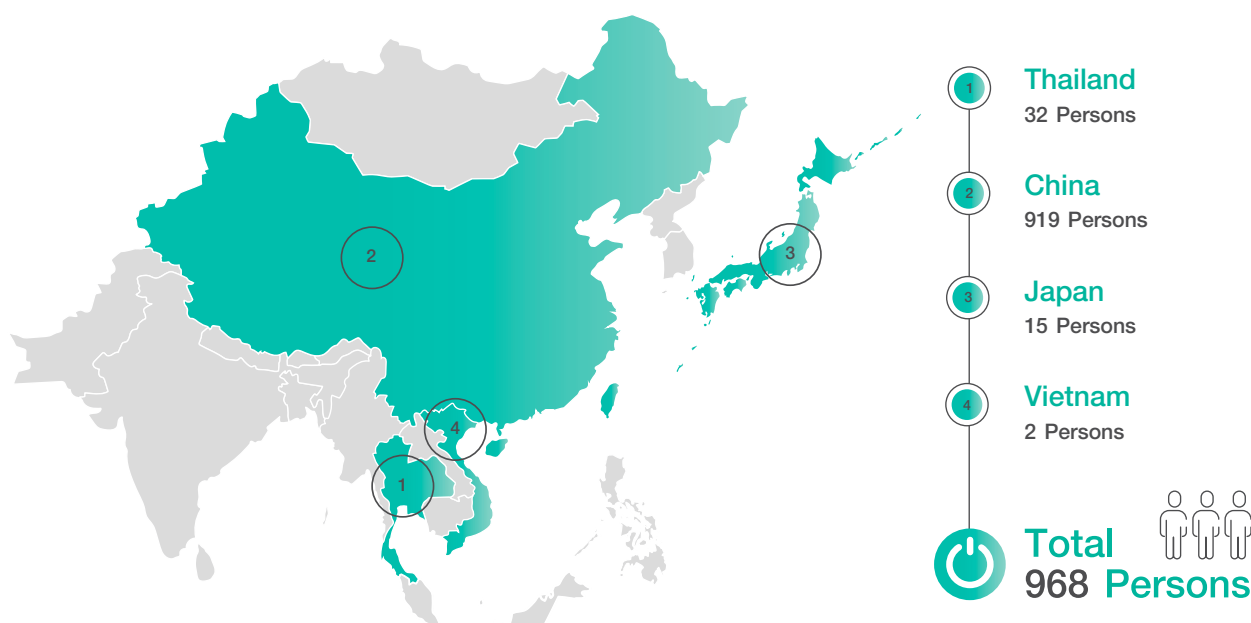
By 2025, Banpu Power targets to achieve a renewable target of 20 percent as a response to climate change risk and government policies, which are major factors causing a change in the power business. In the past year, the Company has continuously expanded its solar power business in China and Japan according to its strategic plan. Apart from that, the Company has always been on the lookout for investment opportunities in renewable sources in the countries with promotion and support from the governments, in response to the rising demand for greener and cleaner energy sources in the future.

In 2018, Banpu Power was honored to have been included in the “Thailand Sustainability Investment” list by the Stock Exchange of Thailand (SET). The list features public companies with outstanding performance on Environmental, Social and Governance (ESG) aspects. This recognition reflects Banpu Power’s sustainability achievement and commitment to succeed in quality assurance reporting on governance, net profit, and shareholder’s equity, supervision of issues relating to public company’s qualifications and prevention of environmental and social impacts.



HUMAN RESOURCE MANAGEMENT

As Banpu Public Company Limited is its major shareholder, Banpu Power Public Company Limited has adopted human resource management policy and corporate culture from Banpu, which is an internationally renowned company with more than 30 years of professionalism. The number of the Company's and its subsidiaries' employees as of 31 December 2018 is as follows:



Banpu Power has always adhered to the three principles of human resource management, namely equitability, performance base, and competency base. In addition, the Company places a top priority on workforce diversity e.g., races, languages, cultures, ages, and work locations to strengthen workforce cooperation and sustainably drive the Company's innovation.

Human Resource Management Approach

In 2018, Banpu Power continued to move forward by joining hands with Banpu Group in fortifying its power business and was always on the lookout for investment opportunities in potential countries to achieve sustainable growth. Accordingly, human resource management needed to be redefined to align with the Company's vision and business expansion direction. The Company stresses capacity strengthening for its employees under "Banpu Working Mobility" allowing Banpu Power people to develop new skills for a diverse working environment. Employees have a clear career path, and they are fully supported for flexible working to respond to emerging trends, for instance, cross-function transfer both in Thailand across countries. Banpu Power has utilized significant strategies in human resource management as follows:

Succession Planning and High Potential Management

To ensure smooth management in response to rapid business expansion, succession planning and high potential management is considered one of Banpu Power's strategies to mobilize sustainable business operations.

In 2018, Banpu Power's CEO and the Succession Plan Committee selected potential successors of critical positions and constantly monitored their development in knowledge and experience when assigned for more challenging duties. The potential successors are also supposed to be exemplary in their conduct by adherence to the corporate culture "Banpu Heart," which is one of the key components of future critical positions.

Banpu Power Leadership Development Program

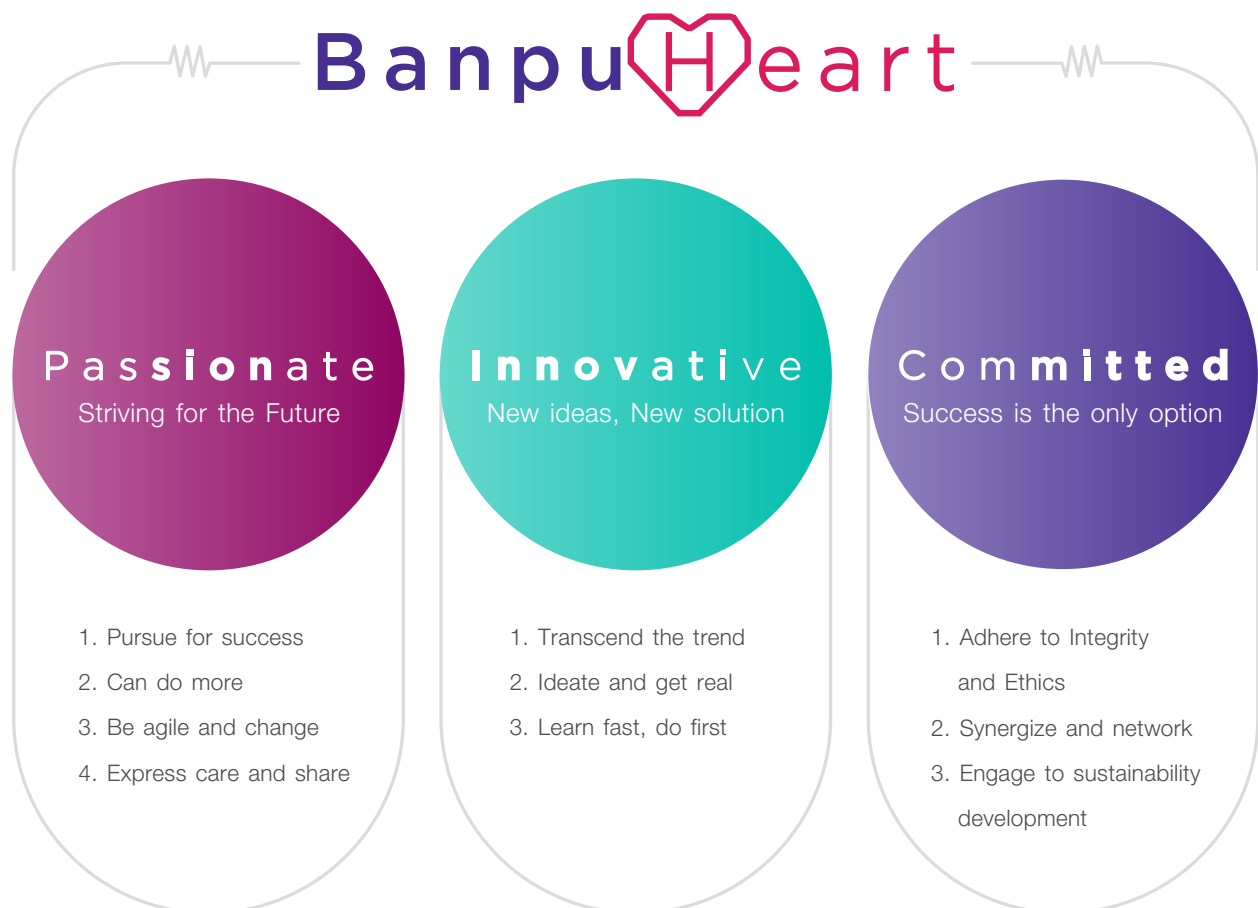
The Company has always prioritized continuous leadership development, a major factor driving business expansion and a long-term competitive edge.

In 2018, Banpu Power developed Leadership Development Program to align with its vision and prepare employees for a new skill set under the concept of digital transformation to elevate employee potential. The Company encourages employees at all levels to attend training programs of a wider variety such as self-development, technical training, short courses in Thailand and abroad, and leadership

program. Apart from this, the Company designed an innovative training program based on Learning Application Project (LAP), which can be efficiently applied to business operations.

Corporate Culture

One of Banpu Power's success stories is that each of its employees has been adhering to the corporate culture "Banpu Spirit" for over 14 years since 2004. In 2018, Banpu Power revitalized "Banpu Spirit" to embrace disruption in a rapidly changing business environment. "Banpu Spirit" was thus transformed to "Banpu Heart," consisting of three shared values: Passionate, Innovative and Committed.



In 2018, Banpu Power organized a wide range of activities to strengthen and foster a clear understanding of the new corporate culture and shared value, which is to be upheld and practiced by all employees in Thailand, China, and Japan. This is hoped to bring about the innovative strategy of behavioral development to propel business sustainability. Additionally, Banpu Power underlines the importance of creativity and transcending trends and technologies

in order to improve work pattern and enhance growth potential with innovations. The Company participated in “Banpu Innovation Convention Year 6”, a joint project annually hosted by Banpu, Banpu Power, and Banpu Group’s companies at Banpu’s headquarters in Thailand. Employees from different countries are encouraged to join the annual event to showcase their innovative ideas in boosting operational efficiency.



CORPORATE GOVERNANCE



Corporate Governance Policy

The Board of Directors is committed to the principles of systematic management and good corporate governance. Accordingly, in 2015 the Board issued the Corporate Governance Policy and the Code of Conduct Handbook in written form, in Thai and English versions, to comply with the regulations of the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC). Aligned with international standard practices, the Policy and Handbook are the complete reference and guidelines for all directors, executives and employees.

In 2015, Banpu Power Public Company Limited started implementing the Whistleblower Policy and whistleblower protection as well as the Anti-Corruption Policy. Later in 2018, the Company announced the Standard Practice Manual for Accepting and Offering of Gifts, Hospitality, or Other Similar Forms of Reward in accordance with the Anti-Corruption Policy. On 5 February, the Company declared its intent to join Thailand's Private Sector Collective Action against Corruption (CAC).

The Company monitored and evaluated the effectiveness of implementation of the Corporate Governance Policy and the Code of Conduct in the organization based on Key Performance Indicator (KPI) and Evaluation of Behavioral Factor using "Integrity" as an indicator. The results, classified according to the employees' level and work location, were satisfying.



Communication of Corporate Governance Policy

Committed to compliance with the Policy and Practices on Corporate Governance and the Code of Conduct, in 2018, the Company set out action plans to promote corporate culture and corporate governance attitudes. The plans aim at educating and raising awareness among employees at all levels about the Corporate Governance Policy and the Code of Conduct through a wide range of activities as follows:

Policy

- Formulation of the Standard Practice Manual for Accepting and Offering of Gifts, Hospitality, or Other Similar Forms of Reward in accordance with the Anti-Corruption Policy
- Revision of Banpu Power Public Company Limited's Board of Directors' Practice 2015 by adding anti-corruption measures in relation to authorities, duties, and responsibilities of the Board of Directors

Training and Communication

- Organizing a training session on corporate governance principles as part of the orientation program for new employees, with knowledge assessment on corporate governance via e-learning system
- Communicating with directors, executives, and employees to raise awareness of anti-corruption practice with the aim of promoting two-way communication between employees and the Company. The employees can report their complaints through a Whistleblower channel which allows anonymous reporting.
- Hosting a knowledge sharing activity on "Action Against Corruption in the Private Sector" for the Board of Directors, executives, and employees
- Organizing the Anti-Corruption Commitment activities by executives and employees
- Continuing the "CG Day" program to raise awareness of employees on ethical business conduct and encourage them to adhere to integrity. In 2018, the "CG Light the way" concept was introduced to disseminate practices on the Anti-Corruption Policy regarding the giving and receiving of gifts, business entertainment, other benefits involving stakeholders, and registration of gifts in the database system, which are duties that the Board members, executives, employees, and subsidiaries need to comprehend and comply with.

Risk Assessment

- Organizing workshops on corruption risk assessment to devise preventive measures against corruption

- Establishing an internal control, risk management and internal audit system which covers such major work systems as procurement and accounting records as well as regular follow-up of on risk management plan



Compliance with Corporate Governance Principles for Publicly Listed Companies

The Stock Exchange of Thailand (SET) issued the Corporate Governance Principles in 2012. Later in 2018, the Office of Securities and Exchange Commission (SEC) issued the Corporate Governance Code (CG Code) 2017 consisting of eight principles. The Board of Directors of Banpu Power has already considered and reviewed the application of the CG Code to the Company's business context. In 2018, Banpu Power continued upholding good corporate governance principles in five sections as follows:

Section 1 Shareholder's Rights

Section 2 Equitable Treatment of Shareholders

Section 3 Roles of Stakeholders

Section 4 Disclosure of Information and Transparency

Section 5 Responsibilities of the Board of Directors

Section 1 Shareholder's Rights

The Board of Directors emphasizes the importance of shareholders' rights and their equality. This has been clearly specified in the Corporate Governance Policy, that shareholders are entitled to receive share certificates, transfer shares and acquire adequate information in a timely fashion, and in a format conducive for decision making. Shareholders are also entitled to attend a meeting, cast their votes at shareholders' meetings to deliberate Banpu Power's important policies, elect and remove directors, approve appointments of auditors, and receive their shares of profit.

At each shareholders' meeting, the Board of Directors facilitates shareholders by providing adequate, clear and comprehensive information in a timely fashion. The Board encourages shareholders to attend the meeting and cast their votes, or to appoint an individual or an independent director as their proxy, to cast votes on their behalf in case they are unable to attend the meeting. In addition, shareholders are allowed to equally express opinions, seek explanations or pose questions.

The Company also informed the SET to notify minority shareholders about the opportunities to propose agenda items to be included in the Annual General Meeting of Shareholders (AGM), and to nominate candidates to be considered for the director positions between 1–30 December 2017. The procedures and methods for considering proposals were clearly stated on the Company's website (<https://www.banpupower.com/agm-detail/all/all/0/5/>). In the 2018 AGM, no shareholder proposed any additional agenda item or nominated candidates for director positions.

