



SiamEast Solutions Public Company Limited

Invitation to the Annual General Meeting of Shareholders for 2022



Registration at 08.00 AM

Friday 29 April, 2022

**At SILK 1 meeting room 2nd floor
Bangkok International Trade & Exhibition Centre (BITEC)**

For the convenience in the registration process,
Please bring the registration form containing the
printed barcode on the meeting day.

The company will retain the souvenirs
on the date of Annual General Meeting of Shareholders.
In response to the policy of the Securities and
Exchange Commission (SEC) and Thai Investor Association.



Coronavirus Disease Prevention Plan 2019 (COVID-19)

Or

SiamEast Solution Public Company Limited

Between 29 April 2022 at 09:30

At BITEC Exhibition and Convention Center, Bangna Subdistrict, Bang Na District, Bangkok

Measures to prevent the spread of coronavirus disease 2019 (COVID-19) for attendees

(1) Arranging the meeting place

- 1) Provide seats with a distance of at least 1.5 meters between seats and aisles and strictly follow the rules or measures of the relevant government agencies.
- 2) Provide a fever screening point before entering the meeting room. (Check body temperature) and show the symbol "pass" by sticking a sticker.
- 3) Set up a 70% alcohol gel in front of the meeting room.

(2) Preparation for attendees

- 1) Attendees must be screened. Measure body temperature and pasting stickers at the screening point in the event that a person with random symptoms (fever, cough, breathlessness) asks for cooperation not to enter the meeting area.
- 2) Provide a Thai winning registration form before entering. And leave the place using QR code scanning.
- 3) The person who passes the screen must clean their hands with a hand sanitizer and wear a mask before entering the meeting place and ask for cooperation from all attendees. Wear a face mask all the time during meetings and in the meeting area. The project has provided medical masks in the event that the participants do not wear face masks to the meeting area.
- 4) The person who passes the screening must clean their hands with an alcohol hand sanitizer. And wear a mask before entering the meeting place and ask for cooperation from all attendees wear a face mask all the time during meetings and in the meeting area. The project has provided medical masks in the event that the participants do not wear face masks to the meeting area.
- 5) The person who passes the screening must be seated in the chair provided. Keep a distance of at least 1.5 m between the seats and the aisle.
- 6) in inquiries / comments attendees can use the microphone provided by the company staff. Must be cleaned and disinfected every time before the next use.



Protection of personal data for the general meeting of shareholders

SiamEast Solutions Public Company Limited attaches great importance to the protection of personal data and therefore would like to inform you of the following information for compliance. Personal Data Protection Act, B.E. 2019.

1. Personal data collected.

The Company has a necessity to collect your personal information such as your name, surname, address, telephone number, photo and ID card number.

The company will record and broadcast audio and video in this meeting. For the legitimate interest and the benefit of the shareholders.

In case of authorization, the company is required to request a copy of the shareholder's ID card, which may contain sensitive personal religious information appearing on the ID card and the Company. There is no intention to collect such information. The owner of the information can obscure that part of the information.

2. Collection of personal information.

Collection of personal data directly from the data subject will proceed as necessary for the expressly stated purposes. The Company may collect personal data obtained from other sources, including: securities registrar or Securities Depository (TSD) only if necessary by means of law. 3. Purposes for collecting, using and disclosing personal information.

The Company collects, uses and discloses your personal information for the following purposes.

(a) convene an annual general meeting of shareholders for the year 2022, including holding an annual general meeting of shareholders as required by law;

(b) delivery of the 2021 annual report.

The Company will collect, use and disclose your personal information and those you refer to according to the Data Protection Act section Person B.E. 2562 has the power to collect without consent. For the legitimate interests of the BROT or of another person or juristic person or compliance with the laws of the Company.

4. Duration of collecting personal information.

The Company will retain your personal data for as long as is necessary for the purposes of collecting, yes, and disclosing the personal data set out in this notice.

In the event that the retention period of personal data cannot be clearly stated, the Company will retain it for a period that may be expected in accordance with the standard of collection (e.g. the general legal period of up to 10 years).

5. Your rights as the subject of personal data.

As a personal data subject, you have rights as set forth by the Personal Data Protection Act B.E. 2019. Including various rights which may include right to withdraw consent, The right to request access to and receive personal data right to request correction of personal data right to request erasure or destruction of personal data right to suspend the use of personal information, The right to request the transfer of personal data by means of law right to complain and the right to object to the collection, use or disclosure of personal information about them.

6. Disclosure of personal information with other people or other entities.

The Company may have a need to disclose personal information to an individual or a juristic person, or government agencies which works with the company to carry out the purposes stated in this announcement as necessary, such as technology system providers regulators Government agency or by order of the authorized person.

7. How to contact.

In case of doubt or want to inquire more about the protection of personal data Please contact via the following channels: Siam East Solutions Public Company Limited: 15/1 Rayong Highway Route 3191, Huai Pong Subdistrict, Mueang Rayong District, Rayong Province 21150 Email : info@siameastsolutions.com



Table of Contents

	Page
Invitation Letter to the 2022 Annual General Meeting of Shareholders	1
<u>Enclosure 1</u> A copy of the Minutes of the Annual General Meeting of Shareholders for the year 2021	15
<u>Enclosure 2</u> Form 56-1 One Report (the Annual Report for the year 2021) and financial statement ending on 31 December 2021	-
<u>Enclosure 3</u> Lists and profiles of candidates who are proposed for appointment as the Company's directors	41
<u>Enclosure 4</u> Articles of Association of the Company concerning the Meeting of Shareholders	49
<u>Enclosure 5</u> Instruction of the meeting registration, proxies, and required documents for attending the Meeting of Shareholders	54
<u>Enclosure 6</u> Procedure for attending the Annual General Meeting of Shareholders for the year 2022	57
<u>Enclosure 7</u> Proxy forms (Form A, Form B, Form C)	58
<u>Enclosure 8</u> Profiles of independent directors for the appointment of a proxy	74
<u>Enclosure 9</u> Map of direction to the meeting venue	75
<u>Enclosure 10</u> Request form for the Annual Report for the year 2021	76
<u>Enclosure 11</u> Capital increase report form (F53-4)	-
<u>Enclosure 12</u> Information disclosed in accordance with the criteria on the acquisition or disposition of assets and the connected transaction criteria(Account 2)	-

Remark: the Company has sent the invitation letter of the meeting and enclosures via QR CODE.



-Translation -

BCL2203001

Date 29 March 2022

- Subject:** Invitation to the 2022 Annual General Meeting of Shareholders
- Attention:** Shareholders of SiamEast Solutions Public Company Limited
- Enclosures:**
1. A copy of the Minutes of the Annual General Meeting of Shareholders for the year 2021
 2. Form 56-1 One Report (the Annual Report for the year 2021) and financial statement ending on 31 December 2021
 3. Lists and profiles of candidates who are proposed for appointment as the Company's directors
 4. Articles of Association of the Company concerning the Meeting of Shareholders
 5. Instruction of the meeting registration, proxies, and required documents for attending the Meeting of Shareholders
 6. Procedure for attending the Annual General Meeting of Shareholders for the year 2022
 7. Proxy forms (Form A, Form B, Form C)
 8. Profiles of independent directors for the appointment of a proxy
 9. Map of direction to the meeting venue
 10. Request form for the Annual Report for the year 2021

The Board of Director Meeting of SiamEast Solutions Public Company Limited (the "**Company**") passed a resolution to hold the Annual General Meeting of Shareholders for the year 2022 (the "**AGM 2022**") on Friday, 29 April 2022, at 09.30 a.m., at the Conference Hall, 2nd floor, Room SILK 1, Bangkok International Trade and Exhibition Centre, Bangna Trad Road, Bang Na Sub-district, Bangna District, Bangkok. The Company have listed the shareholders' name who are entitled to participate in the Meeting of shareholders (Record date) on 14 March 2022 to consider matters according to the following agenda;

Agenda 1 Chairman's Report

Agenda 2 To consider and certify the Minutes of the Annual General Meeting of Shareholder for the year 2021

The Company prepared the minutes of the Annual General Meeting of Shareholders for the year 2021 was held on 29 April 2021, and its copies were sent to the Stock Exchange of Thailand and the Ministry of Commerce within a stipulated time. The aforementioned minutes of the meeting has also been published on the Company's website (www.siameastsolutions.com) as **Enclosure No.1.**



The Board of Directors considered that it should be further proposed to the AGM 2022 for final consideration and approval.

