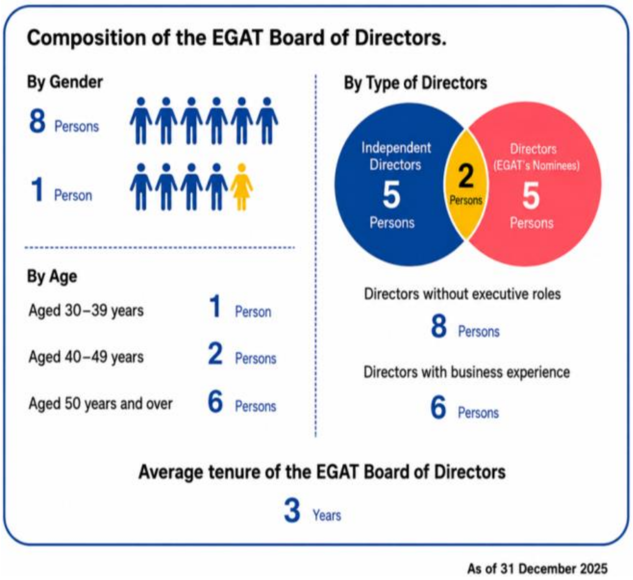
1.2 Corporate Governance

Board Composition

 	Board Composition Male: 8 Female: 1 Breakdown by age: 30-39 years old – 1 person 40-49 years old – 2 persons 50 years old and above – 6 persons Non-executive directors – 8 persons Directors with industry experience – 6 persons Average Tenure – 3 years Board Meeting Attendance – 92%-100%

Based on Good Corporate Governance, Ethics and Code of Conduct of EGAT and EGAT Regulation No. 402 regarding Corporate Governance, the Board should also reflect diversity in terms of skills, knowledge, expertise, experience, and competencies, as well as diversity in age and gender.

EGAT applies a three-year term for its Board of Directors in accordance with Section 8 (paragraph two) of the State Enterprise Directors and Employees Qualifications Standardization Act B.E. 2518 (1975). Although Section 16 of the Electricity Generating Authority of Thailand Act B.E. 2511 (1968) stipulates a four-year term, the tenure of EGAT directors is required to comply with the standard criteria applicable to state enterprise directors. Therefore, the EGAT Board of Directors serves a term of three.

CEO Succession Plan

EGAT has established a systematic **Succession Planning** process covering **C-level executive positions** (Governor, Deputy Governor, Assistant Governor, and Division Director Levels) from **N to N-3 levels**. The Succession Planning and Talent Management Committee, chaired by the Governor and comprising Deputy Governors as committee members, oversee the process. The committee is responsible for identifying and selecting suitable successors based on each individual's qualifications, capabilities, and alignment with the defined **Success Profile**. EGAT requires a successor pool equivalent to **twice the number of positions** for every key role. The successor list is reviewed annually to support organizational growth and the expansion of EGAT's subsidiaries, as well as to ensure readiness for vacancies arising from retirement, termination, or resignation.

EGAT also implements **Individual Development Plans (IDPs)** for identified successors, focusing on enhancing job-related competencies, leadership and management skills, personality development, and behaviors aligned with the organization's values. Development initiatives include training programs, IDPs, executive coaching, and special assignments linked to the organization's strategic objectives. These development measures are designed to ensure that successors are adequately prepared to assume their designated roles within the required timeframe and to maintain business continuity.

The appointment of the **Governor and senior executives** is subject to review and approval by the **EGAT Board of Directors**.

Note: For international reference and benchmarking purposes, the **EGAT Governor is equivalent to the Chief Executive Officer (CEO)** role, serving as the highest-ranking executive responsible for the overall management and operation of the organization.