The 2018 AGM was convened on April 2, 2018 at 14.00 hours at the Royal Paragon Hall 3, 5th Floor of Siam Paragon Shopping Center, No.991, Rama I Road, Pathumwan, Bangkok 10330. All nine directors attended the meeting. Banpu Power assigned the Thailand Securities Depository Co., Ltd., its share registrar, to send invitation letters to shareholders in advance, as well as posted it on the Company's website at <https://www.banpupower.com/agm-detail/all/all/0/5/>, 30 days prior to the meeting date. The minutes of the 2017 AGM was also posted on the Company's website 14 days after the meeting took place, so that the shareholders could propose amendments if they found the minutes to be inaccurate, within the 30-day period after the minutes were posted.

Section 2 Equitable Treatment of Shareholders

Shareholders' Meeting

The Board of Directors has a policy to engage shareholders in a decision-making process and to ensure that shareholders receive comprehensive and adequate information in a timely manner for such process. As such, the Company sent out an invitation letter for the meeting together with supporting documents for each agenda to shareholders prior to the meeting. Opinions of the Board of Directors also accompany each agenda item. The 2018 AGM was attended by nine directors, including the Chairman of the Audit Committee, the Chairman of the Corporate Governance and Nomination Committee, and the Chairman of the Compensation Committee. High-level executives, the auditor, and independent observers from a law firm also attended the meeting.

The Chairman of the Meeting provides every shareholder an equal opportunity to examine the Company's operations and to present questions in each of the agenda items. The Chairman also encourages shareholders to express their

opinions and make inquiries about the Company's operations.

Site Visits and Information Provided to Shareholders

Banpu Power has regularly arranged for shareholders to visit the Company's operation sites and meet with the executives. 80 shareholders visited the BLCP Power Plant in Rayong Province, Thailand on Monday 11 June 2018.

Section 3 Roles of Stakeholders

Committed to maintaining fairness for all stakeholders, Banpu Power has incorporated policies on stakeholders into the Corporate Governance Policy and promoted collaboration with stakeholders; namely, employees, customers, trading partners, creditors, government agencies, communities where Banpu Power's business is located, and the society at large. Based on such principles, the Code of Conduct provides guidelines for the directors, executives, and employees to follow based on fairness and balanced mutual interests. Important guidelines pertain to conflicts of interest, responsibility to shareholders, and policies and treatment of employees, customers, trading partners, creditors, competitors, and the society at large. It is considered the duty and responsibility that directors, executives, and all employees shall acknowledge, understand, and strictly comply with the guidelines, in order to ensure that all stakeholders are treated fairly and their rights protected.

Since 2015, the Company has had the Whistleblower Policy and protection for complaint filers as a mechanism that allows employees to effectively and responsibly file complaints about corporate governance and business ethics. All complaint information is treated with strict confidentiality. Any employees who have witnessed illicit conducts or other actions infringing on the Company's regulations and code of conduct can report on such acts under full protection. The policy also covers:

- **maintaining the confidentiality** of all complaints to ensure stakeholders that their complaints will be seriously responded, and sincere complaints will not result in any harms to the whistleblowers;
- **right protection for whistleblowers:** The Company shall not unfairly treat whistleblowers who are employees, hired and contract workers by any means, such as position or job or office location transfers, job suspension, threatening, harassment, termination of a work contract, or other unfair treatments.

Regarding the whistleblower channels, employees and the concerned public can send complaint letters to the

Secretary of the Corporate Governance and Nomination Committee of Banpu Power Public Company Limited, 26th Floor, Thanapoom Building, 1550 New Phetchburi Road, Makkasan, Ratchathewi, Bangkok 10400, or https://www.banpupower.com/complaints_handling. In the past year, the Company had not received any complaints.

Apart from the Anti-Corruption Policy, the Company stipulated in the Code of Conduct the standard practices against giving and receiving bribery as well as giving or receiving gifts, gratuities, and business entertainment as detailed below:

Giving and Receiving Bribery

- (1) Executives and staff are prohibited from demanding or receiving any benefit from trading parties, contractors, suppliers, advisors and those with whom the Company is doing business.
- (2) Executives and staff are prohibited from offering any benefit to government officers, customers, labor unions or any other external parties in any attempt to persuade them to commit a fraudulent action.

Gifts, Gratuities, and Business Entertainment

- (1) Executives and staff should refrain from giving gifts or gratuities to, or receiving them from any trading partner or others with whom the Company is doing business. Gifts given or received during festive occasions are excluded from this requirement provided that they have an appropriate value and are not related to any business commitment.
- (2) Executives and staff should refrain from giving or receiving unusually lavish entertainment to or from those with whom the Company is doing business.

In 2018, the Company communicated and made clear to the executives and employees at all business units regarding its Anti-Corruption Policy. It also announced the practices regarding giving and receiving gifts, entertainment, benefits to stakeholders and registration of gifts in the database system, with which directors, executives, employees, and subsidiaries shall strictly comply.

Employees

Recognizing that human capital is a pivotal factor for success, Banpu Power has set in its Code of Conduct, a policy and practices towards employees to ensure fair treatment to employees of all nationalities and languages, including gaining equal access to career opportunity, remunerations, appointments, transfers, capacity-building

and safe working environment for their lives and properties. Apart from that, the Company also stipulated an HR management policy, which consists of:

- 1) **Recruitment & Selection Policy:** The Company strictly complies with local laws, customs, rules, and regulations on recruitment and selection in the countries where the Company has business operations.
- 2) **Compensation Management Policy:** The Company maintains a remuneration policy that is fair to the employees and consistent with the Company's performance both in short and long terms and in all forms of remunerations, including salary, welfare, and other benefits which are linked to the creation of values added for the shareholders in the long run. In order to ensure fairness and competitiveness with the job market, the Company uses an internal standard compensation management system. The Company has set up the Compensation Committee and the Job Evaluation Committee to maintain transparent compensation management. The Company's remuneration structure, regularly informed by consumer index survey and economic conditions, is comparable with those of leading companies and can compete in the job market.
- 3) **Training & Development Policy:** To align with its business strategy and goals, Banpu Power has established a policy to provide training and capacity development of employees at all levels and allocated budget for such activities. Other than to on-the-job training, there are other capacity development activities such as in-house workshops and external trainings, e-learning, and knowledge sharing with executives.

In addition, Banpu Power has put in place adequate and appropriate occupational health, safety and environmental measures to prevent fatality from accidents and workplace injuries and illnesses. Further details are provided under the topic of HR management in this annual report.

Customers

Banpu Power strives to find ways to effectively and efficiently respond to its customers' needs. This has been stipulated as a policy and practices toward customers in the Code of Conduct that it will strictly adhere to promises made with customers. This can be done through delivering quality goods and services that match or are higher than the customer expectations in a fair price, providing accurate and enough information in a timely fashion, strictly observing the terms conditions agreed with the customers,

establishing a grievance process to allow customers to file complaints regarding quality, volume, safety of goods and services and, finally, providing advice on how to effectively use its goods and services for its customer's best interest. As the Company supplies electricity to public sector customers, it is fully aware of the importance of nurturing the relationship with local government agencies on the basis of mutual benefits and building trust with local communities. The Company has been supporting local community activities, and it is thus trusted by local governments and communities as a reliable and stable energy provider. Additionally, the Company underlines its duty to protect customers' confidential information, refrain from exploiting customers' information, and comply with applicable local laws.

Trading Partners/Creditors

Banpu Power has set a policy and practice to equitably and fairly treat its trading partners and/or creditors by taking into consideration the Company's best interests. This meanwhile will be pursued on the basis of mutual benefit of both parties where a conflict of interest shall be avoided and contractual obligations complied with. The Company is required to provide accurate information and report. In addition, the resolution to any problem must be considered based on mutual business relation. The following practices shall be observed:

- (1) The Company shall not demand, receive or pay any improper benefits to its trading partners and/or creditors.
- (2) Should it become known that bribes have been demanded, or payment of any improper benefit has occurred, then full information will be disclosed to the trading partners and/or creditors involved and the Company shall collaborate with the parties concerned to resolve the problem on a fair and timely basis.
- (3) The Company shall strictly comply with all the terms and conditions agreed upon in a transaction. In the event that any particular condition cannot be met, the Company will inform any creditor(s) concerned beforehand and seek a mutually acceptable solution according to the Code of Conduct.

Banpu Power Public Company Limited is a subsidiary of Banpu Public Company Limited, therefore, the Company follows Banpu's procurement policy as well as international standard procurement protocols which comply with the Corporate Governance Policy and the Code of Conduct. The Company also set up the Procurement Committee

to authorize selections of sellers and service providers based on such criteria as product qualities, the scope of services, technical specifications, commercial details and conditions and terms of payment.

Competitors

The Company stipulated a policy and practice on treating competitors in the Code of Conduct in line with international practices and in compliance with the legal framework for business competition. Banpu Power will not fraudulently infringe upon or seek to obtain trade secrets of any competitors. The Company is also committed to fair business conduct by complying with the guidelines indicated in its Code of Conduct. In the past year, Banpu Power had no disputes with competitors.

Community and Society

Banpu Power's policy is to conduct businesses that benefit the economy and the society at large while maintaining a balance between the growth of business and development of the community, the society, and the environment. The Company is also committed to being a good corporate citizen and full compliance with the relevant laws and regulations. Banpu Power is determined in its continuous efforts to improve the quality of society, either through its own initiatives, or the collaboration with the government, the community, or non-governmental organizations.

Communication Channels with Banpu Power

Stakeholders may submit their opinions through the following channels:

Headquarter:	26 th Floor, Thanapoom Building, 1550 New Petchburi Road, Makkasan, Ratchathewi, Bangkok 10400
Telephone:	+66 2007 6000
Fax:	+66 2007 6060
Website:	www.banpupower.com
Company Secretary:	E-mail: bpp_comsec@ banpupower.co.th
Investor Relations:	E-mail: investor_relations@ banpupower.co.th

Section 4 Disclosure of Information and Transparency

Conflict of Interest

Banpu Power underlines the importance of its policy to prohibit directors, executives, and staff from misuse of

position for personal gain. As indicated in the Corporate Governance Policy and the Code of Conduct, directors, executives, and staff are to avoid connected transactions that could lead to a conflict of interest with the Company. If necessary, the transactions are to be carried out at arm's length, and directors, executives or staff having an interest in the transactions must not be involved in the approval process. If any transactions are deemed connected transactions under the SET's and the SEC's notifications, all rules and procedures regarding information disclosure by listed companies for such transactions must be strictly complied with.

The Code of Conduct also states that directors, executives or staff shall be prohibited from either using any opportunity or information acquired from their position for personal benefits, or to compete with the Company or related business, or using insider information to sell or buy shares. If an executive or employee involved in a special project of which the information has not yet been disclosed to the public; or that it is under negotiation where the project's information has to be kept confidential, as it could affect stock prices, the executive or employee is to sign a confidentiality agreement until the information is disclosed to the SET and the SEC.

In 2018, Banpu Power announced the Market Sensitive Information Policy and practices on the management of confidential information which potentially affects the stock exchange. It is the duty of directors, executives, employees, consultants and subsidiary companies to understand and follow the policy and practices as follows:

1. Establish an internal control system to prevent the leak of confidential information.
2. Cultivate a corporate culture of information safety through constant communication to raise awareness of relevant persons of their duty to keep confidential.
3. Limit the number of persons who have access to confidential information based on a need-to-know to basis. Set up an information access control system for contract parties and service persons.
4. Exercise extreme caution in receiving and sending information to and from third parties, being aware of one's duties in using and controlling confidential information.
5. Establish an appropriate information technology and control system.

Disclosure of Information to Investors

The Board of Directors oversees disclosure of both financial and non-financial information relating to the Company's business and operating results information to ensure that the disclosure is complete, accurate, adequate, regular and timely. In addition, the information must reflect the Company's actual performance and its financial status, as well as its business future while strictly complying with the laws, rules, and regulations relating to information disclosure of both the SEC and the SET. Aside from

disclosing information as required by the SET and the SEC, the Company also communicates with shareholders and investors through other channels. The Investor Relations Division directly communicates with shareholders, investors and securities analysts both domestically and abroad, while the Corporate Communications Department disseminates corporate information to shareholders, investors and the public through the local and international press to ensure equitable and timely access to the Company's information for all parties.

In 2018, Banpu Power organized the following activities to disclose information to international investors, institutional investors, retail investors, securities analysts, and press.

No.	Information Disclosure and Presentation	Time(s)
1.	International Road Show	2
2.	Local Road Show	4
3.	Quarterly and annual Analyst Meeting	4
4.	Opportunity Day for listed companies to release quarterly performance to investors	4
5.	Company visits by domestic and international investors	24
6.	Information provision to investors via conference call	15
7.	Interviews with executive officers	10
8.	Press conference on the company's performance	2
9.	Press release on the Company's performance and business strategies	4
10.	Site visits and information provided for shareholders and analysts	1
11.	Exhibition	1

The Company also discloses information and news via the Company's website: www.banpupower.com to ensure equitable and timely access. Interested parties may contact or make inquiries about the Company's information to the Company's Investor Relations by phone: +66 2007 6000, fax: +66 2007 6060, or e-mail: investor_relations@banpupower.co.th.

Section 5 Responsibilities of the Board of Directors

1. Leadership Duties and Responsibilities of the Board of Directors

Banpu Power's Board of Directors specified the Board's duties and responsibilities in "Banpu Power Public Company Limited's Board of Directors' Practice 2015," which was amended in 2018 to comply with changes in duties and responsibilities, business environment changes, rules and regulations and corporate governance practices. The practice describes the composition and criteria for the Board of

Directors' qualifications, independent directors' qualifications, specialization, terms of office and vacancies, authority and responsibilities of the Board as well as meetings and voting procedures.

The Board of Directors has a pivotal role in the formulation of the Company's vision and mission, which are the Company's major goals to achieve sustainable business operation. The Board supervises the Company's operation and monitors its progress toward its predefined goals. The Board annually reviews the strategic plan to ensure that the Company achieve sustainability performance as planned.

The Board appoints and entrusts a CEO with clearly defined authority and responsibilities to take charge of business management, development, and implementation of strategies. The CEO delegates authority to executive officers in business units in Thailand and overseas using a delegation of authority table.

Apart from that, the Board prioritizes business operations that maximize substantial benefits for shareholders and are based on the principles of good corporate governance. Thus, the Board of Directors formulated the Corporate Governance Policy and the Code of Conduct with targets in the Company's vision, mission, ideology, values, principles, and recommendations. Employees are clearly advised about what they should and should not do, about standards of practice that the Company expects and commits to upholding in all operations concerning employees, shareholders, customers, partners, creditors, competitors and society at large.