The opinion of the Board The Board of Directors considered the Minutes of the 2021 Annual General Meeting of Shareholders have been accurately recorded and that it should be further proposed to the AGM 2022 for final consideration and approval.

Remark Resolution in this agenda shall be approved by the majority votes of the shareholders attending the meeting and casting their votes.

Agenda 3 To consider and certify the Company's annual report for the year 2021

The Company has summarized its operating results, and other company alterations that happened during the accounting year ending on 31 December 2021, shown in the annual report for the year 2021, as per the detail is given in Enclosure No.2.

The opinion of the Board The Board of Directors considered and agreed that it should be presented to the AGM 2022 for their certification of the Company operation for the year 2021.

Remark Resolution in this agenda shall be approved by the majority votes of the shareholders attending the meeting and casting their votes.

Agenda 4 To consider and approve the financial statements of the Company for the fiscal year ending on 31 December 2021

To comply with Section 112 under the Public Limited Companies Act, B.E. 2535 (1992) (and its amendment) and the Company's Articles of Association Clause.39. The Board of Directors prepared the financial statement for the year 2021 as of 31 December 2021, which was audited and certified by the authorized auditors and the Board of Directors to be presented to the AGM 2022 for their approval. The detail of which is shown as Enclosure No.2.

Unit: Million Baht	Consolidated Financial Statement		Separate Financial Statements	
	2021	2020	2021	2020
Total Assets	488.16	580.50	692.37	448.67
Total Liabilities	155.23	132.25	95.73	112.18
Revenue	498.09	573.56	480.09	455.66
Net profit (loss) (attributable to Owner of the parent)	34.87	40.58	80.32	25.20
Net earnings (loss) per share (Bath/share)	0.08	0.30	0.17	0.11



The opinion of the Board	The Board of Directors agreed that the audited financial statement as of 31 December 2021, should be proposed to the AGM 2022 for their approval.
Remark	Resolution in this agenda shall be approved by the majority votes of the shareholders attending the meeting and casting their votes.

Agenda 5 To consider and elect the directors in replacement of those retiring by rotation, and the election of an additional new director

To comply with Section 71 under the Public Limited Companies Act, B.E. 2535 (1992) (and its amendment) and Clause 17 of the Company's Articles of Association which stipulate that, one-third (1/3) of the directors shall vacate office in the first and second year following the registration of the company by drawing lots. In every subsequent year, the directors who have been in office the longest shall vacate office. Directors vacating office under this Section may be re-elected. In this meeting, there are 3 out of 7 directors which equal as one-third (1/3) of the directors are due to retire by rotation as follows:

- | | | |
|----|------------------------|---|
| 1. | Miss Orasa Vimolchalao | Director / Chief of Executive Officer / Chairman of the Risk Management Committee |
| 2. | Miss Jiranat Sumanon | Director / Independent Director / Recruitment and Remuneration Committee |
| 3. | Mr David Samanyaporn | Director / Risk Management Committee / Recruitment and Remuneration Committee |

The Recruitment and Remuneration Committee had an opinion that the three directors who retire from the position have sufficient knowledge and experience with good profiles, leadership skills together with beyond visions. They are also moral and have a good attitude toward the company's organization, devoting time to company interests. Their qualifications are not prohibited by Public Limited Companies Act, B.E. 2535 (1992) (and its amendment) and The Securities and Exchange Act B.E. 2535 (and its amendment). Moreover, the independent director also meets the requirements of being an independent director according to the regulation of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET). The Board of Directors, therefore, found that it appropriate to propose to the AGM 2022 for considering and re-appointing the 3 directors retiring as the director of the Company for another term as follows:

- | | | |
|----|------------------------|---|
| 1. | Miss Orasa Vimolchalao | Director / Chief of Executive Officer / Chairman of the Risk Management Committee |
|----|------------------------|---|



- | | |
|-------------------------|---|
| 2. Miss Jiranat Sumanon | Director / Independent Director / Recruitment and Remuneration Committee |
| 3. Mr David Samanyaporn | Director / Risk Management Committee / Recruitment and Remuneration Committee |

In addition, the Board of Directors would like to propose to the AGM 2022 to elect an additional new director as follow:

Miss Nitkamol Wongpipat Director

The detail of which is shown in **Enclosure No. 3**, serving to the shareholders together with the invitation of this meeting.

In this regard, the Company informed shareholders to nominate persons to be elected as directors from 2 December 2021 until 31 January 2022, and there is no shareholder nominate any person to be considered.

The opinion of the Board	The Board of Directors, excluding the interested directors in this agenda meticulously considered the list of proposed candidates which certified by the Recruitment and Remuneration Committee that it should be presented to the AGM 2022 for their approval of the election of the directors in replacement of those retiring by rotation and the election of an additional new director
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Remark	Resolution in this agenda shall be approved by the majority votes of the shareholders attending the meeting and casting their votes.
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Agenda 6 To consider and approve the remuneration for the Board of Directors and the Sub-Committees for the year 2022

To comply with Section 90 under the Public Limited Companies Act, B.E. 2535 (1992) (and its amendment) which stipulates that the company shall not pay money or any other property to the directors except payment as remuneration under the Company's Articles of Association. Under Clause 22 of the Company's Articles of Association stipulate that the directors are entitled to remuneration from the company in the form of gifts, meeting allowances, rewards, bonuses, or other benefits if they receive the votes not less than two-thirds (2/3) of the total votes of the shareholders present. The remuneration of the directors may be fixed or temporary until the resolution is changed. In addition, the directors are entitled to rewards and any company's



the right of the employees who are appointed to be directors to gain benefits as the employee of the Company.

To determine the directors' remuneration, the Recruitment and Remuneration Committee has determined the remuneration for the directors taking into account the suitability of their duties and responsibilities and to be consistent with the overall performance of the Company and compare the remuneration with the other listed companies that operate the same business as the Company, the Board of Directors propose that the AGM 2022 to approve the remuneration and meeting allowance of directors and sub-committees in the year 2022 with the followings:

Remuneration	2021	2022
<u>Meeting Allowance for Board of Directors (BOD)</u>		
- Chairman of BOD (THB/time)	15,000	15,000
- Directors (THB /person/time)	10,000	10,000
<u>Meeting Allowance for Audit Committee</u>		
- Chairman of the Audit Committee (THB /time)	12,000	12,000
- Member of the Audit Committee (THB /person/time)	10,000	10,000
<u>Monthly Allowance for Audit Committee</u>		
- Chairman of the Audit Committee (THB /month)	28,000	28,000
- Member of the Audit Committee (THB /person/month)	20,000	20,000
<u>Meeting Allowance for Recruitment and Remuneration Committee</u>		
- Chairman of the Recruitment and Remuneration Committee (THB /time)	12,000	12,000
- Members of the Recruitment and Remuneration Committee (THB /person/time)	10,000	10,000
However, Mr David Samanyaporn, the Company's Directors, expressed their intention at the meeting to withdraw their rights from receiving remuneration as Members of the Recruitment and Remuneration Committee.		
<u>Other right and benefit</u>	-	-

The opinion of the Board

The Board of Directors agreed with the Recruitment and Remuneration Committee that the remuneration for Directors and Sub-Committees for the year 2022 should be proposed to the AGM 2022 for their approval.