Banpu Power requires directors, executives and staff to understand and strictly comply with policies and practices stated in the Code of Conduct. All employees must sign an acknowledgment and comply with the Corporate Governance Policy and the Code of Conduct, which are publicized on the Company's website. The Company has carried out activities to inform the staff in Thailand and abroad of the importance of compliance with the Code of Conduct.

Apart from following the practices stipulated in the Code of Conduct, in 2018, the management and employees collaboratively fostered the "Banpu Heart" corporate culture consisting of three shared values namely, Passionate, Innovative and Committed for all levels of employees both in Thailand and abroad.

2. Setting and Monitoring Strategic Framework for Sustainable Development

Based on the guideline suggested by the Board of Directors, the Management is responsible for the formulation and presentation to the Board of business direction, a long-term strategic plan, action plans and budget and annual manpower planning. The Board also shares opinions and discuss with the Management over the business direction and related plans.

In developing the strategic plans and business directions, risk assessment and preparation measures for future

scenarios were carried out to accommodate the rapidly changing business environment. The Board of Directors has approved, in principle, the Company's strategic plan and business directions.

3. Balancing of Power by Non-Executive Directors

The Board of Directors ensures that the proportion of its existing directors is appropriate to the Company's size. Currently, Banpu Power's Board of Directors consists of nine members, namely three executive directors, three non-executive directors, and three independent directors, which accounts for 33 percent of the Board. In the past year, the Corporate Governance and Nomination Committee reconsidered the composition of the Board with regards to the proportion of non-executive directors and independent directors and concluded that the proportion of non-executive directors was appropriate.

4. Consolidation or Separation of Office

The Board of Directors requires that its Chairman and CEO be different persons. Their roles, responsibilities, and authority are clearly separated to achieve a balance between management and good corporate governance.

5. The Board of Directors' Meeting

The Board of Directors convenes at least once a month and the meetings are scheduled in advance for the entire year. Additional meetings may be held if necessary. At the meeting, the agenda is clearly defined. A complete set of supporting documents is sent to the Board of Directors at least seven days in advance of the meeting to allow the Board an opportunity to properly review the agenda before the meeting. During the meeting, all directors may openly voice their opinions. The Chairman of the Board must summarize views and board resolutions. If a director has a significant conflict of interest in any issue, that director must abstain from voting.

Minutes of all the meetings are recorded in written form and after being approved by the Board meeting, every document must be signed by the Chairman of the Board and the Company Secretary. Records of the meetings are kept as hard copies, and scanned electronic files, to facilitate quick reference for directors or related persons. These also include other documents attached with particular agendas. All are kept secure for reference for at least five years with a safeguard system to prevent any alteration and other risks of catastrophe.

Name	Title	Term of Office	Meeting Attendance		
			Ordinary	Special	Total
1. Assoc. Prof. Dr. Naris Chaiyasoot	Chairman/ Independent Director	AGM 2017 – AGM 2020	12/12	0	12/12
2. Mr. Yokporn Tantisawetrat	Independent Director	AGM 2018 – AGM 2021	11/12	0	11/12
3. Prof. Dr. Bundhit Eua-Aporn	Independent Director	AGM 2018 – AGM 2021	10/12	0	10/12
4. Mr. Chanin Vongkusolkrit	Director	April 2016* – AGM 2019	12/12	0	12/12
5. Mr. Metee Auapinyakul	Director	AGM 2018 – AGM 2021	10/12	0	10/12
6. Ms. Somruedee Chaimongkol	Director	AGM 2017 – AGM 2020	12/12	0	12/12
7. Mr. Rawi Corsiri	Director	April 2016* – AGM 2019	12/12	0	12/12
8. Mr. Voravudhi Linananda	Director	April 2016* – AGM 2019	12/12	0	12/12
9. Mr. Sutee Sukruan	Director	1 January 2018 – AGM 2020**	12/12	0	12/12

Notes: * The year 2016 was the beginning of the first term of office for the Board of Directors. According to the Company's rules, in the first and second years after registration as a public limited company, the Directors shall retire from office by drawing lots; and in the third year, Directors who have been longest in office shall retire, namely Mr. Chanin Vongkusolkrit, Mr. Rawi Corsiri, and Mr. Voravudhi Linananda.

** Mr. Sutee Sukruan was appointed to replace Mr. Akaraphong Dayananda as Director who will hold his office only for the remaining term of Mr. Akaraphong Dayananda, from 1 January 2018 to the 2020 Annual General Meeting of Shareholders.

6. The Board of Directors' Report

The Board of Directors is responsible for Banpu Power's and its subsidiaries' consolidated financial statements and the financial information that appears in Banpu Power's Annual Report. The financial statements are prepared under the Generally Accepted Accounting Principles (GAAP) in Thailand where an appropriate accounting policy has been selected and implemented. The Audit Committee and auditors jointly review the accounting policy to ensure it remains practical. While preparing the financial statements, the Board of Directors insists that the working team carefully exercises its discretion and that important information is adequately disclosed in the notes to the financial statements.

The Board entrusted the Audit Committee with a responsibility to oversee the quality of financial statements and the internal control system, and to ensure that any opinions of the Audit Committee on these issues have been included in its report, which is also included in this annual report.

The Board of Directors considered that the financial statements of the Company and its subsidiaries as of 31 December 2018 are accurate, complete, adequate, and reliable.

7. Audit and Internal Control System

The Board of Directors has set up an internal control system that covers all aspects of Banpu Power's business, ranging from finance, accounting, asset management, and operations to legal compliance. The Board makes sure that there are sufficient and effective checks and balances mechanisms to protect stakeholders, shareholders' equities and the Company's assets. The Board ensures the independence of the Internal Audit Department by requiring it to directly report to the Audit Committee to make certain that the system remains an effective mechanism to drive sustainable business growth for Banpu Power. The Internal Audit Department monitors the internal control of operating procedures and critical systems covering all Banpu Power's business units and supporting functions. Moreover, the Department provides advice on the internal control system and risk management to help the Company improve its operating procedures and achieve operational excellence in line with business growth and evolving economy.



Scope of Authority and Responsibilities of the Board of Directors, Sub-Committees and Executive Officers

Authority and responsibilities of the Board of Directors, Sub-Committees and Executive Officers are as follows:

(1) Board of Directors

The Board of Directors consists of nine directors: three independent directors, three executive directors, and three non-executive directors. The Chairman of the Board is an independent director, who can independent views toward the company's operations.

The Board of Directors has responsibilities to oversee the corporate governance of Banpu Power, its subsidiaries, and affiliates as well as to ensure compliance with laws, objectives, regulations, and resolutions of shareholder's meeting. Accordingly, the Board formulated the "Banpu Power Public Company Limited's Board of Directors' Practice 2015, and the first amendment 2018." The Practice covers the topics on composition and criteria of the Board, directors' qualifications, terms of office and retirement of directors, authority and responsibilities of the Board as well as Board meetings and voting procedure.

The Board of Directors has the authority to approve the following actions:

1. The Company's policies, strategic plans, action plans, and annual budget
2. Monthly and quarterly operating results reports compared against the Company's plan, budget and business outlook in the following period of the year
3. Investment in a project worth more than THB 1,500 million.
4. Investment which exceeds the approved budget by 15 percent and costs more than THB 1,000 million
5. Purchase and disposal of assets, acquisitions, and the participation in joint venture projects, which are not conflicting with the SEC's and SET's rules, for an amount that exceeds the CEO's authority.
6. Transactions which could materially affect the company's financial status, liabilities, business strategy and/or reputation
7. Entering into a contract either unrelated to ordinary course of business or related and materially significant
8. Parts of a connected transaction between Banpu Power, its subsidiaries or affiliates and related individuals according to the Securities and Exchange Act.
9. Transactions which may cause the Debt-to-Equity Ratio of the company's consolidated balance sheets to exceed 2:1.
10. Payment of interim dividend
11. Net borrowing which exceeds the amount stated in a budget more than THB 5 billion
12. Changes in policies and practices with material implications to accounting, risk management, and financial reserves
13. Significant changes in the financial and management control system
14. Determination and review of authorization granted to the CEO and Executive Officers (EO)
15. Appointment of a CEO, along with the approval to recruit and employ EOs, a COO and a CFO
16. Approval of salary structure, salary increase budget, other benefits or formula to adjust other benefits of executives and employees
17. Nomination, appointment, and termination of directors and the Company Secretary or the Secretary on the Board of Directors
18. Authorization given to the Chairman of the Board of Directors, CEO or any director, and amendments to such authorization
19. Appointment and delegation of duties of sub-committees
20. Establishing and supervising management on the basis of good corporate governance
21. Appointment of directors or executives as directors of subsidiaries and affiliated companies
22. Registration of a new company and dissolving a company
23. Review of the Company's vision and mission at least once every five years.
24. Directors have a duty to keep corporate information strictly confidential, especially the internal information not to be disclosed to the public or the information that may affect its business or share prices. Directors must follow the following practices:

- In case the information is a report based on an accounting period such as on operating results, financial statements, and an annual report, directors must refrain from trading Banpu Power's shares no less than 30 days prior to the information disclosure to the public.
- In case the information is a report of Banpu Power's action in a particular situation, such as acquisition/disposal of assets, connected transactions, joint venture/cancellation of joint venture, capital increase/capital reduction, issuance of new securities, repurchase of own shares, payment or non-payment of dividend or incidents that affect Banpu Power's share price, directors shall refrain from trading the company's shares from the period he/she learns of the information to the day Banpu Power discloses the information to the public.

Amendment of the Board of Directors' scope of authorization as described in Clause 1 – 24

(2) The Audit Committee

The Audit Committee consists of three independent directors, namely Mr. Yokporn Tantisawetrat, Chairman of the Committee, Assoc. Prof. Dr. Naris Chaiyasoot, and Prof. Dr. Bundhit Eua-aporn. Mr. Yokporn Tantisawetrat has great expertise and experience in financial accounting and economics. The Audit Committee has the responsibility to review the Company's financial statements, the adequacy of the Company's internal control and risk management systems, financial derivatives transactions and commodity hedging, and compliance with relevant laws and regulations. In addition, the committee also selects the Company's auditors and determines remuneration for auditors, reviews connected transactions or transactions which might have a conflict of interest to ensure accuracy, completeness, and transparency, reviews mitigation measures of key risks as well as considers action plans, operating results, budget, and manpower plan of the Internal Audit Office.

In 2018, The Audit Committee convened eight times, all of which were quorate and with all agenda items covered.

(3) The Corporate Governance and Nomination Committee

The Corporate Governance and Nomination Committee consists of three members, namely Assoc. Prof. Dr. Naris Chaiyasoot, Chairman of the Committee and independent director; Mr. Chanin Vongkusolkrit, member and non-executive director; and Mr. Rawi Corsiri, member and non-executive director. According to the Charter of the Corporate Governance and Nomination Committee, the Committee has two major duties.

1. To review the Corporate Governance Policy, and the Code of Conduct, and monitor compliance with the policy and practices within the Code of Conduct.
2. To nominate directors and the Chief Executive Officer, review a succession plan in order to nominate appropriate persons to fill the top executive positions (for department head level and higher) and submit recommendations to the Board of Directors for approval or for submission to the shareholders' meeting on a case-by-case basis.

In addition, the Corporate Governance and Nomination Committee has to recommend the Board of Directors on the appropriate method for the Board evaluation, participates in the evaluation process and follows up on improvements suggested by the evaluation results.

In 2018, the Corporate Governance and Nomination Committee convened three times, all of which were quorate and with all agenda items covered.

(4) The Compensation Committee

The Compensation Committee consists three members; namely Prof. Dr. Bundhit Eua-Aporn, Chairman of the Compensation Committee and independent director, Mr. Metee Auapinyakul, member and non-executive director and Ms. Somruedee Chaimongkol, member and executive director. The Compensation Committee has a duty to provide advice regarding compensation management to the Board of Directors for approval or submission to the shareholders' meeting, on a case-by-case basis

In 2018, the Compensation Committee convened four times, all of which were quorate and with all agenda items covered.



Nomination and Appointment of Directors and Sub-Committee Members and Chief Executive Officer

Nomination of Directors

The Corporate Governance and Nomination Committee shall recommend to the Board of Directors candidates to replace retiring directors or to fill any other vacancy. The nomination process is as follows:

1. A director who has completed his/her term of office is eligible for another re-election by shareholders.
2. To fill any other vacancy, the Corporate Governance and Nomination Committee may ask the Board of Directors to recommend candidates to the Corporate Governance and Nomination Committee.
3. The candidates for directorship in both cases shall be considered according to the set criteria.
4. The candidates shall not possess any prohibited characteristics prescribed by the laws and regulations.
5. The qualified candidate shall be approached to ensure that he/she is willing to be appointed as a director if approved by the AGM.
6. Nomination of the candidate to be approved by the Board of Directors and the AGM.

Nomination of Independent Directors

Banpu Power has defined the qualifications of "Independent Directors" according to the Notification of the Capital Market Supervisory Board No. TorJor. 39/2559 Re: Qualifications of Independent Directors as follows:

1. Holding shares not exceeding one percent of the total number of shares with voting rights of Banpu Power, its parent company, a 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 Banpu Power, its parent company, subsidiary company, associate company, same-level subsidiary company, major shareholder or controlling person,

unless the foregoing status has ended not less than two years prior to the date of filing an application with the Office. Such prohibited characteristic shall not include the case where the independent director used to be a government official or advisor of a government unit which is a major shareholder or controlling person of Banpu Power;

3. Not being a person related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of child, executive, major shareholder, controlling person, or person to be nominated as an executive or controlling person of Banpu Power or its subsidiary company;
4. Neither having nor used to have a business relationship with Banpu Power, its parent company, subsidiary company, associate company, major shareholder or controlling person, in the manner which may interfere with his independent judgment, and neither being nor used to be a significant shareholder or controlling person of any person having a business relationship with Banpu Power, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years prior to the date of filing an application with the SEC.

The term 'business relationship' under the first paragraph shall include any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or granting or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, and any other similar actions, which result in Banpu Power or his counterparty being subject to indebtedness payable to the other party in the amount of three percent or more of the net tangible assets of Banpu Power or THB 20 million or more, whichever is lower. The amount of such indebtedness shall be calculated according to the method for calculation of the value of connected transactions under the Notification of the Capital Market Supervisory Board governing rules on connected transactions mutatis mutandis. The consideration of such indebtedness shall include indebtedness occurred during the period of one year prior to the date on which the business relationship with the person commences;

5. Neither being nor used to be an auditor of Banpu Power, 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 Banpu Power, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years prior to the date of filing an application with the SEC;
6. Neither being nor used to be a provider of any professional services including those as legal advisor or financial advisor who receives service fees exceeding THB 2 million per year from Banpu Power, 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 the foregoing relationship has ended not less than two years prior to the date of filing an application with the SEC;
7. Not being a director appointed as representative of directors of Banpu Power, major shareholder or shareholder who is related to the major shareholder;
8. Not undertaking any business in the same nature and in competition to the business of Banpu Power 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 exceeding one percent 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 Banpu Power or its subsidiary company;
9. Not having any other characteristics which cause the inability to express independent opinions with regard to Banpu Power's business operations.

After being appointed as independent director with the qualifications under 1. to 9. of the first paragraph, the independent director may be assigned by the board of directors to take part in the business decision of Banpu Power, its parent company, subsidiary company, associate company, same-level subsidiary company, major shareholder or controlling person, provided that such decision shall be in the form of collective decision.

In the case where the person appointed by Banpu Power as independent director has or used to have a business relationship or provide professional services exceeding the value specified under 4. or 6. of the first paragraph, Banpu Power shall be granted an exemption from such prohibition only if it has provided the opinion of the company's board of directors indicating that, by taking into account the provision in Section 89/7, the appointment of such person does not affect performing of duty and expressing of independent opinions. The following information shall be disclosed in the notice calling the shareholders meeting under the agenda for the appointment of independent directors:

- 1) The business relationship or professional service which makes such person's qualifications not in compliance with the prescribed rules;
- 2) The reason and the necessity for maintaining or appointing such person as an independent director;
- 3) The opinion of Banpu Power's Board of Directors for proposing the appointment of such person as an independent director.

For the purpose of 5. and 6. of the first paragraph, the term "partner" shall mean a person assigned by an audit firm or a provider of professional service to sign on the audit report or the professional service report (as the case may be) on behalf of such juristic person.

General Rules for Appointing Committee Members of the Company's Sub-Committee:

1. Components and qualifications of the Audit Committee shall comply with the SEC's and SET's rules
2. Chairman of each sub-committee shall be an independent director.
3. Each director shall be a committee member in no more than two sub-committees.
4. Any committee members who belong to two committees shall be the Chairman of only one committee.

General Rules for Nomination of Chief Executive Officer

The Board of Directors entrusts the Corporate Governance and Nomination Committee with the recruitment and nomination of qualified CEO candidate to be approved by the Board based on the following criteria:

1. Qualifications, business knowledge, expertise, and experience of the candidate shall meet the criteria set by the Corporate Governance and Nomination Committee.
2. The CEO and Chairman of the Board of Directors shall not be the same person.
3. There shall be a clear separation of authority and duties between the CEO and Chairman of the Board of Directors in order to create a balance between management and corporate governance.
4. The Board of Directors determines the scope of authority and performance goals of the CEO and assesses the CEO's performance annually.
5. The CEO assesses the performance of the lower-ranked executive officers based on goals and assessment criteria linked to the Company's strategic and annual plans in order to determine appropriate remuneration and incentives.

Rules for Directors Holding Positions in Other Companies

To ensure that directors will be able to dedicate adequate time to perform duties to the Company, it is required that directors not hold positions in more than five listed companies. This is set forth in "Banpu Power Public Company Limited's Board of Directors' Practice 2015, and the first amendment 2018" Section 5.1 Clause (5) General Qualifications of Directors.



Voting Procedure in the Board of Directors' Meeting

The Company set the Board of Directors' meeting and voting procedures as follows, "no less than half of all directors must attend the meeting to form a quorum, and to agree on a resolution there must be no less than two-thirds of all directors." (Banpu Power Public Company Limited's Board of Directors' Practice 2015, and the first amendment 2018).



The Board of Director's Self-Assessment of Performance

The Board of Directors, the sub-committees and individual directors are required to evaluate their own performances, with criteria and evaluation procedures in accordance with the SET's standards. The overall evaluation results are shown below:

The Board of Directors	Average	Evaluation
Board of Directors	4.81 out of 5	Very Good
Sub-Committees	4.79 out of 5	Very Good
Individual Directors	4.81 out of 5	Very Good

The Board acknowledged the evaluation results and suggestions, and directors also exchanged views in the Board of Directors' Meeting on ways to enhance their performance to best benefit the Company.



Corporate Governance of Subsidiaries and Affiliates

The Company has a policy for governance and management of subsidiaries and affiliates (Governance Policy for Subsidiaries) and Delegation of Authorities (DOA) to protect the Company's investment and secure benefits.

In compliance with laws and regulations on securities and the stock exchange, and notifications, rules, order and stipulations of the Office of the Securities and Exchange Commission (SEC), the Capital Market Supervisory Board and the Stock Exchange of Thailand (SET), the Board of Directors of Banpu Power Public Company Limited considered and approved the policies for governance and management of the Company's subsidiaries and affiliates. The Company, its subsidiaries and its affiliates must comply with rules stipulated by the Capital Market Supervisory Board, the office of SEC, and related rules, notifications, and regulations set by the SET. These include the Capital Market Supervisory Board's notification No. TorJor. 28/2551 Re: Application for and Approval of Offer for Sale of Newly Issued Shares (Codified), the Capital Market

Supervisory Board's notification No. TorJor. 21/2551 Re: Rules on Connected Transactions (Codified) and the Securities and Exchange Commission's notification Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions B.E. 2546 and a related notification (codified) (**"Rules on Connected Transactions"**) and the Capital Market Supervisory Board's notification No. TorJor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets, and Securities and Exchange Commission's notification Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposition of Assets B.E. 2547 and the related notification (as amended) (**"Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets"**).

As defined, "subsidiary company" and "affiliate company" mean any subsidiary company or affiliate company that engages in business as stipulated in Clause 18/1, with the total value in compliance with Clause 18 (2) of the Capital Market Supervisory Board No. TorJor. 28/2551 Re: Application for and Approval of Offer for Sale of Newly Issued Shares (Codified) and the SEC's notification No. KorChor. 17/2551 Re: Determination of Definitions in Notifications relating to Issuance and Offer for Sale of Securities (Codified).



Anti-Corruption

The Company has always upheld the principles of good corporate governance in its management, stressing transparency, integrity, accountability. It also underlines effective operations, as well as responsibilities to society, the environment, and all stakeholders. There is a specific department in the organization which has a clear mission to supervise and monitor business operations to make them comply with laws and corporate governance principles.

The Company has had Corporate Governance Policy and Code of Conduct since 2015. In its Code of Conduct, the Company stated practices regarding giving and receiving gifts and business entertainment. There is an Anti-Corruption Policy which is under the supervision of the Corporate Governance and Nomination Committee and the Company Secretary Department. To educate employees

about the Anti-Corruption Policy, communication about anti-corruption is put into orientation and other activities. There is a Complaint Channel through which complaints against corruption are submitted to the Corporate Governance and Nomination Committee and related departments to be responded to accordingly.

In 2015, the Company issued the Whistleblower Policy, which protects whistleblowers and enhances employees' participation in exposing wrongdoings against the organization and other stakeholders. Complaint issues are brought to the Corporate Fraud Management Committee and subsequently submit to top executives for further consideration.

In 2018, the Company formulated practices based on the Anti-Corruption Policy regarding giving and receiving gifts, business entertainment, and other benefits, and amended Banpu Power Public Company Limited's Board of Directors' Practice 2015 by adding anti-corruption measures to the authority and responsibilities of the Board of Directors.

Committed to fighting corruption, on 5 February 2018 the Company declared its intent to join Thailand's Private Sector Collective Action Coalition Against Corruption (CAC) by completing a Self-Assessment Form on 71 core indicators as well as submitting reference materials and working paper under the purview of the Internal Audit Department. The Audit Committee reviewed and endorsed all the materials in the Audit Committee's meeting No. 8/2561 held on 17 December 2018. The Board of Directors approved the Company's application to join Thailand's Private Sector Collective Action Coalition Against Corruption (CAC) in the Board of Directors' meeting No. 1/2562 held on 25 January 2019.



Supervision on the Use of Internal Information

The Company prioritizes information disclosure and transparency, and has thus set a policy on information disclosure and transparency of financial statements and operations in the Company's Corporate Governance Policy. This is to ensure that financial and non-financial information about the businesses and the performance of the Company is disclosed to shareholders, investors, securities analysts, and the general public in an accurate, complete, adequate,

reliable and timely manner. The Board of Directors strives to ensure that laws and regulations regarding information disclosure and transparency are strictly followed.

To monitor the use of the Company's internal information, the Company has put in place preventive measures against leakage of internal information. It is the responsibility of the Company's directors, executives and employees to keep corporate information strictly confidential, especially the internal information not yet disclosed to the public or any data or information that may affect the business of the Company or its share prices. The Directors shall follow guidelines stated in Board of Directors' Practice 2015 and the Code of Conduct as follows:

1. Directors shall not use the information they receive from their directorship or employment for personal benefit or for conducting business or other activities in competition with the Company.
2. Directors shall not use internal information in trading the Company's shares or refrain from disclosing internal information to any third party for the benefit of trading the Company's shares.
3. Business secrets shall not be disclosed to any third party especially to competitors even after the directors or employee has left the Company.

Apart from that, the Company stipulated in the Corporate Governance Policy that directors, executives, and employees must not exploit their relationship with the Company for personal gain, and avoid any transaction related to oneself, which may lead to a conflict of interest with the Company. If necessary, the transaction must be carried out with transparency and fairness at arm's length. Furthermore, directors, executives or staff having an interest in a transaction must not be involved in its approval process. If the transaction is considered a connected transaction under the SET's notification, all rules, regulations, and disclosure of connected transaction information applied to listed companies shall be strictly complied with. Apart from that, the Board of Directors' Code of Conduct has a guideline of practice for directors in case they learn any information not yet disclosed to the public. The Company also notified to suspend securities trading of directors and executives 30 days prior to the financial statement announcement date. Change in securities holding of directors or executives is subject to be reported to the Board of Directors' meeting on a monthly basis.

To develop the control system for the use of internal information, the Company hired Banpu Plc. to install the Information Technology (IT) system to supervise the use of Company information. For example, systems are in place to prevent access to information from the third party and to limit the staff's information access level according to their individual responsibility. The system also prevents unauthorized changes, duplication, or deletion of protected information. In the case where a director, executive or employee participates in a special task using information which has yet to be publicly disclosed, is still under negotiation, or may be subject to internal control given its possible impact on the Company's share prices such director, executive and employee must sign a Confidentiality Agreement with the Company. The Agreement shall remain in effect until the information is disclosed to the public or relevant regulatory authorities.



Use of Auditors Unconnected with the Company's Auditors

In accordance with Clause 18 (6)(b) of the Capital Market Supervisory Board's notification No. TorJor. 28/2551 Re: Application for and Approval of Offer for Sale of Newly Issued Shares, the financial budget of subsidiaries and affiliate companies must be audited and reviewed by (1) Banpu Power's auditors except that such auditors cannot perform auditing in accordance with the laws and regulations in the countries where such company is located, or (2) the local auditors from the audit office that belongs to the same network as the audit office of Banpu Power's auditors. Both audit offices must be full members of a particular network.

Nevertheless, most of the Company's core-business subsidiaries and affiliate companies have appointed auditors of the same network of PricewaterhouseCoopers to be the Company's auditors, except for Banpu Power International Co., Ltd., which was founded in Mauritius as a subholding company that runs combined heat and power plant business in China. The auditors there are the auditors of the KPMG network (KPMG) in Mauritius. The decision was made during the establishment of Banpu Power International Co., Ltd. based on the fact that KPMG's auditing expenses were more reasonable. In addition, the Company's financial budget would not be affected because

the auditors appointed by other subsidiaries including as a subholding company and subsidiaries operating power plant business, were KPMG's. Moreover, KPMG's auditing professionalism and standard is as high as that of the auditing network used by the Company at that time.



Appointment of Auditors and Audit Fees

1. Audit Fees

In 2018, Banpu Power paid the audit fees in the total amount of THB 1,653,750 to PricewaterhouseCoopers ABAS Limited (PwC) and THB 16,580,058 for auditing the Company's and its subsidiaries' annual and quarterly accounts and consolidated financial statements.

In accordance with the standards of information disclosure about persons and enterprises connected with the auditors and the auditing office, it is clarified that those persons and enterprises have no connection with the Company and subsidiaries.

2. Non-Audit Fees

In 2018, the Company had no non-audit fee for other services from PricewaterhouseCoopers ABAS Limited (PwC).



Compliance with Other Corporate Governance Principles

The Board of Directors is committed to maintaining corporate governance to ensure transparent and efficient operations as well as the responsibility to all stakeholders. Banpu Power's Board of Directors is fully aware of its role and duty to comply with the CG Code 2017. The Board has considered and reviewed the application of the principles outlined in the CG Code 2017 to the Company's business context, and summarized the principles the Company did not yet comply with but will further adopt and apply as appropriate, with details and practices as follows:

- All members of the Nomination Committee are independent directors.

The Company's Practice: The Corporate Governance and Nomination Committee currently consists of three members, namely one independent director and two non-executive members. The Chairman of the Committee is an independent director. The Committee is qualified, knowledgeable and competent in corporate governance and nomination. However, the Board of Directors has clearly set in the Charter of the Board about the roles and duties of the members of the Corporate Governance and Nomination Committee, covering all aspects of corporate governance and nomination.

- The Board should appoint an external consultant to facilitate a board evaluation at least once every three years, and evaluation results should be disclosed in the annual report.

The Company's Practice: Banpu Power has annual performance evaluation of the Board of Directors as a whole, evaluation of sub-committees, and individual director self-assessment. The Company started such evaluation in 2017 using the evaluation forms based on the SET's standards. The Corporate Governance and Nomination Committee considered the practice and decided to conduct the internal performance evaluation.

CORPORATE SOCIAL RESPONSIBILITY

The business credo to which Banpu Power Public Company Limited and its subsidiaries have unfailingly adhered since its inception is “an industry will be strong only when it is developed in tandem with social and environmental responsibility.” The Company has always prioritized striking a balance between business growth as well as community and environmental development through its Corporate Social Responsibility (CSR) in- and after-process activities. Besides, the Company underlines community engagement, respect for human rights, energy conservation, environmental preservation and employee engagement in community development.

- The Company ensures that its entire production process is operated with “care and responsibility” to all stakeholders and in compliance with laws and regulations, international standards and good governance as well as being a good corporate citizen wherever it has business operations.
- The Company has developed surrounding communities and society, with an aim to respond to “actual needs of the communities” and to encourage community member engagement and participation in enhancing their quality of life including improving infrastructure and public utilities, promotion of careers and education while preserving the local culture and traditions.
- In addition to community development initiatives, the Company’s CSR activities emphasize the promotion of “education and learning” for children and youths in order to lay a solid foundation for sustainable development of the society and nation.

In 2018, Banpu Power expanded its solar power generation business in Japan, China, and Vietnam in response to renewable or clean energy policies. The Company’s solar power plants not only supply electricity to local industry and communities but also help reduce air pollution, resulting in a cleaner environment in the surrounding communities.