Remark Resolution in this agenda shall be approved by votes of not less than two-thirds (2/3) of the total number of votes of shareholders attending the meeting.

Agenda 7 To consider and appoint the auditor and determine the remuneration of the auditor for the year 2022

To comply with Section 120 under the Public Limited Companies Act, B.E. 2535 (1992) (and its amendment) and Clause 36 of the Company's Articles of Association which stipulate that in every annual general meeting of shareholders must appoint an auditor and determine the remuneration of the auditor of the company. The Audit Committee has proposed the appointment of DIA International Audit Company Limited as the company's auditor for 2022 and the details of each auditor to examine and comment on the financial statement of the company for the year 2022 are as follows;

- | | |
|--------------------------------|--------------------------------------|
| 1. Mr.Joompoth Priratanakorn | Auditor registration number 7645; or |
| 2. Mr.Nopparoeck Pissanu Wong | Auditor registration number 7764; or |
| 3. Miss Somjintana Polhirunrat | Auditor registration number 5599; or |
| 4. Miss Suwimol Chrityakierne | Auditor registration number 2982 |

The aforementioned auditors have never been the Company's auditors. Additionally, DIA International Audit Company Limited is the company's auditor which is qualified with the Securities Exchange of Thailand. In the case where the proposed auditors are unable to perform a duty, DIA International Audit Company Limited is responsible for appointing other auditors of DIA for being auditors of the company

The Remuneration for Auditing	2020 (THB)	2021 (THB)	2022 (THB)
Auditing Fees	1,000,000	1,000,000	1,110,000
Additional Fees	N/A	N/A	N/A

Comparing audit fees to market rates.

Thus, the Board of Directors agreed and deemed that it appropriate to propose the AGM 2022 for their approval on the audit fee to be THB 1,110,000 per year, which increases from the year 2020 and 2021 of THB 110,000 due to calculation including the audit fees for the subsidiary company. The audit fee as compared to other companies and deemed it is reasonable. Moreover, the auditors as proposed are qualified with the Securities Exchange of Thailand and have an independent performance.



The opinion of the Board	The Board of Directors appointed the auditor and fix the auditing fee for the year 2022, and deemed that it should be further proposed to the AGM 2022 for final consideration and approval.
Remark	Resolution in this agenda shall be approved by the majority votes of the shareholders attending the meeting and casting their votes.

Agenda 8 To consider and approve the allocation of profit and dividend payment for the year 2021

To comply with Section 116 under the Public Limited Companies Act, B.E. 2535 (1992) (and its amendment) and Clause 45 of the Company's Articles of Association which stipulate that the company must allocate part of the annual net profit as a reserved fund in the amount not less than 5 percent of the annual net profit less the sum of accumulated loss brought forward (if any) until the reserved fund amounts to not less than 10 percent of the registered capital.

The Allocation of Profit as a Reserve Fund

At present, the Company registered capital is THB 312,000,000 and legal reserved fund before allocating is in the amount of THB 8,783,567.43 with an equal 2.81 percent of the registered capital. For the fiscal year ending 31 December 2021, the company has a net profit of THB 80,665,606.91. The Board of Directors, therefore, agreed that it was appropriated to propose the AGM 2022 to consider and approve the payment of dividends for the year ending on 31 December 2021 to be reserved fund in the amount of THB 4,033,280.35 with equal 5.00 percent of the net profit according to the company's financial statement for the accounting period ending on 31 December 2021. After the allocation, the annual net profit to the reserved fund, the company's reserve fund will be 12,816,847.78 with an equal of 4.10 percent of the registered capital.

Distribution of Dividends Payment

Furthermore, the Company has a separate net profit after the deduction of incorporated income tax and the reserve fund in the amount of THB 80,665,606.91 with no accumulated loss. The Board of Directors, therefore, agreed that it was appropriated to propose the AGM 2022 to consider and approve the dividend payment for the fiscal year 2021 by stock dividend payment totaling 31,199,899 shares or equivalent to the ratio of 20 of existing shares to 1 new ordinary share or equivalent to a stock dividend at the rate of THB 0.025 per share. (calculation based on the number of the Company's issued and paid-up shares as of 14 March 2022 at 623,997,989 shares), at the par value of THB 0.50 per share, or equivalent to THB 15,599,949.50.

In addition, to consider and approve the dividend payment by cash dividend for covering the



623,997,989 shares, or equivalent to THB 1,733,327.72. The dividend payment shall be made by 20 May 2022, and the Record Date for the right to receive dividends is scheduled on 14 March 2022. However, the determination of such rights is still uncertain subject to the approval from the shareholders' meeting approval.

Years	Net Profit	Amount of Paid Shares	Dividends Payment (Cash)	Profit (THB: Share)	Dividends Payment (Share)	Profit (THB: Share)	percentage of net profit
2018	19,772,245.43	240,000,000	9,600,000.00	0.04	-	-	48.55
2019	28,647,125.80	240,000,000	12,000,000.00	0.05	-	-	41.88
2020	25,203,291.88	240,000,000	1,333,333.34	0.0055555556	12,000,000.00	0.05	52.90
2021	80,665,606.91	623,997,989	1,733,327.72	0.00277777738	15,599,949.50	0.025	21.49

The opinion of the Board

The Board of Directors approved to propose for approval at the Annual General Meeting of Shareholders to consider and approve the dividend payment for the fiscal year 2021 by stock dividend payment totaling 31,199,899 shares or equivalent to the ratio of 20 of existing shares to 1 new ordinary share or equivalent to a stock dividend at the rate of THB 0.025 per share. (calculation based on the number of the Company's issued and paid-up shares as of 14 March 2022 at 623,997,989 shares), at the par value of THB 0.50, or equivalent to THB 15,599,949.50.

Besides, to consider and approve The dividend payment shall be made by 20 May 2022, and the Record Date for the right to receive dividends is scheduled on 14 March 2022. However, the determination of such rights is still uncertain subject to the approval from the shareholders' meeting approval.

Remark

Resolution in this agenda shall be approved by the majority votes of the shareholders attending the meeting and casting their votes.



Agenda 9 To consider and approve the decrease in the Company's registered capital of THB 1,005.50 from the current registered capital of THB 312,000,000 to be THB 311,998,994.50 by removing the unsold ordinary shares in the amount of 2,011 with a par value of THB 0.50 per share

As the Company desires to increase its registered capital in order to allocate the payment of the dividend to shareholders for the fiscal year ending 31 December 2021, However, according to the Public Limited Companies Act B.E. 2535 (1992) (as amended) provides that a company may increase its registered capital by issuing new shares when all shares have been sold and fully paid-up, or in the case where shares have not fully been sold, the remaining shares must be ones issued to accommodate convertible debentures or share warrants. Therefore, the Company is required to decrease in the Company's registered capital by removing the unsold registered shares before proceeding with its registered capital increase.

In this regard, the Company has 2,011 unsold ordinary shares with a par value of THB 0.50 per share, remaining from the offering of shares to the existing shareholders in proportion to their shareholding according to the resolution of the Annual General Meeting of Shareholders for the year 2021. Therefore, the Company has to decrease the registered capital of THB 1,005.50 from the original registered capital of THB 312,000,000 to the registered capital of THB 311,998,994.50 by removing 2,011 shares of unsold shares at the par value of THB 0.50 per share before increasing its registered capital. This action will not affect the paid-up capital and the number of such paid-up shares of the Company.

Once the AGM 2022 approves the decrease in the Company's registered capital, the person entrusted by the Board to register the decrease in the Company's registered capital with the Department of Business Development, the Ministry of Commerce is entitled to amend and add wording to comply with the order of the Company Partnership Registrar.