Committed to being a good corporate citizen in all countries where it has business operations, Banpu Power in collaboration with its parent company, Banpu Public Company Limited responded promptly when catastrophic flash flooding hit Attapeu Province, Lao PDR in July 2018. Having been operating a venture in Lao PDR for more than a decade, Banpu Group feels attached to the Lao people. The Group set emergency response teams to brainstorm and plan for immediate assistance for affected people. It also coordinated with the Thai Red Cross in delivering rescue packages to the flood victims while participating in and

donating to fundraising efforts. In addition, the Company has a plan for post-disaster recovery by taking into account the needs of the affected people which is the principle of community and social development it has always upheld.

Social and Environmental Responsibility Activities in the Past Year

China

Banpu Investment (China) Ltd. (BIC), a Chinese subsidiary of Banpu Power Plc., has been promoting and supporting various activities, including social and community development, environmental preservation and investment promotion in the provinces where the Company operates so as to strengthen the relationship between Thailand and China and align social responsibility policy of Banpu Group’s business operations. For instance, in the steam production and distribution business, it is vital to keep the distribution of steam, which is one of the basic public utilities, at optimal performance, especially in such peak season as winter. BIC has thus demonstrated its commitment to social responsibility via its administration to ensure a reliable supply of electricity generated by its three combined heat and power (CHP) plants.

Apart from that, BIC continued its support for neighbouring communities of its power plants through the following activities:

Educational Development

Luannan Power Plant provided CNY 50,000 to Luannan Banpu Special Education School, which is a school for children with disabilities. It is the eleventh consecutive year of BIC’s continued support and donations to school. The school serves more than 100 students with hearing and speech impairment and physical and intellectual disabilities. Other than financial support, Banpu Power also donated school uniforms and personal care items to the children.



Sports Development

Zhengding Power Plant granted CNY 150,000 to the Zhengding National Table Tennis Training Center to support training and competitions of the table tennis athletes from Banpu Fitness Club (formerly Banpu Table Tennis Club). The plant has been supporting the club for over 15 years.



Community Development

In support of the government policy to help low-income and under-developed provinces as well as to perform the duty of a good corporate citizen, Zhengding Power Plant delivered CNY 300,000 to Zhanhuang County for setting up a carton factory which was a project selected by the local government. On the occasion of Double Ninth Festival, which commemorates the elderly people, Hao Yuan Solar Power Plant donated rice and oil for 60 senior citizens aged 70 years and older from Ma Zi Yu Village, a neighboring community of Banpu Power's solar power plant. The Company has donated money to local senior citizens for two consecutive years.



Thailand

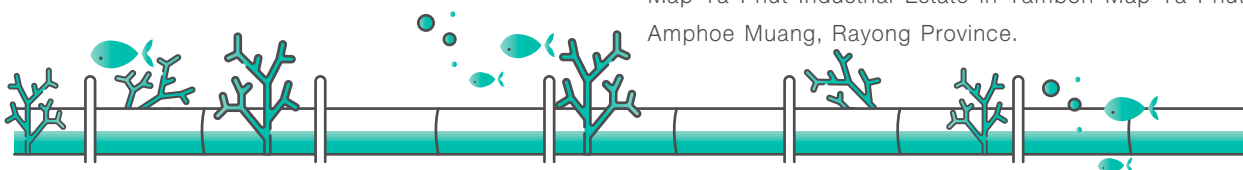
BLCP Power Plant

BLCP Power Limited, a Banpu Power's joint venture which operates BLCP Power Plant in Thailand, has been supporting the activities to promote understanding between the Company, communities and government agencies. The aim is to provide information on operations and environmental quality as well as to listen to suggestions from the public on a quarterly basis. Major activities on social and community development as well as environmental conservation activities in the past years are as follows:

Environmental Conservation

As BLCP Power Plant puts great importance on environmental conservation, it stresses research and development of the most environmental-friendly business operations such as the research and development of bottom ash, and the feasibility study of synthesizing methanol as fuel from the hydrogenation of gas from power production. The latter project has been supported by the Research Institute of Science and Technology of Thailand.

Apart from that, there were projects in 2018 to rehabilitate natural resources in the surrounding areas of the power plant, with the collaboration of the Royal Thai Marine Corps in Rayong, such as rehabilitation of marine ecology and nurturing coral reefs in Koh Saket and Koh Kai Tia areas. There were constructions of check dams in honor of Queen Sirikit, which has been done for the 8th consecutive year in collaboration with other power plants. Other projects include BLCP Mangrove Forest Planting and Mangrove Learning Center at Phra Chedi Klang Nam, and garbage collecting on the beach in collaboration with factories in Map Ta Phut Industrial Estate in Tambon Map Ta Phut, Amphoe Muang, Rayong Province.





Social and Community Development Activities

Since 2017, BLCP Power Plant has provided Khao Phai Small and Micro Community Enterprise fly ash to manufacture the bricks as well as the project for vocational development for small-scaled fisherfolks and BLCP's scholarships for students with good performance, which has been done for the 15th consecutive year. In 2018, the activities encompassed sufficiency organic farming, Vocational Electrical System Engineering Practice College (V-EsEPC) project at Maptaphut Technical College for the academic year 2018, which aimed at producing technicians whose qualifications meet the demand of the industrial sector, the 7th year collaboration with community partnership association and the 13th Pha Pa robe offering ceremony.

in ten years and to raise the average household income in Hongsa above the poverty baseline by 2020. Activities on improvement of people's quality of lives and social development included in 2018 are as follows:

Quality of Life and Social Development

Hongsa Power Plant has improved basic infrastructure in villages surrounding the power plant and in relocated villages. It has also developed high-altitude cultivation areas, livestock farming area, and promoted large livestock farming as a farming area for all farm animals. Na Pung Learning Center was set up to promote alternative vocation for affected villagers by educating them about market forces, starting a cooperative, and monitoring its operating results by village volunteers.



Lao PDR

Hongsa Power Plant

Hongsa Power Company Limited (HPC), a Banpu Power's joint venture which operates Hongsa Power Plant in Lao PDR, has a mission to promote income restoration program for the resettled families to be higher than the rural poverty line within three years, with the targets to raise of 150 percent

Other Social Activities

The Company has continuously maintained a health monitoring system for the people in the surrounding area and joined community activities such as Hongsa annual festive event, and participating in New Year celebration. Moreover, there were voluntary projects to rescue people affected from the flash flood in Nan Province.

BOARD OF DIRECTORS AND MANAGEMENT



1. Assoc. Prof. Dr. Naris Chaiyasoot

Age 64

Position	Appointed Date
Independent Director	4 August 2015
Chairman of the Board of Directors	4 August 2015
Chairman of the Corporate Governance and Nomination Committee	21 August 2015
Member of the Audit Committee	21 August 2015

Education/Training:

- Ph.D. in Economics, University of Hawaii
- M.Econ. (English Program), Thammasat University
- B.Econ. (Hons), Thammasat University
- Advance Audit Committee Program (AACP) #29/2018, IOD
- Chartered Director Class (CDC) #3/2008, IOD
- Director Certification Program (DCP) #82/2006, IOD
- Director Accreditation Program (DAP) #32/2005, IOD
- Finance for Non-Finance Directors (FND) #19/2005, IOD

% of Shares Held:

- Self: -
- Spouse: -

Family Relationship between Director and Management: -

Work Experience in the Last Five Years:

- 2015 – present Independent Director/Chairman/Chairman of the Corporate Governance and Nomination Committee/Member of the Audit Committee, Banpu Power Public Co., Ltd.
- 2016 – present Chairman, AP (Thailand) Public Co., Ltd.
- 2013 – present Chairman of the Audit Committee/Independent Director/Member of the Nomination and Compensation, GMM Grammy Public Co., Ltd.
- 2012 – 2018 Director/Chairman of the Audit Committee, Fortune Part Industry Public Co., Ltd.
- 2014 – 2015 Director Bangkok Commercial Asset, Management Co., Ltd.
- 2014 – 2015 Chairman, Export - Import Bank of Thailand
- 2011 – 2015 Chairman, Dhanarak Asset Development Co., Ltd.
- 2010 – 2015 Chairman, Deposit Protection Agency



2. Mr. Yokporn Tantisawetrat

Age 64

Position	Appointed Date
Independent Director	4 August 2015
Chairman of the Audit Committee	21 August 2015

Education/Training:

- M.Econ., Thammasat University
- B.Econ., Chulalongkorn University
- Director Accreditation Program (DAP) Class 66/2007, IOD
- Director Certification Program (DCP) Class 229/2016, IOD
- Advanced Audit Committee Program (AACP) Class 25/2017, IOD
- IT Governance (ITG) Class 7/2018, IOD
- Advanced Bank Management Program, The Wharton School
- Advanced Management Program (AMP), Harvard Business School
- National Defence Program, National Defence College (2003)

% of Shares Held:

- Self: 0.002%
- Spouse: -

Family Relationship between Director and Management: -

Work Experience in the Last Five Years:

- 2015 – present Independent Director/Chairman of the Audit Committee, Banpu Power Public Co., Ltd.
- 2017 – present Independent Director, AP (Thailand) Public Co., Ltd.
- 2016 – present Expert Member/Chairman of the Audit Committee, Securities and Exchange Commission
- 2015 – present Director, TMB Bank Public Co., Ltd.
- 2017 – present Director, Kirloskar Brothers (Thailand) Limited
- 2006 – 2015 Vice President of Risk Management, Siam Commercial Bank Public Co., Ltd.
- 2008 – 2015 Director, SCB Securities Co., Ltd.
- 2011 – 2015 Director, Vinasiam Bank



3. Prof. Dr. Bundhit Eua-aporn

Age 54

Position	Appointed Date
Independent Director	4 August 2015
Chairman of the Compensation Committee	21 August 2015
Member of the Audit Committee	21 August 2015

Education/Training:

- Ph.D. in Engineering, Imperial College of Science Technology and Medicine, U.K.
- M.Eng., Chulalongkorn University
- B.Eng., Chulalongkorn University
- Director Certification Program (DCP) Class 110/2008, IOD
- Executive Program in Energy Literacy for a Sustainable Future Program, Class 6/2015, Thailand Energy Academy
- Bhumipalung Phandin Program Class 3/2014
- Temasek Foundation-NUS Program for Leadership in University Management (2012)

% of Shares Held:

- Self: 0.003%
- Spouse: -

Family Relationship between Director and Management: -

Work Experience in the Last Five Years:

- 2015 – present Independent Director/Chairman of the Compensation Committee/Member of the Audit Committee, Banpu Power Public Co., Ltd.
- 2017 – present Independent Director/Chairman of the Nomination Committee, PTT Exploration and Production Public Co., Ltd.
- 2016 – present President, Chulalongkorn University
- Aug – Sep 2017 Director, The National Energy Reform Committee, Thailand's National Reform Council
- 2015 – 2016 Expert Member of the Board of Directors, Thailand Institute of Scientific and Technological Research
- 2013 – 2016 Dean, Faculty of Engineering, Chulalongkorn University
- 22007 – 2013 Director, Energy Research Institute, Chulalongkorn University



4. Mr. Chanin Vongkusolkrit

Age 66

Position	Appointed Date
Director	12 December 1996
Member of the Corporate Governance and Nomination Committee	21 August 2015

Education/Training:

- M.B.A. (Finance), St. Louis University, Missouri, U.S.A.
- B.Econ., Thammasat University
- DCP Refresher Course Class 3/2006, IOD
- Director Certification Program (DCP) Class 20/2002, IOD
- TLCA Leadership Development Program (LDP) – Enhancing Competitiveness Class 0/2012, Thai Listed Companies Association

% of Shares Held:

- Self: 0.049%
- Spouse: 0.011%

Family Relationship between Director and Management: -

Work Experience in the Last Five Years:

- 1996 – present Director, Banpu Power Public Co., Ltd.*
- 2015 – present Member of the Corporate Governance and Nomination Committee, Banpu Power Public Co., Ltd.*
- 2016 – present Chairman, Banpu Public Co., Ltd.
- 1983 – present Director, Banpu Public Co., Ltd.
- 2015 – 2016 Senior Executive Officer, Banpu Public Co., Ltd.
- 1983 – Apr 2015 Chief Executive Officer, Banpu Public Co., Ltd.
- 2016 – 2018 Expert Member, Securities and Exchange Commission
- 2015 – 2018 Chairman of the Working Committee, The Working Committee for Sustainability Development of Listed Companies - Securities and Exchange Commission
- 2013 – present Chief Advisor to the President, Thai Listed Companies Association
- 1983 – present Director, Mitr Phol Sugar Corporation
- 2018 – present Chairman, The Erawan Group Public Co., Ltd.
- 2004 – present Director, The Erawan Group Public Co., Ltd.
- 2016 – present Member of the Faculty Board, Faculty of Architecture and Planning, Thammasat University
- 2015 – present Director, Thailand's Private Sector Collective Action Coalition Against Corruption (CAC)
- 2012 – present Member of the Faculty Board, Faculty of Economics, Thammasat University
- 2008 – present Director, The Foundation for Better Life

* The Company was registered as a public company on 10 September 2015.



5. Mr. Metee Auapinyakul

Age 65

Position	Appointed Date
Director	22 May 2015
Member of the Compensation Committee	21 August 2015

Education/Training:

- Doctor of Business, Engineering and Technology, St. Louis University, Missouri, U.S.A.
- Infrastructure for the Market Economy, John F. Kennedy School of Government, Harvard University, Boston, U.S.A.
- B.S.C. (Management), St. Louis University, Missouri, U.S.A.
- National Defence College (Class 377) #7
- Diploma, National Defence College, The Joint State - Private Sector Course Class #1
- Director Certification Program (DCP) Class 61/2005, IOD

% of Shares Held:

- Self: 0.014%
- Spouse: 0.001%

Family Relationship between Director and Management: -

Work Experience in the Last Five Years:

- 2015 – present Director/Member of the Compensation Committee, Banpu Power Public Co., Ltd.
- 1983 – present Director, Banpu Public Co., Ltd.
- 2014 – present Advisor, Banpu Public Co., Ltd.
- 1983 – 2013 Executive Officer, Banpu Public Co., Ltd.
- 2004 – present Chief Advisor, General Environmental Conservation Public Co., Ltd.