The opinion of the Board The Board considered and agreed to decrease in the Company's registered capital by THB 1,005.50 from the current registered capital of THB 312,000,000 to be THB 311,998,994.50 by removing the unsold ordinary shares in the amount of 2,011 with a par value of THB 0.50 per share, and approve that the person entrusted by the Board to register the decrease in the Company's registered capital with the Department of Business Development, the Ministry of Commerce is entitled to amend and add wording to comply with the order of the Company Partnership Registrar, and it should be proposed to the AGM 2022 for their approval.



Remark Resolution in this agenda shall be approved by votes of not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote.

Agenda 10 To consider and approve the amendment of Clause 4 of the Memorandum of Association to be in line with the reduction of the Company's registered capital

According to agenda 9 to consider and approve the decrease in of the Company's registered capital, the Board of Directors deemed it appropriate to propose the AGM 2022 to consider and approve the amendment of the Memorandum of Association in Clause 4 in compliance with agenda 9 thereof per the following details:

" Clause 4.	Company's registered capital of	: THB 311,998,994.50
	Divided into	: 623,997,989 shares
	The par value of	: THB 0.50
	Divided into	
	Ordinary share	: 623,997,989 shares
	Preference share	: -

Once the AGM 2022 approves the amendment of the Memorandum of Association in Clause 4, the person entrusted by the Board to register the amendment of the Memorandum of Association with the Department of Business Development, the Ministry of Commerce is entitled to amend and add wording to comply with the order of the Company Partnership Registrar.

The opinion of the Board The Board of Directors considered and agreed to amend the Memorandum of Association in Clause 4 to be in line with the decrease in the Company's registered capital and approve that the person entrusted by the Board to register the amendment of the Memorandum of Association with the Department of Business Development, the Ministry of Commerce is entitled to amend and add wording to comply with the order of the Company Partnership Registrar, and it should be proposed to the AGM 2022 for their approval.

Remark Resolution in this agenda shall be approved by votes of not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote.



Agenda 11 To consider and approve the increase in the Company's registered capital for the sake of dividend stock payment for shareholders for the fiscal year ended 31 December 2021

As the Company has a plan to increase its registered capital to support the allocation of dividends payments to the existing shareholders, as details had been clarified in agenda 8. The Board of Directors deemed it appropriate to propose the AGM 2022 to consider and approve the increase of the Company's registered capital of THB 15,599,949.50 from THB 311,998,994.50 to be THB 327,598,944 by issuing 31,199,899 newly issued ordinary shares at the par value of THB 0.50 per share to accommodate the dividends payments to the shareholders.

Once the AGM 2022 approves the increase in the Company's registered capital, the person entrusted by the Board to register the increase in the Company's registered with the Department of Business Development, the Ministry of Commerce is entitled to amend and add wording to comply with the order of the Company Partnership Registrar.

The opinion of the Board The Board considered and agreed to the increase in the Company's registered capital of THB 15,599,949.50 from THB 311,998,994.50 to be THB 327,598,944 by issuing 31,199,899 newly issued ordinary shares at the par value of THB 0.50 per share, and approve that the person entrusted by the Board to register the increase of the Company's registered capital with the Department of Business Development, the Ministry of Commerce is entitled to amend and add wording to comply with the order of the Company Partnership Registrar, and it should be proposed to the AGM 2022 for their approval.

Remark Resolution in this agenda shall be approved by votes of not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote.

Agenda 12 To consider and approve the amendment of Clause 4 of the Memorandum of Association to be

" Clause 4.	Company's registered capital of	: THB 327,598,944.00
	Divided into	: 655,197,888 shares
	The par value of	: THB 0.50
	Divided into	
	Ordinary share	: 655,197,888 shares
	Preference share	: -



in line with the increase in the Company's registered capital

According to agenda 11 to consider and approve the increase in the Company's registered capital, the Board deemed it appropriate to propose the AGM 2022 to consider and approve the amendment of the Memorandum of Association in Clause 4 in compliance with agenda 11 thereof per the following details:

Once the AGM 2022 approves the amendment of the Memorandum of Association in Clause 4, the person entrusted by the Board to register the amendment of the Memorandum of Association with the Department of Business Development, the Ministry of Commerce is entitled to amend and add wording to comply with the order of the Company Partnership Registrar.

The opinion of the Board The Board of Directors considered and agreed to amend the Memorandum of Association in Clause 4 to be in line with the increase in the Company's registered capital and approve that the person entrusted by the Board to register the amendment of the Memorandum of Association with the Department of Business Development, the Ministry of Commerce is entitled to amend and add wording to comply with the order of the Company Partnership Registrar, and it should be proposed to the AGM 2022 for their approval.

Remark Resolution in this agenda shall be approved by votes of not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote.

Agenda 13 To consider and approve the allocation of newly issued ordinary shares to accommodate the dividends payments to the existing shareholders for the fiscal year ending 31 December 2021

As agenda 8 to consider and approve the allocation of profit and dividend payment for the year 2021 and agenda 11 to consider and approve the increase of the Company's registered capital to accommodate the dividends payments to the existing shareholders for the fiscal year ending 31 December 2021, the Board deemed it appropriate to propose the AGM 2022 to consider and approve the allocation of newly issued ordinary shares to accommodate the dividends payments to the existing shareholders not exceeding 31,199,899 shares or equivalent to the ratio of 20 of existing shares to 1 new ordinary share or equivalent to a stock dividend at the rate of THB 0.025 per share. In the event that there is any fraction of stock dividend after the allocation, the Company



shall pay cash dividends for those fractions in lieu of stock dividend at the rate of THB 0.025 per share.

The opinion of the Board The Board considered and agreed with the allocation of newly issued ordinary shares to accommodate the dividends payments to the existing shareholders for the fiscal year ending 31 December 2021, and it should be proposed to the AGM 2022 for their approval.

Remark Resolution in this agenda shall be approved by votes of not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote.

Agenda 14 To consider other matters (if any)

The Company has listed the shareholders' names who are entitled to participate in the Annual General Meeting of Shareholders of the year 2022 (Record date) on 14 March 2022. The notice of the meeting of shareholders and the enclosures are available on the company's website (www.siameastsolutions.com) from 29 March 2022 onwards. The company cordially invites all shareholders to participate in the Annual General Meeting of Shareholders on Friday, 29 April 2022, at 09.30 a.m., at the Conference Hall, 2nd floor, Room SILK 1, Bangkok International Trade and Exhibition Centre, Bangna Trad Road, Bang Na Sub-district, Bangna District, Bangkok. Map to the meeting location as shown in **Enclosures No.10**.

In the case where the shareholders are unable to participate in the meeting on their own and wish to appoint a person to attend and vote at the meeting on behalf of the shareholders, please authorize that person by way of proxy forms either A or B. And for the foreign shareholders who appoint custodians to vote on their behalf, please use the proxy form C. The proxies are detailed as shown in **Enclosure No.7**. In the case you wish to appoint an independent director as your proxy, you may use the proxy form B and appoint the following independent director as listed and detailed as shown in **Enclosure No.7** to attend and vote at the meeting on your behalf. Please return the signed proxy form together with supporting documents as required in advance to the company by 22 April 2022, by sending it to the Company secretary at SiamEast Solutions Public Company Limited, 15/1 Highway Rayong No.3191 road, Huey-pong, Muang Rayong, Rayong 21150 Thailand.