6. Ms. Somruedee Chaimongkol

Age 57

Position	Appointed Date
Director	30 July 2009
Member of the Compensation Committee	21 August 2015

Education/Training:

- B.Acc., Bangkok University
- Program for Global Leadership, Graduate School of Business Administration, Harvard University, Boston, U.S.A.
- Director Certification Program (DCP) Class 78/2006, IOD
- Top Executive Program, Capital Market Academy (CMA) #18
- Top Executive Management Program on Industrial Development and Investment (Class 2), Institute of Business and Industrial Development (IBID)

% of Shares Held:

- Self: 0.053%
- Spouse: -

Family Relationship between Director and Management: -

Work Experience in the Last Five Years:

- 2009 – present Director, Banpu Power Public Co., Ltd.*
- 2015 – present Member of the Compensation Committee, Banpu Power Public Co., Ltd.
- 2015 – present Chief Executive Officer/Director, Banpu Public Co., Ltd.
- 2006 – 2015 Deputy Chief Executive Officer - Finance, Banpu Public Co., Ltd.
- present Director, BLCP Power Ltd.
Director, Banpu Coal Power Ltd.
Director, Hunnu Investments Pte. Ltd.
Director, AFE Investments Pty. Ltd.
Director, BMS Coal Sales Pte. Ltd.
Director, Banpu Singapore Pte. Ltd.
Director, Banpu Minerals Co., Ltd.
Director, Banpu International Co., Ltd.
Director, BP Overseas Development Co., Ltd.
Director, Centennial Coal Co., Ltd.
Director, Banpu Engineering Services Co., Ltd.
Director, Banpu Energy Services (Thailand) Co., Ltd.
Director, Hunnu Coal Pty Ltd.
Director, Banpu Minerals (Singapore) Pte. Ltd.
Director, Chiang Muan Mining Co., Ltd.
Director, Banpu Coal Investment Co., Ltd.
Director, Asian American Coal, Inc.
Director, AACI SAADEC (BVI) Holdings Limited
Director, PT. Indo Tambangraya Megah Tbk
Director, Banpu Australia Resources Pty Ltd.
Director, Banpu Australia Co., Pty Ltd.
Director, BPIN Investment Co., Ltd.
Director, Sunseap Group Pte. Ltd.
Director, Banpu Infinergy Co., Ltd.
Director, Banpu North America Corporation
Director, BOG Co., Ltd.
Director, Banpu Coal Sales Co., Ltd.
Director, New Resources Technology Pte. Ltd.

* The Company was registered as a public company on 10 September 2015.



7. Mr. Rawi Corsiri

Age 69

Position

Director

Member of the Corporate Governance and Nomination Committee

Appointed Date

29 October 2001

21 August 2015

Education/Training:

- M.B.A., Sasin Graduate Institute of Business Administration of Chulalongkorn University
- B.Sc. (Geology), Chulalongkorn University
- Director Certification Program (DCP) Class 32/2003, IOD
- Capital Market Academy Leader Program (CMA.) Class 2/2006 Capital Market Academy
- NIDA-Wharton Executive Leadership Program, by NIDA Business School and The Wharton School, University of Pennsylvania, U.S.A.
- Top Executive Program, Thailand Energy Academy (TEA class 3)

% of Shares Held:

- Self: 0.002%
- Spouse: 0.002%

Family Relationship between Director and Management: -

Work Experience in the Last Five Years:

- 2001 – present Director, Banpu Power Public Co., Ltd.*
- 2015 – present Member of the Corporate Governance and Nomination Committee, Banpu Power Public Co., Ltd.
- 2012 – present Director, Banpu Public Co., Ltd.
- 2016 – present Chairman of the Corporate Governance and Nomination Committee, Banpu Public Co., Ltd.
- 2012 – 2016 Member of the Corporate Governance and Nomination Committee Banpu Public Co., Ltd.
- 2012 – 2016 Advisor, Banpu Public Co., Ltd.
- 2001 – present Director, BLCP Power Ltd.
- 2009 – present Director, Hongsa Power Co., Ltd. Director, Phu Fai Mining Co., Ltd.
- 2010 – 2017 Director, Centennial Coal Co., Ltd.



8. Mr. Voravudhi Linananda

Age 61

Position

Director

Appointed Date

30 July 2009

Education/Training:

- M.B.A., Sasin Graduate Institute of Business Administration of Chulalongkorn University
- B.Eng. (Mechanical Engineering), Faculty of Engineering, Kasetsart University
- Advanced Management Program (AMP173) Harvard Business School, U.S.A.
- Director Certification Program (DCP) Class 149/2011 (IOD)
- Orchestrating Winning Performance Program Class OWPII/2013 (IMD SE Asia)

% of Shares Held:

- Self: 0.003%
- Spouse: 0.000%

Family Relationship between Director and Management: -

Work Experience in the Last Five Years:

- 2009 – present Director, Banpu Power Public Co., Ltd.* Director, BLCP Power Ltd. Director, Hongsa Power Co., Ltd. Director, Phu Fai Mining Co., Ltd.
- 2017 – present Advisor, Banpu Public Co., Ltd.
- 2013 – 2017 Chief Operating Officer, Banpu Public Co., Ltd.
- 2015 – 2017 Chief Executive Officer, Banpu Power Public Co., Ltd.
- 2015 – 2016 Company Secretary, Banpu Power Public Co., Ltd.
- 2014 – Feb 2017 Director, Banpu Engineering Services Co., Ltd.
- 2014 – Feb 2017 Director, Banpu Energy Services (Thailand) Co., Ltd.
- 2014 – Feb 2017 Director, Banpu Energy Service (Japan) Co., Ltd.
- 2015 – Feb 2017 Director, Banpu Coal Investment Co., Ltd.
- 2015 – Feb 2017 Director, BP Overseas Development Co., Ltd.
- 2015 – Feb 2017 Director, Hokkaido Solar Estate G.K.
- 2015 – Feb 2017 Director, BPPR Co., Ltd.
- 2015 – Feb 2017 Director, BPPR Japan Co., Ltd.

* The Company was registered as a public company on 10 September 2015.



9. Mr. Sutee Sukruan

Age 55

Position

Chief Executive Officer
Director

Appointed Date

1 January 2018
1 January 2018

Education/Training:

- M.B.A., Chulalongkorn University
- B.B.A., Chulalongkorn University
- Global Leadership Program for Strategic Leader by IMD
- Leadership Development Program (LDP) by IMD and TLCA
- Executive Development Program, Class 11 by TLCA
- Director Certification Program (DCP) Class 254/2018, IOD

% of Shares Held:

- Self: 0.000%
- Spouse: -

Family Relationship between Director and Management: -

Work Experience in the Last Five Years:

- 2018 – present Director and Chief Executive Officer, Banpu Power Public Co., Ltd.
- 2018 – present Chief Operating Officer - Power Business, Banpu Public Co., Ltd.
- 2009 – 2017 Senior Vice President - Finance, Banpu Public Co., Ltd.
- 2018 – present Director, Pan Western Energy Corporation LLC
Director, Shanxi Lu Guang Power Co., Ltd.
Director, PT ITM Banpu Power Co., Ltd.
Director, Banpu Power International Limited
Director, Zouping Peak Pte. Ltd.
Director, BRE Singapore Pte. Ltd.
Director, Banpu Coal Power Ltd.
Director, Banpu Renewable Energy Co., Ltd.
Director, BLCP Power Ltd.
Director, Banpu Power (Japan) Co., Ltd.
Director, BPP Vinh Chau Wind Power Limited Liability Company



10. Mr. Praphan Likitwacharakorn

Age 61

Position

Chief Operating Officer*

Appointed Date

1 January 2019

Education/Training:

- B.Eng (Electrical Engineering), Chiang Mai University
- Senior Professional Engineer License, (Electrical Engineering)
- Director Certification Program (DCP) Class 192/2014, IOD
- NIDA-Wharton Executive Leadership Program#7 by NIDA Business School and the Wharton School of the University of Pennsylvania, 2014
- The BOSS#72 by Management and Psychology Institute

% of Shares Held:

- Self: -
- Spouse: -

Family Relationship between Director and Management: -

Work Experience in the Last Five Years:

- 2019 – present Chief Operating Officer, Banpu Power Public Co., Ltd.
- 2017 – 2018 Advisor, Banpu Public Co., Ltd.
- 2005 – 2017 Managing Director, BLCP Power Ltd.

* The Board of Directors Meeting No.12/2018 held on 21 December 2018 appointed Mr. Praphan Likitwacharakorn as Chief Operating Officer, effective from 1 January 2019.



11. Mr. Banchob Kitchpanich

Age 52

Position

Senior Vice President - Finance and Strategy

Appointed Date

1 January 2017

Education/Training:

- M.Sc. (Business Economics), Kasetsart University
- B.Acc., Bangkok University

% of Shares Held:

- Self: 0.000%
- Spouse: -

Family Relationship between Director and Management: -

Work Experience in the Last Five Years:

- 2017 – present Senior Vice President - Finance and Strategy, Banpu Power Public Co., Ltd.
- 2014 – 2016 Vice President - Finance and Administration, Banpu Public Co., Ltd.
- 2012 – 2014 Vice President - Finance and Strategy, Hongsa Power Co., Ltd.
- 2003 – 2012 Vice President - Finance and Administration, Banpu Public Co., Ltd.



12. Mr. Chairat Chanhom

Age 57

Position

Senior Vice President - Power Business China

Appointed Date

16 August 2017

Education/Training:

- M.B.A., The University of the Thai Chamber Of Commerce
- B.Sc., Chiang Mai University

% of Shares Held:

- Self: 0.002%
- Spouse: -

Family Relationship between Director and Management: -

Work Experience in the Last Five Years:

- 2017 – present Senior Vice President - Power Business China, Banpu Power Public Co., Ltd.
- 2018 – present Director, Shanxi Lu Guang Power Co., Ltd.
Director, Banpu Power International Limited
Director, Banpu Power Investment Co., Ltd.
- 2017 – present Director, BPP Renewable Investment (China) Co., Ltd.
Director, Macau Deyuan Energy-saving & Environment Protection Technology Co., Ltd.
Director, Weifang Tian'en Jinshan Comprehensive Energy Co., Ltd.
Director, Anqiu Huineng Renewable Energy Co., Ltd.
Director, Anqiu City Hui'en PV Technology Co., Ltd.
Director, Dongping Haoyuan Solar Power Generation Co., Ltd.
Director, Jiaxing Deyuan Energy-saving Technology Co., Ltd.
Director, Shijiazhuang Chengfeng Cogen Co., Ltd.
Director, Banpu Investment (China) Limited
Director, Pan-Western Energy Corporation LLC
Director, Zouping Peak CHP Co., Ltd.
Director, Banpu Power Trading (Shandong) Co., Ltd.
Director, Banpu Power Trading (Hebei) Co., Ltd.
Director, Tangshan Banpu Heat and Power Co., Ltd.
- 2017 Country Head, Banpu Investment (China) Co., Ltd.
- 2015 – 2016 Executive Director, Hunnu Altai LLC
Executive Director, Bilegt Khairkhan Uul LLC



13. Ms. Bubpachart Meecharoen

Age 55

Position

Senior Vice President – Corporate Services and Company Secretary*

Appointed Date

1 January 2017

Education/Training:

- Doctor of Philosophy (E-Learning Methodology), Assumption University
- M.B.A., Thammasat University
- B.Sc. (Materials Science), Chulalongkorn University
- Director Certification Program (DCP) Class 248/2017

% of Shares Held:

- Self: 0.005%
- Spouse: -

Family Relationship between Director and Management: -

Work Experience in the Last Five Years:

- 2017 – 2018 Senior Vice President - Corporate Services/ Company Secretary, Banpu Power Public Co., Ltd.
- 2015 – 2016 Senior Vice President - Finance and Administration Banpu Power Public Co., Ltd.
- 2018 Director, Pan-Western Energy Corporation LLC
Director, Banpu Renewable Singapore Pte. Ltd.
Directors, Zouping Peak Pte. Ltd.
Director, Aizu Energy Pte. Ltd.
Director, BRE Singapore Pte. Ltd.
Director, BPP Vinh Chau Wind Power Limited Liability Company
- 2016 – 2018 Director, Banpu Power (Japan) Co., Ltd.
- 2012 – 2015 Vice President - Corporate Services, Banpu Public Co., Ltd.

* Ms. Bubpachart Meecharoen was appointed as Senior Vice President - Power Business, effective from 1 February 2019.



14. Mr. Kathayuth Chupoon

Age 51

Position

On Secondment as Managing Director - Hongsa Power Co., Ltd.

Appointed Date

1 January 2018

Education/Training:

- M.B.A. General Management, Ramkhamhaeng University
- B.Eng. (Electricity), Mahanakorn University of Technology
- BANPU-NUS Global Business Leaders Program, 2018
- Global and Commercial Mindset Class by INSEAD, Singapore, 2017
- TLCA Executive Development Program (EDP) 2017
- Great Coach Program, by PacRim, 2016

% of Shares Held:

- Self: 0.001%

Family Relationship between Director and Management: -

Work Experience in the Last Five Years:

- 2018 – present Managing Director, Hongsa Power Co., Ltd.
- 2015 – 2017 Head of Asset Management, Banpu Power Public Co., Ltd.
- 2014 – 2015 Director, Ethos Energy Group PPS
- 2005 – 2014 Operations Director, BLCP Power Ltd.

Details about Company Secretary and Duties and Responsibilities



15. Ms. Bubpachart Meecharoen

Age 55

Position
Company Secretary

Appointed Date
1 January 2017

Referring to Bubpachart Meecharoen, No. 13



16. Ms. Thassanee Passarapark

Age 48

Position
Company Secretary

Appointed Date
1 January 2019

Education/Training:

- LL.B. Thammasat University
- Advances for Corporate Secretaries Class 1/2017, Thai Company Secretary Club, Thai Listed Companies Association

% of Shares Held:

- Self: -

Family Relationship between Director and Management: -

Work Experience in the Last Five Years:

- Present Company Secretary, Banpu Power Public Co., Ltd.
- 2016 – 2018 Company Secretarial Officer, Banpu Power Public Co., Ltd.

The Board of Directors' Meeting No. 12/2018 held on 21 December 2018 appointed Ms. Thassanee Passarapark as Company Secretary, effective from 1 February 2019, entrusted with duties and responsibilities as stipulated in the Securities and Exchange Act. The Company Secretary is responsible for organizing the Board of Directors' meetings and general shareholders' meeting, ensuring compliance with the meetings' resolutions, and advising the Board on rules and regulations with which it must comply. The Company Secretary has responsibilities to

prepare and keep the register of directors, Board meeting invitation letters, Board meeting minutes, Banpu Power Annual Report, invitation letters to attend the shareholders' meeting and records of its minutes, the report on stakeholder analysis by the Board and related issues required by the Securities and Exchange Commission, the Capital Market Supervisory Board, and the Stock Exchange of Thailand.

Details about the Head of Internal Audit and the Secretary to the Audit Committee



17. Ms. Orawan Phunamsarp

Age 37

Position
Head of Internal Audit and
Secretary to the Audit Committee

Appointed Date
1 December 2018

Education/Training:

- M.Sc. (Technology Management) Assumption University
- B.B.A. (Accounting) Khon Kaen University

% of Shares Held:

- Self: -

Family Relationship between Director and Management: -

Work Experience in the Last Five Years:

- 2018 – present Head of Internal Audit and Secretary to the Audit Committee
Banpu Power Public Co., Ltd.
- 2015 – 2018 Manager - Global Internal Audit
Indorama Ventures Public Co., Ltd.
- 2014 – 2015 Head - Internal Audit (International Business)
Thai Beverage Public Co., Ltd.

The Audit Committee Meeting No. 7/2018 held on 9 November 2018 appointed Ms. Orawan Phunamsarp as the Head of Internal Audit and the Secretary to the Audit Committee, effective from 1 December 2018. Ms. Orawan Phunamsarp has professional 15-year experience in internal audit according to international internal audit standards and has a good understanding of the Company's business activities and operations.