Please read the instruction of registration, proxy, required documents, and evidence to be presented on the meeting date and the procedure of participation in the Annual General Meeting of Shareholders of the year 2022, the details of which are shown in **Enclosure No.5** and **Enclosure No.6**. The company will conduct the meeting according to the part of the shareholder's meeting



of the articles of association as shown in Enclosure No.4. For the convenience of the registration of the shareholders' meeting will start at 8.00 a.m. onwards at the Conference Hall, 2nd floor, Room SILK 1, Bangkok International Trade and Exhibition Centre, Bangna Trad Road, Bang Na Sub-district, Bangna District, Bangkok.

Please be informed and kindly attend the meeting on the date and at the time accordingly.

Yours sincerely,

A handwritten signature in blue ink, consisting of stylized cursive letters, positioned above a horizontal line.

Dr. Thanachart Numnonda
Chairman of the meeting



MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2021
OF
SIAMEAST SOLUTIONS PUBLIC COMPANY LIMITED

Date Time and Place

The Annual General Meeting of Shareholders 2021 was held on 29 April 2021 at 9.30 a.m. at 316, 316/1 Soi Banladdao, Sanphawut Road, Bangna Nuea Sub-district, Bangna District, Bangkok.

Directors present at the Meeting

- | | | |
|----|-------------------------|---|
| 1. | Dr. Thanachart Numnonda | Chairman of the Board of Director/ Chairman of Audit Committee |
| 2. | Miss Orasa Vimolchalao | Director/ Chief Executive Officer/ Chairman of the Risk Management Committee |
| 3. | Mr. David Samanyaporn | Director/ Chief Financial Officer |
| 4. | Mrs. Chanchira Smakthai | Independent Director/Audit Committee/ Chairman of the Nomination and Remuneration Committee |
| 5. | Miss Jiranat Sumannont | Independent Director/Audit Committee/ Nomination and Remuneration Committee |
| 6. | Miss Nitkamon Wongpipat | Director |

Directors' apologies for absence

- | | | |
|----|------------------------|---|
| 1. | Mr. Sittichai Leekasem | Director/ Executive Director |
| 2. | Mr. Kirk Leekasem | Director/ Deputy Chief Executive Officer/ Risk Management Committee |

(there were 6 directors attending the Meeting, or equivalent to 75.00 percent of the members of the Board of Directors)

Auditor from DIA International Audit Company Limited

- | | |
|----|-------------------------|
| 1. | Miss Suphaphorn Mungjit |
|----|-------------------------|

Legal Counsels from Pisut and Partners Company Limited

- | | |
|----|---------------------------|
| 1. | Mr. Pisut Rakwong |
| 2. | Miss Piyathida Srivararak |



Independent Financial Advisors from Discover Management Limited

1. Mr. Wuttichai Thammasaroj
2. Mr. Natthawut Ananthanawat

Secretary of the Meeting & Nominated Director

1. Mrs. Sittha Saetiao Company Secretary
2. Mr. Aniwat Sawaengnaitham Nominated Director

Meeting commenced at 9.30 a.m.

Dr. Thanachart Numnonda, Chairman of the Board of Director acted as the Chairman of the meeting ("the Chairman") gave a speech to welcome and express the gratitude to o the shareholders for attending the 2021 Annual General Meeting of Shareholders of SiamEast Solutions Public Company Limited ("the Company" or "SE"). The Chairman informed the meeting that the meeting procedures which would be kept short in regard to the outbreak of the Coronavirus disease (COVID-19). The Company has considered appropriate that any query or comment in relation to this AGM can be sent to the Board in advance as prescribed in the Invitation to the Meeting. In asking questions, the Company kindly asks the shareholders to write the questions, then submitted to the officers for forwarding to the directors. The company will answer questions only about matters regarding the agenda items. In this regard, the Chairman allocated Mrs. Sittha Saetiao, the Company Secretary to be the assistant in conducting the Meeting according to the agenda as the Moderator.

Mrs. Sittha Saetiao, the Company Secretary informed the meeting that there were 2 shareholders holding an aggregate of 95,799,774 shares, and 70 proxy holders holding an aggregate of 49,922,200 shares, totaling 72 shareholders and proxies holding an aggregate of 145,721,774 shares attending the Meeting and eligible to vote, or equivalent to 60.7174 percent, which exceeded 72 shareholders and proxies and 50 percent of the total issued shares of the Company, and thus constituted the quorum in accordance with the law and the Articles of Association of the Company.

The Chairman then declared the Meeting open and introduced the Board of Directors, Sub-Committee, the Executives, the Company's Legal counsels, the Company's auditor and Independent Financial Advisors to the Meeting. The Chairman informed the meeting that the Company has offered the shareholders the rights to propose matter to be included as an agenda, to nominate the directors by announcing the criteria through its website from 22 January 2021 – 22 February 2021. However, there was no such proposed matter for this Meeting.



The Moderator presented to the Meeting the following guidelines on the voting procedures and the counting of the votes by the shareholders, which were required for each agenda, so that all shareholders attending the Meeting were aware of it as follows:

- (1) According to Article 35 of the Articles of Association of the Company, each shareholder shall have the votes in the amount equal to the number of shares held by it being one vote per share. In case of an equality of votes, the Chairman of the meeting of shareholders shall have a casting vote in addition to his deliberative vote (if any).
- (2) The number of shareholders or proxies and the number of votes in each agenda may not be the same since some shareholders may register after the commencement of the meeting.
- (3) In counting the votes, only the approving votes of shareholders in each agenda will be counted, which shall then be deducted from all of the disapproving votes. The shareholders who do not provide his or her vote in a ballot to the staff or abstaining votes would be counted as the approving votes.
- (4) The shareholders who wish to disapprove or abstain votes can be voted by giving the cross mark (X) in the relevant block in such ballot. If the shareholders do not specify that it is a vote for vote more than one category of vote, the said ballot is considered invalid, except for the custodian votes.
- (5) The voting results of each agenda will be collected and informed to the meeting after the completion of the voting on each agenda item. The Moderator will conduct the meeting on the next agenda immediately by announcing the voting results at the end of the next agenda. For Director Election Agenda, the voting results will be announced at the same time when counting the votes for all directors has been completed.

Agenda 1 Chairman's Report

No matter to be informed.

Remark This agenda is only intended for acknowledgment of shareholders, therefore, does not require any voting and resolution.

Agenda 2 To consider and certify the Minutes of the 2020 Annual General Meeting of Shareholders

The Chairman informed the Meeting that for the 2020 Annual General Meeting of Shareholders held on 17 June 2020 was prepared correctly, details of which were in a copy of the minutes



circulated to the shareholders prior to this Meeting, in which the shareholders were given an opportunity to ask for inquiries. It appeared that no shareholders inquired about, opposed against or asked to amend the agenda. The Chairman informed the Meeting that this agenda must be passed by the majority votes of the total votes of shareholders attending the Meeting and eligible to vote.

The shareholders were given an opportunity to ask for inquiries. It appeared that no shareholders inquired about, opposed against or asked to amend the agenda. The Chairman then asked the Secretary of the Meeting to declare the votes and concluded the resolution as follows:

Resolution Upon due consideration, the Meeting anonymously resolved to certify the Minutes of the 2020 Annual General Meeting of Shareholder No. 24/2019 held on 29 April 2019 as follows.

Approved	145,721.774	votes	Equivalent to the percentage of	100.00
Disapproved	-	votes	Equivalent to the percentage of	0.00
Abstained	-	votes	Equivalent to the percentage of	0.00
Invalid ballots	-	votes	Equivalent to the percentage of	0.00

Agenda 3 **To consider and certify the Company's annual report and the board of directors' report of the work done for the period of 2020**

The Chairman asked Miss Orasa Vimolchalao, the Chief Executive Officer to present relevant information of the board of directors' report of the work done for the period of 2020, and Miss Orasa Vimolchalao reported to the Meeting that the operating results of the Company of the year 2020 appeared in the annual report and the Board of Directors' annual report, which have been circulated to the shareholders prior to this Meeting.

Then, the shareholders were given an opportunity to ask for inquiries.

Mr. Niran Phongklum, the shareholder, asked that how much is the outstanding debts of the Utility Business Alliance Co., Ltd. (UBA) owes to the Company? Is the incurring interest still at the rate 6.5% p.a.?

Miss Orasa Vimolchalao, the Chief Executive Officer responded that currently there was no outstanding debts of the Utility Business Alliance Co., Ltd. (UBA) owes to the Company.



Remark This agenda is only intended for acknowledgment of shareholders, therefore, does not require any voting and resolution.

Agenda 4 To consider and approve the Company's balance sheets, profit and loss statements for the fiscal year 2020 which have been audited by the auditor of the Company ended 31 December 2020

The Chairman informed the Meeting that the Company's committee has prepared the financial statements for the fiscal year ending December 31, 2020 which were audited and certified by the authorized auditors and committee in accordance with Section 112 of the Public Limited Companies Act B.E. 2535 (1992) (and its amendment) and the Company's Articles of Association Clause 39, the details appeared in the financial statements, which have been circulated to the shareholders prior to this Meeting.

The Chairman asked Mr. David Samanyaporn, Director and Chief Financial Management Officer, to inform the meeting regarding the Financial Statement of the fiscal year ending December 31, 2020.

The shareholders were given an opportunity to ask for inquiries. It appeared that no shareholders inquired about, opposed against or asked to amend the agenda. The Chairman informed the Meeting that this agenda must be passed by the majority votes of the total votes of shareholders attending the Meeting and eligible to vote, then asked the Secretary of the Meeting to declare the votes and concluded the resolution as follows:

Resolution Upon due consideration, the Meeting anonymously resolved to approve the Company's balance sheets, profit and loss statements for the fiscal year 2020 which have been audited by the auditor of the Company ended 31 December 2020 as follows.

Approved	145,721.774	votes	Equivalent to the percentage of	100.00
Disapproved	-	votes	Equivalent to the percentage of	0.00
Abstained	-	votes	Equivalent to the percentage of	0.00
Invalid ballots	-	votes	Equivalent to the percentage of	0.00



Agenda 5 To consider and elect the directors in replacement of those retiring by rotation, and the election of an additional new director, and determination of the authority of directors

The Chairman informed the Meeting that according to Section 71 of the Public Limited Companies Act B.E. 2535 and Article 17 of the Company's Articles of Association, one-third of the directors must retire from office and director who retires from the office in the first and second year after registration of the company shall draw lots. In subsequent years, the directors who remained in office for the longest time shall retire from the office. The director who retires from the office may be re-elected.

The Company had eight directors in total, therefore, there are three directors who have to retire by rotation in 2021 this year are as follows:

- | | | |
|----|-------------------------|---------------------------------|
| 1. | Dr. Thanachart Numnonda | Director / Independent Director |
| 2. | Mrs. Chanchira Smakthai | Director / Independent Director |
| 3. | Miss Nitkamon Wongpipat | Director |

The Chairman asked Miss Orasa Vimolchalao, the Chief Executive Officer to present relevant nomination of the directors of this agenda.

Miss Orasa Vimolchalao, the Chief Executive Officer informed the Meeting that the committee, excludes the committee who having a conflict of interest on this matter, had carefully considered the nominated candidates. The nominating process included a review from the Nomination and Remuneration Committee who opinioned that that the directors who retire from the position have sufficient knowledge and experience with good profiles, leadership skills together with beyond visions. They are also moral and have a good attitude toward company's organization, devoting time for company interests. Their qualifications are not prohibited by Public Limited Companies Act, B.E. 2535 (1992) (and its amendment) and The Securities and Exchange Act B.E. 2535 (and its amendment). Moreover, the independent director also meets the requirements of being an independent director according to the regulation of the Securities and Exchange Commission, whereby Dr. Thanachart Numnonda and Mrs. Chanchira Smakthai were capable of making independently comment and in line with the related regulations. In this regard, the details of the name and biography of directors who should vacate office and were nominated for a re-election, which have been circulated to the shareholders prior to this Meeting.



The Board, therefore, found that it appropriate to propose to the meeting for considering and re-appointing the 2 retired directors are set out below as the director of the Company for another term:

- | | | | |
|----|----------------|----------|---------------------------------|
| 1. | Dr. Thanachart | Numnonda | Director / Independent Director |
| 2. | Mrs. Chanchira | Smakthai | Director / Independent Director |

Together with proposed the Meeting to to elect an additional new director as follows:

- | | | | |
|----|------------|----------------|----------|
| 1. | Mr. Aniwat | Sawaengnaitham | Director |
|----|------------|----------------|----------|

For the sake of transparency of the voting process, the Moderator requested the nominated candidates to leave the meeting until this agenda is resolved. In addition, the Moderator requested the Meeting to consider and approve the authority of directors as the numbers and names of authorized directors whose signatories are binding upon the Company: "Miss Orasa Vimolchalao or Mr. Sittichai Leekasem together with Mr. Kirk Leekasem or Mr. Aniwat Sawaengnaitham jointly sign with the corporate seal affixed."

The shareholders were given an opportunity to ask for inquiries. It appeared that no shareholders inquired about, opposed against or asked to amend the agenda. The Chairman informed the Meeting that this agenda must be passed by the majority votes of the total votes of shareholders attending the Meeting and eligible to vote, then asked the Secretary of the Meeting to declare the votes and concluded the resolution as follows:

Resolution Upon due consideration, the Meeting resolved and elected the directors in replacement of those retiring by rotation, and the election of an additional new director, and determination of the authority of directors as follows:

- 5.1 Upon due consideration, the Meeting anonymously resolved to re-elect Dr. Thanachart Numnonda, who has to retire by rotation this year to retain office for another term as follows.

Approved	145,721.774	votes	Equivalent to the percentage of	100.00
Disapproved	-	votes	Equivalent to the percentage of	0.00
Abstained	-	votes	Equivalent to the percentage of	0.00
Invalid ballots	-	votes	Equivalent to the percentage of	0.00



- 5.2 Upon due consideration, the Meeting anonymously resolved to re-elect Mrs. Chanchira Smakthai, who have to retire by rotation this year to retain office for another term as follows.

Approved	145,721.774	votes	Equivalent to the percentage of	100.00
Disapproved	-	votes	Equivalent to the percentage of	0.00
Abstained	-	votes	Equivalent to the percentage of	0.00
Invalid ballots	-	votes	Equivalent to the percentage of	0.00

- 5.3 Upon due consideration, the Meeting anonymously resolved to elect Mr. Aniwat Sawaengnaitham as an additional new director of the Company as follows:

Approved	145,721.774	votes	Equivalent to the percentage of	100.00
Disapproved	-	votes	Equivalent to the percentage of	0.00
Abstained	-	votes	Equivalent to the percentage of	0.00
Invalid ballots	-	votes	Equivalent to the percentage of	0.00

- 5.4 Upon due consideration, the Meeting anonymously resolved to approve the authority of directors as the numbers and names of authorized directors whose signatories are binding upon the Company: "Miss Orasa Vimolchalao or Mr. Sittichai Leekasem together with Mr. Kirk Leekasem or Mr. Aniwat Sawaengnaitham jointly sign with the corporate seal affixed" as follows:

Approved	144,540,174	votes	Equivalent to the percentage of	100.00
Disapproved	-	votes	Equivalent to the percentage of	0.00
Abstained	1,181,600	votes	Equivalent to the percentage of	0.00
Invalid ballots	-	votes	Equivalent to the percentage of	0.00

- Agenda 6** To consider and approve the remuneration for the year 2021 to the Board of Directors and the Sub-Committees
- The Chairman asked the Moderator to present relevant information of the remuneration for the year 2021 to the Board of Directors and the Sub-Committees.