SHAREHOLDING OF THE BOARD OF DIRECTORS AND MANAGEMENT

As of 31 December 2018

Name	Ordinary Share (Share)		
	31 Dec 2018	31 Dec 2017	+ / (-)
1. Assoc. Prof. Dr. Naris Chaiyasoot	-	-	-
Spouse/Minor child	-	-	-
2. Mr. Yokporn Tantisawetrat	60,000	60,000	-
Spouse/Minor child	-	-	-
3. Prof. Dr. Bundhit Eua-Arporn	80,000	60,000	20,000
Spouse/Minor child	-	-	-
4. Mr. Chanin Vongkusolkrit	1,495,711	1,495,711	-
Spouse/Minor child	330,000	330,000	-
5. Mr. Metee Auapinyakul	431,500	341,500	90,000
Spouse/Minor child	33,400	33,400	-
6. Ms. Somruedee Chaimongkol	1,622,179	812,179	810,000
Spouse/Minor child	-	-	-
7. Mr. Rawi Corsiri	60,000	60,000	-
Spouse/Minor child	62,142	62,142	-
8. Mr. Voravudhi Linananda	100,000	100,000	-
Spouse/Minor child	1,100	1,100	-
9. Mr. Sutee Sukruan	14,000	14,000	-
Spouse/Minor child	-	-	-
10. Ms. Bupchart Meecharoen ¹	155,888	70,888	85,000
Spouse/Minor child	-	-	-
11. Mr. Banchob Kitchpanich	798	798	-
Spouse/Minor child	-	-	-
12. Mr. Chairat Chanhom	57,624	7,624	50,000
Spouse/Minor child	-	-	-
13. Mr. Kathayuth Chupoon	25,743	n/a	-
14. Mr. Praphan Likitwacharakorn ²	-	n/a	-
Spouse/Minor child	-	n/a	-

¹ Ms. Bupchart Meecharoen was appointed as Head of Power Business Vietnam on 1 February 2019.

² Mr. Praphan Likitwacharakorn was appointed as Chief Operating Officer by the Board of Directors Meeting No.12/2018 on 21 December 2018, effective from 1 January 2019.

REMUNERATION OF THE BOARD OF DIRECTORS AND MANAGEMENT

1. Remuneration in Cash for the Year Ended 31 December 2018

1.1 Total cash remuneration of the Board of Directors in the form of meeting allowance and directors' bonus amounted to THB 10,904,625.00, the details of which are as follows:

Name/Position	Meeting Allowance (THB)				Directors' Bonus ¹ (THB)	Total Remuneration (THB)
	Director	Audit Committee	Compensation Committee	Corporate Governance and Nomination Committee		
1. Assoc. Prof. Dr. Naris Chaayasoot Chairman of the Board of Directors/ Chairman of the Corporate Governance and Nomination Committee/ Member of the Audit Committee/ Independent Director	912,600.00	187,200.00	-	75,400.00	1,677,419.00	2,852,619.00
2. Mr. Yokporn Tantisawetrat Chairman of the Audit Committee/ Independent Director	682,000.00	243,360.00	-	-	1,290,323.00	2,215,683.00
3. Prof. Dr. Bundhit Eua-aporn Chairman of the Compensation Committee/Member of the Audit Committee/Independent Director	646,000.00	139,200.00	98,800.00	-	1,290,323.00	2,174,323.00
4. Mr. Chanin Vongkusolkrit Member of the Corporate Governance and Nomination Committee/Director	702,000.00	-	-	58,000.00	-	760,000.00
5. Mr. Metee Auapinyakul Member of the Compensation Committee/Director	662,000.00	-	76,000.00	-	-	738,000.00
6. Ms. Somruedee Chaimongkol Member of the Compensation Committee/Director	468,000.00	-	-	-	-	468,000.00
7. Mr. Rawi Corsiri Member of the Corporate Governance and Nomination Committee/Director	702,000.00	-	-	58,000.00	-	760,000.00
8. Mr. Voravudhi Linananda Director	468,000.00	-	-	-	-	468,000.00
9. Mr. Sutee Sukruan Director/Chief Executive Officer	468,000.00	-	-	-	-	468,000.00
Total						10,904,625.00

Note : In addition to the above remuneration, each director receives annual medical check-up fee of THB 50,000 and fees for attending seminars held by Thai Institute of Directors (IOD) and other related institutions as regulated by the Company.

¹The annual remuneration for the year 2018 in the total of THB 4,258,065 payable to the three directors must be approved by the Annual General Meeting of Shareholders for the year 2019 since the six directors who have been appointed from the major shareholder have expressed their intentions not to receive the annual remuneration for the year 2018.

- 1.2 Cash remuneration of the Company's executives in the form of salary and bonus is rewarded based on performance against the pre-determined key performance indicators and individual achievement.

Unit : THB	Number of Executives	2018	Number of Executives	2017
Total Salaries	5	24,876,900	6	34,929,700
Total Bonus	5	13,924,750	6	13,463,950
Total	5	45,238,178	6	48,393,650

Notes : - In 2018, there were five executives, namely, 1. Mr. Sutee Sukruan, 2. Ms. Bupachart Meecharoen, 3. Mr. Banchob Kitchpanich, 4. Mr. Chairat Chanhom, and 5. Mr. Kathayuth Chupoon.

- In 2017, there were six executives, namely, 1. Mr. Voravudhi Linananda, 2. Ms. Jareeya Chirdkiatisak, 3. Ms. Bupachart Meecharoen, 4. Mr. Vanchai Lertsaraj (Senior Vice President-Power Business Operations Portfolio 2 in the quarters 1-2), 5. Mr. Chairat Chanhom (Vice President, Power Business Operations-Portfolio 2 in the quarters 3-4 to replace Mr. Vanchai Lertsaraj), 6. Mr. Somsak Sithinamsuwan, and 7. Mr. Banchob Kitchpanich.

2 Other Remunerations

2.1 Contribution to Provident Fund

Details of the Company's contribution to provident fund for executives are as follows:

Unit : THB	Number of Executives	2018	Number of Executives	2017
Provident Fund	5	1,492,614	6	2,096,982

- 2.2 The Employee Stock Option Plan for Directors and Employees of the Company and its subsidiaries (BPP-ESOP): The 2017 Annual General Meeting of Shareholders on 3 April 2017 approved the issue and offering of newly issued ordinary shares of the Company under the Employee Stock Option Plan for Directors and Employees of the Company and its subsidiaries (BPP-ESOP). The Meeting also approved the allocation of the newly issued shares in the amount of not exceeding 30,000,000 shares, with a par value of THB 10 per share under such ESOP Plan. 18,300,000 shares, or 61 percent of the ESOP Plan, were allocated to the directors and employees of the Company and its subsidiaries as a reward for their performance and continued dedication to driving the growth of the Company. Moreover, the Meeting approved the allocation of 11,700,000 shares, or 39 percent of the ESOP Plan, which the Compensation Committee would consider and allocate these shares as appropriate. In 2018, the shares under the ESOP Plan were allocated to three directors and executives. The details of the exercise of right to purchase the ordinary shares are as follows:

Exercise Prices and Exercise Periods:

Exercise Prices (THB per share)	Exercise Periods	Number of Shares Exercised
23.10	The date of issuance and offering of ordinary shares – 19 October 2021	10% of the total allocated shares
25.20	19 October 2017 – 19 October 2021	15% of the total allocated shares
27.30	19 October 2018 – 19 October 2021	20% of the total allocated shares
29.40	19 October 2019 – 19 October 2021	25% of the total allocated shares
31.50	19 October 2020 – 19 October 2021	30% of the total allocated shares

Exercise Dates of Right to Purchase the Ordinary Shares:

Directors and employees, who were allocated the shares, may exercise their rights four times per year, i.e., on the last business day of March, June, September, and December from the first exercise date, except for the last exercise date, which is on 19 October 2021.

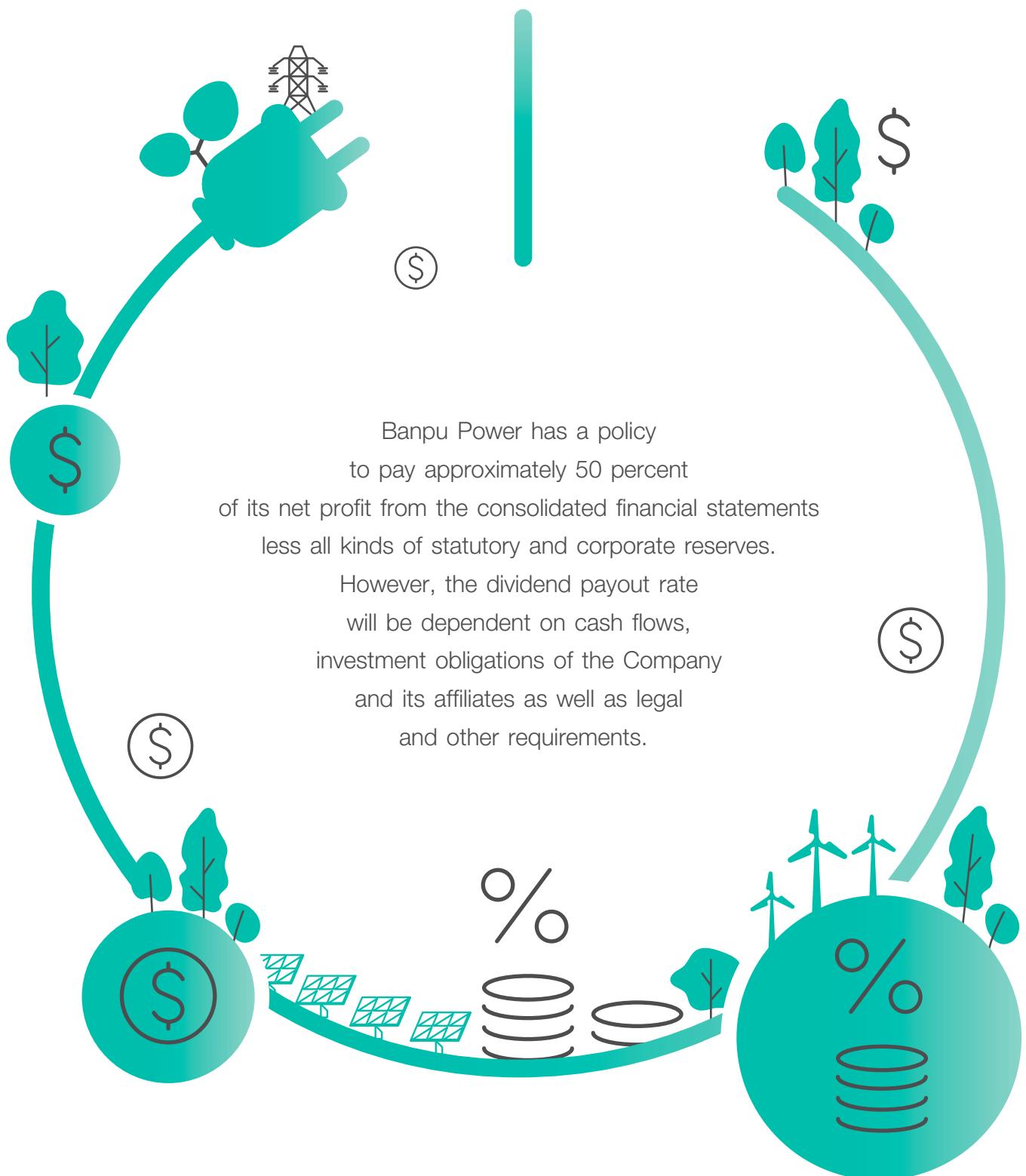
MAJOR SHAREHOLDERS

10 Major Shareholders as of 31 December 2018

Major Shareholders	Amount of Shares Held	Percent
1. Banpu Public Company Limited	2,397,199,497	78.570
2. Bualuang Top-Ten Fund	48,028,200	1.574
3. Bualuang Long-Term Equity Fund	47,489,500	1.557
4. Bualuang Long-Term Equity Fund 75/25	20,426,400	0.669
5. Mitr Phol Sugar Corp., Ltd.	14,930,257	0.489
6. South East Asia UK (Type C) Nominees Limited	14,812,136	0.485
7. Thai NVDR Co., Ltd.	13,578,610	0.445
8. Provident Fund Employees of Electricity Generating Authority of Thailand Registered by BBL Asset Management Co., Ltd.	11,361,950	0.372
9. Bualuang Flexible RMF	11,253,700	0.369
10. Buakaew Open-end Fund	10,128,300	0.332
Total	2,589,208,550	84.862



DIVIDEND POLICY



CONNECTED PERSONS AND TRANSACTIONS

Connected Persons

Connected Persons	Type of Business	Description of Relationship
1. Banpu Public Company Limited (Banpu Plc.)	Energy	1) A major shareholder of Banpu Power Public Company Limited, holding 78.57 percent of its paid-up capital 2) Four joint directors with the Company are: 1. Mr. Chanin Vongkusolkrit 2. Mr. Metee Auapinyakul 3. Mr. Rawi Corsiri 4. Ms. Somruedee Chaimongkol 3) The Company's executive who is a director of Banpu Plc. is: Ms. Somruedee Chaimongkol
2. Banpu Minerals Company Limited (BMC)	Coal mining and trading	1) A 99.99-percent owned subsidiary of Banpu Plc. and Banpu Plc. is the Company's major shareholder. 2) One joint director with the Company who is also executive of Banpu Plc. is: Ms. Somruedee Chaimongkol
3. Banpu International Limited (BPI)	Coal trading and investment study	1) A 99.99-percent owned subsidiary of Banpu Plc. 2) One joint director with the Company is: Ms. Somruedee Chaimongkol
4 PT. Indo Tambangraya Megah Tbk (ITM)	Investment in coal mining	1) An indirect 68.09-percent owned subsidiary of Banpu Plc. through Banpu Minerals (Singapore) Pte. Ltd. 2) One joint director with the Company is: Ms. Somruedee Chaimongkol
5. Asian American Coal, Inc. (AACI)	Investment in coal mining	1) An indirect wholly-owned subsidiary of Banpu Plc. through BP Overseas Development Company Limited 2) Two joint directors with the Company are: 1. Mr. Chanin Vongkusolkrit 2. Ms. Somruedee Chaimongkol 3) The Company's executive who is a director of Asian American Coal, Inc. is: Mr. Chairat Chanhom

Connected Persons	Type of Business	Description of Relationship
6 Banpu Australia Co. Pty Ltd. (BPA)	Investment in coal mining in Australia	1) An indirect wholly-owned subsidiary of Banpu Plc. through Banpu Singapore Pte. Ltd. 2) Two joint directors with the Company are: 1. Mr. Chanin Vongkusolkrit 2. Ms. Somruedee Chaimongkol
7. Shanxi Gaohe Energy Co., Ltd. (SGEC)	Coal mining and trading	1) An indirect 45-percent owned subsidiary of Banpu Plc. through Asian American Coal, Inc. 2) No joint director 3) The Company's executive who is a director of Shanxi Gaohe Energy Co., Ltd. is: Mr. Chairat Chanhom
8. Banpu (Shanghai) Trading Co., Ltd. (BST)	Coal trading	1) An indirect wholly-owned subsidiary of Banpu Plc. through Banpu Minerals (Singapore) Pte. Ltd. 2) No joint director 3) The Company's executive who is a director of Banpu (Shanghai) Trading Co., Ltd. is: Mr. Chairat Chanhom

OTHER REFERENCES

1. Ordinary Share Registrar

Thailand Securities Depository Company Limited

93 Ratchadapisek Road, Din Daeng, Din Daeng, Bangkok 10400
Tel. +66 (0) 2009 9999 ext. 01

2. Auditor

Ms. Amornrat Pearmpoonvatanasuk

Authorized Auditor No. 4599

PricewaterhouseCoopers ABAS Ltd.