The Moderator informed the Meeting that section 90 of the Public Limited Companies Act, B.E. 2535 (1992) (and its amendment) prohibited that the company to pay money or any other property to the directors except payment as remuneration under the Company's Articles of Association. Article 22 of the Company's Articles of Association provides that the directors are entitled to remuneration from the company in the form of gifts, meeting allowances, rewards, bonuses, or other benefits if they receive the votes not less than two-thirds of the total votes of the shareholders present. The remuneration of the directors may be fixed or temporary until the resolution is changed. In addition, the directors are entitled to rewards and any company's incentive according to company's rules. The directors' remuneration as stated does not affect the right of the employees who are appointed to be directors to gain benefits as the employee of the company.

To determine the directors' remuneration for the year 2021 appropriately, in accordance with the duties and responsibilities of the directors. The nomination and remuneration committee proceeded by comparing between the company's director remuneration with other companies registered in the stock in the same industry and deemed it appropriate to propose the directors' remuneration as follows to the shareholders' meeting year 2021 for their approval.

Remuneration	2563	2564
<u>Meeting Allowance for Board of Directors (BOD)</u>		
- Chairman of BOD (THB/time)	15,000	15,000
- Directors (THB /person/time)	10,000	10,000
<u>Meeting Allowance for Audit Committee</u>		
- Chairman of the Audit Committee (THB /time)	12,000	12,000
- Member of the Audit Committee (THB /person/time)	10,000	10,000
<u>Monthly Allowance for Audit Committee</u>		
- Chairman of the Audit Committee (THB /month)	28,000	28,000
- Member of the Audit Committee (THB /person/month)	20,000	20,000



<u>Meeting Allowance for Recruitment and Remuneration Committee</u>		
- Chairman of the Recruitment and Remuneration Committee (THB /time)	12,000	12,000
- Members of the Recruitment and Remuneration Committee (THB /person/time)	10,000	10,000
However, Mr. Aniwat Sawaengnaitham, the Company's Directors, expressed their intention at the meeting to withdraw their rights from receiving remuneration as Members of the Recruitment and Remuneration Committee.		
<u>Other right and benefit</u>	-	-

The shareholders were given an opportunity to ask for inquiries. It appeared that no shareholders inquired about, opposed against or asked to amend the agenda. The Chairman informed the Meeting that this agenda must be passed by more than 2/3 (two-thirds) of the voting rights of shareholders attending the meeting and eligible to vote, then asked the Secretary of the Meeting to declare the votes and concluded the resolution as follows:

Resolution

Upon due consideration, the Meeting anonymously resolved by more than 2/3 (two-thirds) of the voting rights of shareholders attending the meeting and eligible to vote to approve the remuneration for the year 2021 to the Board of Directors and the Sub-Committees as follows:

Approved	145,721.774	votes	Equivalent to the percentage of	100.00
Disapproved	-	votes	Equivalent to the percentage of	0.00
Abstained	-	votes	Equivalent to the percentage of	0.00
Invalid ballots	-	votes	Equivalent to the percentage of	0.00

Agenda 7

To consider and appoint the auditor and fix the auditing fee for the year 2021

The Chairman informed the Meeting that according to section 120 of the Public Limited Companies Act, B.E. 2535 (1992) and Article 36 of the Company's Articles of Association provides that the annual general meeting of shareholders must appoint an auditor and determine the remuneration of the auditor of the Company every year. It is appropriated to consider and prove



the appointment of DIA International Audit Company Limited to be the Company's auditor for the fiscal year ending on 31 December 2021 with the nominated auditors as follows:

- | | |
|--------------------------------|----------------------------------|
| 1. Miss Suphaphorn Mungjit | Auditor registration number 8125 |
| 2. Miss Suwimol Chrityakierne | Auditor registration number 2982 |
| 3. Miss Somjintana Polhirunrat | Auditor registration number 5599 |

The nominated auditors are qualified with the Securities Exchange of Thailand and have no conflict of interest with its subsidiaries and the directors and the executives and/or the major shareholders or connected person that may affect to the independent performance. In the case where the proposed auditors are unable to perform a duty, DIA International Audit Company Limited is responsible for appointing other auditors of DIA for being auditors of the company. The Chairman proposed the audit fee to be no more than THB 1,000,000 per year for shareholders' approval.

The shareholders were given an opportunity to ask for inquiries. It appeared that no shareholders inquired about, opposed against or asked to amend the agenda. The Chairman informed the Meeting that this agenda must be passed by majority votes of shareholders attending the meeting and eligible to vote, then asked the Secretary of the Meeting to declare the votes and concluded the resolution as follows:

Resolution Upon due consideration, the Meeting anonymously resolved to appoint the auditor and fix the auditing fee for the year 2021 as follows:

Approved	145,721.774	votes	Equivalent to the percentage of	100.00
Disapproved	-	votes	Equivalent to the percentage of	0.00
Abstained	-	votes	Equivalent to the percentage of	0.00
Invalid ballots	-	votes	Equivalent to the percentage of	0.00

Agenda 8 To consider and approve the allocation of profit and dividend payment

The Chairman asked the Moderator to present relevant information of the allocation of profit and dividend payment for the year 2021.

The Moderator informed that the Meeting that section 116 of the Public Limited Companies Act, B.E. 2535 (1992) (and its amendment) and Clause 45 of the Company's Articles of Association which stipulate that the company must allocate part of the annual net profit as a reserved fund in



the amount not less than 5 percent of the annual net profit less the sum of accumulated loss brought forward (if any) until the reserved fund amounts to not less than 10 percent of the registered capital.

At present, the Company registered capital is THB 120,000,000, and legal reserved fund before allocating is in the amount of THB 7,523,402.84, with an equal 6.30 percent of the registered capital. For the fiscal year ending December 31, 2020, the company has a net profit of THB 25,203,291.88. The committee, therefore, agreed that it was appropriated to propose the AGM 2021 to consider and approve the payment of dividends for the year ending on 31 December 2020 to be reserved fund in the amount of THB 1,260,164.59 with equal 5.00 percent of the net profit according to the company's financial statement for the accounting period ending on 31 December 2020. After the allocation, the annual net profit to the reserved fund, the company's reserve fund will be 8,783,567.43 with equal 7.30 percent of the registered capital. Furthermore, the Company has a net profit after the deduction of incorporated income tax and the reserve fund in the amount of THB 25,203,291.88 plus no deficit.

The committee, therefore, agreed that it was appropriated to propose the shareholders' meeting to consider and approve the dividend payment for the fiscal year 2020 by stock dividend payment totaling 24,000,000 shares or equivalent to the ratio of 10 of existing shares to 1 new share or equivalent to a stock dividend at the rate of THB 0.05 per share. (calculation based on the number of the Company's issued and paid-up shares as of 6 March 2021 at 240,000,000 shares), or at the rate of THB 0.05 per share or equivalent to THB 12,000,000. In addition, to consider and approve the dividend payment by cash dividend for covering the withholding tax for stock dividend payment at the rate of THB 0.0055555556 per share for 240,000,000 shares, or equivalent to THB 1,333,333.34. The dividend payment shall be made on 14 May 2021, and the Record Date for the right to receive dividends is scheduled on 15 March 2021.

The shareholders were given an opportunity to ask for inquiries.

Mr. Niran Phongklum, the shareholder, asked that how much is the value of dividend stock and whether the dividend stocks are allocated from the capital increment?

Miss Orasa Vimolchalao, the Chief Executive Officer responded that the value of dividend stock is at par value of THB 0.50 from the allocation of profit as dividend stock and cash dividend for



the withholding tax, in which can be trade the stock market after the registration is completed. The share value is depending on the trading price in the stock market from time to time, so it can only be valued, the minimum value of the shares is at the par value at THB 0.50 baht. It is required to have the capital increment before the distribution of the stock dividend.