15th Floor, Bangkok City Tower
179/74-80 South Sathorn Road, Thung Maha Mek,
Sathorn, Bangkok 10120
Tel. +66 (0) 2844 1000

3. Financial Advisor

-None-

4. Advisor or Manager under Management Agreement

The Company did not hire any advisors or managers under any permanent management agreement. Advisors, including financial advisors, were hired on a case-by-case basis as necessary to support its operations from time to time. The Company's management is mainly supervised by the Board of Directors.

5. Financial Institutions Regularly in Contact

The Company is regularly in contact with around 30 local and international commercial banks and financial institutions.

DETAILS OF THE COMPANY AND ITS SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES

Name	Type of Business	Authorized Capital	Paid-Up Capital	No. of Paid-Up Capital (Shares)	Par Value Per Share	% of Holding	Head Office	Tel.
1. Banpu Power Public Company Limited	Investment in power business	31,044,920,000 THB	30,510,217,000 THB	3,051,021,700	10 THB	-	1550 Thanapoom Tower 26 th Floor, New Petchburi Road, Makkasan Ratchathewi, Bangkok 10400 Thailand	02 007 6000

Subsidiary Companies

Thailand

2. Banpu Coal Power Limited	Investment in power business	5,921,587,160 THB	5,921,587,160 THB	592,158,716	10 THB	99.99 (held by Banpu Power Public Company Limited)	1550 Thanapoom Tower 26 th Floor, New Petchburi Road, Makkasan Ratchathewi, Bangkok 10400 Thailand	02 007 6000
3. Banpu Renewable Energy Co., Ltd.	Investment in power business	960,000,000 THB	960,000,000 THB	96,000,000	10 THB	99.99 (held by Banpu Power Public Company Limited)	1550 Thanapoom Tower 26 th Floor, New Petchburi Road, Makkasan Ratchathewi, Bangkok 10400 Thailand	02 007 6000
4. Banpu Power (Japan) Co., Ltd.	Investment in power business	5,000,000 THB	5,000,000 THB	500,000	10 THB	100.00 (held by Banpu Power Public Company Limited)	1550 Thanapoom Tower 26 th Floor, New Petchburi Road, Makkasan Ratchathewi, Bangkok 10400 Thailand	02 007 6000

China

5. BPP Renewable Investment (China) Co., Ltd.	Investment in renewable energy business	76,950,000 USD	68,050,000 USD	NA	NA	100.00 (held by Banpu Renewable Energy Co., Ltd.)	Unit 108, No. 26 Jiafeng Road, Pilot Free Trade Zone, Shanghai Province, P.R.China	(8610) 57580388
6. Weifang Tian'en Jinshan Comprehensive Energy Co., Ltd.	Solar power generation	83,000,000 CNY	83,000,000 CNY	NA	NA	100.00 (held by BPP Renewable Investment (China) Co., Ltd.)	Unit 205, No. 16 Shengli Street, Wushan Town, Anqiu County, Weifang City, Shandong Province, P.R.China	(86531) 86025858
7. Anqiu Huineng New Energy Co., Ltd.	Solar power generation	66,000,000 CNY	66,000,000 CNY	NA	NA	100.00 (held by BPP Renewable Investment (China) Co., Ltd.)	No. 19 Dafugou, Wushan Town, Anqiu County, Weifang City, Shandong Province, P.R.China	(86531) 86025858
8. Anqiu City Hui'en PV. Technology Co., Ltd.	Solar power generation	62,000,000 CNY	62,000,000 CNY	NA	NA	100.00 (held by BPP Renewable Investment (China) Co., Ltd.)	No. 26 Qinzhuangzi Village, Dasheng Town, Anqiu County, Weifang City, Shandong Province, P.R.China	(86531) 86025858

Note: Please see percent of holding from Banpu Power Group Structure page 20.

Name	Type of Business	Authorized Capital	Paid-Up Capital	No. of Paid-Up Capital (Shares)	Par Value Per Share	% of Holding	Head Office	Tel.
9. Dongping Haoyuan Solar Power Generation Co., Ltd.	Solar power generation	69,000,000 CNY	69,000,000 CNY	NA	NA	100.00 (held by BPP Renewable Investment (China) Co., Ltd.)	East Side of Xishan Road North, Dongping County, Tai'an City, Shandong Province, P.R.China	(86538) 2092568
10. Jiaxing Deyuan Energy-Saving Technology Co., Ltd.	Solar power generation	35,000,000 USD	150,735,586 CNY	NA	NA	100.00 (held by BPP Renewable Investment (China) Co., Ltd.)	Room 425, Jinxiu Dadao No. 1, Yaozhuang Village, Jiashan County, Zhejiang Province, P.R.China	(86531) 86025858
11. Shijiazhuang Chengfeng Cogen Co., Ltd.	Power and steam generation and sales	30,516,000 USD	30,516,000 USD	NA	NA	100.00 (held by Banpu Power Investment Co., Ltd.)	North Beiguan, Zhengding County, Shijiazhuang City 050800, Hebei Province, P.R.China	(86311) 85176918
12. Banpu Investment (China) Co., Ltd.	Investment in power business	30,000,000 USD	30,000,000 USD	NA	NA	100.00 (held by Banpu Power Investment Co., Ltd.)	9A, 9 th Floor, Tower B, Gateway Plaza, No. 18 Xia Guang Li, North Road of East Third Ring, Chaoyang District, Beijing Province, P.R.China	(8610) 57580388
13. Tangshan Banpu Heat and Power Co., Ltd.	Power and steam generation and sales	78,082,200 USD	78,082,200 USD	NA	NA	87.92 (held by Pan-Western Energy Corporation LLC) 12.08 (held by Banpu Investment (China) Co., Ltd.)	West of Gujiaying Village, Benshi Road, Luannan County, Tangshan City 063500, Hebei Province, P.R.China	(86315) 4168274
14. Zouping Peak CHP Co., Ltd.	Power and steam generation and sales	261,800,000 CNY	261,800,000 CNY	NA	NA	70.00 (held by Zouping Peak Pte. Ltd.)	Xiwang Industrial Region, Handian Town, Zouping County, Binzhou City 256209, Shandong Province, P.R.China	(86543) 4615655
15. Banpu Power Trading (Shandong) Co., Ltd.	Power trading	20,000,000 CNY	0 CNY	NA	NA	100.00 (held by Banpu Investment (China) Co., Ltd.)	Unit 2608, Tower C, No. 11 Jingshi Road, Shizhong District, Jinan Province, P.R.China	(86531) 86025858
16. Banpu Power Trading (Hebei) Co., Ltd.	Power trading	20,000,000 CNY	0 CNY	NA	NA	100.00 (held by Banpu Investment (China) Co., Ltd.)	North of Beiguan Village, Zhengding County, Shijiazhuang City, Hebei Province, P.R.China	(86311) 85176918
17. Feicheng Xingyu Solar PV Technology Co., Ltd.	Solar power generation	35,000,000 CNY	0 CNY	NA	NA	100.00 (held by Banpu Renewable Energy Co., Ltd)	Huangtuling Village, Anzhan Town, Feichang County, Tai'an City, Shandong Province, P.R.China	(86531) 86025858
Hongkong								
18. Akira Energy Limited	Investment in renewable energy business	7,000,000 HKD	7,000,000 HKD	7,000,000	1	100.00 (held by Banpu Renewable Energy Co., Ltd.)	9 th Floor, York House, The Landmark, 15 Queen's Road, Central, Hong Kong	852 2522 8101

Note: Please see percent of holding from Banpu Power Group Structure page 20.

Name	Type of Business	Authorized Capital	Paid-Up Capital	No. of Paid-Up Capital (Shares)	Par Value Per Share	% of Holding	Head Office	Tel.
19. Akira Energy (South) Limited*	Investment in renewable energy business	500 HKD	500 HKD	500	1	100.00 (held by Akira Energy Limited)	9 th Floor, York House, The Landmark, 15 Queen's Road, Central, Hong Kong	852 2522 8101
Mauritius								
20. Banpu Power International Limited	Investment in power business	63,050,000 USD	63,050,000 USD	63,050,000	1	100.00 (held by Banpu Power Public Company Limited)	4 th Floor, Ebene Skies, Rue de L' Institut, Ebene, Republic of Mauritius	230 404 8000
Singapore								
21. Zouping Peak Pte. Ltd.	Investment in power business	NA	2 SGD	2	No par value**	100.00 (held by Banpu Power Investment Co., Ltd.)	8 Marina Boulevard #05 – 02, Marina Bay Financial Centre, Singapore 018981	65 6338 1888
22. Banpu Power Investment Co., Ltd.	Investment in power business	NA	90,177,391 USD	83,132,663	No par value**	100.00 (held by Banpu Power International Limited)	8 Marina Boulevard #05 – 02, Marina Bay Financial Centre, Singapore 018981	65 6338 1888
23. Banpu Renewable Singapore Pte. Ltd.	Investment in renewable energy business	NA	5,800,442,364 JPY or 55,987,676.69 USD	5,800,442,36 or 55,987,675	No par value**	100.00 (held by Banpu Renewable Energy Co., Ltd.)	8 Marina Boulevard #05 – 02, Marina Bay Financial Centre, Singapore 018981	65 6338 1888
24. BRE Singapore Pte. Ltd.	Investment in renewable energy business	NA	696,001 USD	696,001	No par value**	100.00 (held by Banpu Renewable Energy Co., Ltd.)	8 Marina Boulevard #05 – 02, Marina Bay Financial Centre, Singapore 018981	65 6338 1888
Cayman Islands								
25. Pan-Western Energy Corporation LLC	Investment in power business	100,000 USD	100,000 USD	10,000,000	0.01	100.00 (held by Banpu Power Investment Co., Ltd.)	PO Box 309, Ugland House, Grand Cayman, KY1-1104 Cayman Islands	1 345 949 8066
Japan								
26. Banpu Power Trading GK	Energy trading	30,000,000 JPY	30,000,000 JPY	NA	No par value**	100.00 (held by Banpu Renewable Singapore Pte. Ltd.)	Kasumigaseki Building 33 rd Floor, 3-2-5, Kasumigaseki, Chiyoda-ku, Tokyo, Japan 100-6033	81 3 6205 4665
Vietnam								
27. BPP Vinh Chau Wind Power Limited Liability Company	Wind power production, power transmission and distribution	11,638,000,000 VND	11,638,000,000 VND	11,638,000,000	No par value**	100.00 (held by BRE Singapore Pte. Ltd.)	No. 22 Bui Thi Xuan Street, Quarter 1, Ward 2, Soc Trang City, Soc Trang Province, Vietnam	849 0988 5015
Associated Company								
Indonesia								
28. PT. ITM Banpu Power	Investment in power business	1,200,000,000,000 IDR	300,000,000,000 IDR	300,000	1,000,000	30.00 (held by Banpu Power Public Company Limited)	Pondok Indah Office Tower III, 3 rd Floor, Jalan Sultan Iskandar Muda Pondok Indah Kav V-TA, Jakarta Selatan, Indonesia	6221 29328100

Note: Please see percent of holding from Banpu Power Group Structure page 20.

* Deregistration of Akira Energy (South) Limited was completed with effect on 22 February 2019.

** Under Corporate Law

Name	Type of Business	Authorized Capital	Paid-Up Capital	No. of Paid-Up Capital (Shares)	Par Value Per Share	% of Holding	Head Office	Tel.
Joint Ventures								
Thailand								
29. BLC Power Limited	Power generation and sales	12,010,000,000 THB	12,010,000,000 THB	120,100,000	100	49.99 (held by Banpu Coal Power Co., Ltd.) 0.01 (held by Banpu Power Public Company Limited)	9 I-8 Road, Map Ta Phut Industrial Estate, Muang District, Rayong, Thailand	038 925 100
China								
30. Shanxi Lu Guang Power Co., Ltd.	Power generation and sales	1,500,000,000 CNY	975,000,000 CNY	NA	NA	30.00 (held by Banpu Power Investment Co., Ltd.)	Songcunxiang, Zhangzi County, Changzhi City, Shanxi Province, P.R.China	(86355) 8580511
Lao PDR								
31. Hongsa Power Company Limited	Power generation and sales	927,000,000 USD	927,000,000 USD	92,700,000	10	40.00 (held by Banpu Power Public Company Limited)	NNN Building 4 th Floor, Room No. D5 Bourichan Road, Phonsinouane Village, Sisattanak District, Vientiane Capital, Lao PDR	856 (0) 2122 483
32. Phu Fai Mining Company Limited	Mining concession	50,000 USD	50,000 USD	5,000	10	37.50 (held by Banpu Power Public Company Limited)	NNN Building 4 th Floor, Room No. D5 Bourichan Road, Phonsinouane Village, Sisattanak District, Vientiane Capital, Lao PDR	856 (0) 2122 483
Singapore								
33. Aizu Energy Pte. Ltd.	Investment in renewable energy business	1,391,973,406.83 JPY or 1,7630,952.87 USD	1,391,973,406.83 JPY or 1,7630,952.87 USD	1,391,973,406 or 17,630,949	No par value*	75.00 (held by Banpu Renewable Energy Co., Ltd.)	8 Marina Boulevard #05-02, Marina Bay Financial Centre, Singapore 018981	65 6338 1888
Japan								
34. Digital Energy Solutions Corporation	Electricity sales and management	50,000,000 JPY	50,000,000 JPY	5,000	No par value*	35.00 (held by Banpu Renewable Singapore Pte. Ltd.)	Kasumigaseki Building 33 rd Floor, 3-2-5, Kasumigaseki, Chiyoda-ku, Tokyo, Japan 100-6033	NA

Note: Please see percent of holding from Banpu Power Group Structure page 20.

*Under Corporate Law



Banpu Power Public Company Limited

26th Floor, Thanapoom Tower, 1550 New Petchburi Road,
Makkasan, Ratchathewi, Bangkok 10400

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