The Chairman informed the Meeting that there were no addition questions on this agenda, then further advised that this agenda must be passed by majority votes of shareholders attending the meeting and eligible to vote, then asked the Secretary of the Meeting to declare the votes and concluded the resolution as follows:

Resolution Upon due consideration, the Meeting anonymously resolved to approve the allocation of profit and dividend payment for the year 2021 as follows:

Approved	145,721.774	votes	Equivalent to the percentage of	100.00
Disapproved	-	votes	Equivalent to the percentage of	0.00
Abstained	-	votes	Equivalent to the percentage of	0.00
Invalid ballots	-	votes	Equivalent to the percentage of	0.00

Agenda 9 To consider and approve the increase in the Company's registered capital of THB 192,000,000 from THB 120,000,000 to THB 312,000,000 by issuing 384,000,000 newly issued ordinary shares at the par value of THB 0.50 per share.

The Chairman asked Mr. David Samanyaporn, Chief Financial Officer to present relevant information of the increment of the Company's registered capital.

Mr. David Samanyaporn, Chief Financial Officer informed the Meeting that it is necessary to increase the Company's registered capital of THB 192,000,000 from THB 120,000,000 to THB 312,000,000 by issuing 384,000,000 newly issued ordinary shares at the par value of THB 0.50 per share in order to the allocation of profit and dividend payment to shareholders of the Company as mentioned in agenda 8 and the acquisition of shares in Kessel (Thailand) Co., Ltd. ("KESSEL") in the amount of 73,826 ordinary shares or representing 92.2825 percent of all paid-off shares in KESSEL at the price of THB 3,521.79 per share, the total value of THB 260,000,000.



In the event that the increase in the Company's registered capital is not approved by the shareholders' meeting, the Company will be supported by from financial institutions to comply with the agreement to acquire 73,826 ordinary shares in Kessel (Thailand) Co., Ltd. In the case of increasing the Company's registered capital is approved by the shareholders' meeting, but not approve the acquisition of common shares in Kessel (Thailand) Co., Ltd., the Company shall continue with strategic plan for long-term growth of the group of companies by way of acquisition of other businesses that will increase the competitiveness in the long term and /or spend such cash flow to be used as working capital in the Company for further expansion of the existing businesses. The Board approved to propose for approval at the AGM 20214 to consider and approve the increase of the Company's registered capital as follows:

1. Increase of the Company's registered capital of THB 12,000,000 from THB 120,000,000 to THB 132,000,000 by issuing newly issued ordinary shares of 24,000,000 shares at par value of THB 0.50 per share to reserve for stock dividend payment; and
2. Increase of the Company's registered capital of THB 180,000,000 from THB 132,000,000 to THB 312,000,000 by issuing newly issued ordinary shares of 360,000,000 shares at par value of THB 0.50 per share to reserve for offering of newly issued ordinary shares to existing shareholders in proportion to their shareholding (right offering) to use the funds which have been receiving from offering of newly issued ordinary shares to make the payment of shares acquisition in Kessel subject to the condition that the Shareholders' Meeting has approved the acquisition of assets and/or use for working capital of the Company and/or as repayment of the Company's liabilities and/or use for the expansion businesses of the Company, such as acquisitions of assets or other transactions as deemed appropriated by the Board of Directors of the Company, whereby the Company shall comply with the Notification of the Stock Exchange of Thailand on Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition or Disposition of Assets, B.E. 2547 (2004) dated October 29, 2004 in connection with the investment in the expansion of businesses of the Company.

Combining both parts, it was proposed to the shareholders' meeting to consider and approve the increase in the Company's registered capital of THB 192,000,000 from THB 120,000,000 to THB 312,000,000 by issuing 384,000,000 newly issued ordinary shares at the par value of THB 0.50 per share.



The shareholders were given an opportunity to ask for inquiries.

Mr. Niran Phongklum, the shareholder, asked that whether the Company has a plan to move from Market for Alternative Investment – MAI to the Stock Exchange of Thailand (SET) after the capital increment is succeeded.

Miss Orasa Vimolchalao, the Chief Executive Officer responded that the Company is now under the consideration whether it is appropriated to move from Market for Alternative Investment – MAI to the Stock Exchange of Thailand (SET). After the capital increment is succeeded, the Company will be qualified to be listed in the Stock Exchange of Thailand (SET), in which the Company may consider that action is taken at appropriate timing and opportunities.

The Chairman informed the Meeting that there were no addition questions on this agenda, then further advised that this agenda must be passed by more than 3/4 (three-fourths) of the voting rights of shareholders attending the meeting and eligible to vote, then asked the Secretary of the Meeting to declare the votes and concluded the resolution as follows:

Resolution Upon due consideration, the Meeting resolved by majority votes of not less than 3/4 (three-fourths) of the voting rights of shareholders attending the meeting and eligible to vote to approve the increase in the Company's registered capital of THB 192,000,000 from THB 120,000,000 to THB 312,000,000 by issuing 384,000,000 newly issued ordinary shares at the par value of THB 0.50 per share to allocate the stock dividend to the shareholders and to use the cash received from the disposal of the said shares to pay for the purchase of common shares in Kessel (Thailand) Co., Ltd. from PPM Engineering Co., Ltd as follows:

Approved	145,521.774	votes	Equivalent to the percentage of	99.8628
Disapproved	-	votes	Equivalent to the percentage of	0.00
Abstained	200,000	votes	Equivalent to the percentage of	0.1372
Invalid ballots	-	votes	Equivalent to the percentage of	0.00

Agenda 10 **To consider and approve the amendment of Clause 4 of the Memorandum of Association to be in line with the Company's capital increased.**

The Chairman informed the Meeting that it is necessary to amend Clause 4 of the Memorandum of Association to be in line with the Company's capital increased as approved in Agenda 9. The



Board proposed to the meeting to consider and approve the amendment of the Memorandum of Association in Clause 4 per the following details:

“Clause 4.	Company's registered capital of	THB 312,000,000
	Divided into	624,000,000 shares
	The par value of	THB 0.50 per share
	Divided into:	
	Ordinary share	624,000,000 shares
	Preference share	- shares”

Once this meeting approves the amendment of the Memorandum of Association in Clause 4, the person entrusted by the Board to register the amendment of the Memorandum of Association of the Department of Business Development, the Ministry of Commerce is entitled to amend and add wording to comply with the order of the Company Partnership Registrar.

The shareholders were given an opportunity to ask for inquiries. It appeared that no shareholders inquired about, opposed against or asked to amend the agenda. The Chairman then advised that this agenda must be passed by more than 3/4 (three-fourths) of the voting rights of shareholders attending the meeting and eligible to vote, then asked the Secretary of the Meeting to declare the votes and concluded the resolution as follows:

Resolution Upon due consideration, the Meeting resolved by majority votes of not less than 3/4 (three-fourths) of the voting rights of shareholders attending the meeting and eligible to vote to approve the amendment of Clause 4 of the Memorandum of Association to be in line with the Company's capital increased as proposed as follows:

Approved	145,521.774	votes	Equivalent to the percentage of	99.8628
Disapproved	-	votes	Equivalent to the percentage of	0.00
Abstained	200,000	votes	Equivalent to the percentage of	0.1372
Invalid ballots	-	votes	Equivalent to the percentage of	0.00

Agenda 11 To consider and approve the allocation of newly issued ordinary shares not exceeding 384,000,000 shares



The Chairman informed the Meeting that the Meeting has resolved to approve the increment of the Company's registered capital of THB 192,000,000 from THB 120,000,000 to THB 312,000,000 by issuing 384,000,000 newly issued ordinary shares at the par value of THB 0.50 per share in agenda 9, the Company is required to allot newly issued ordinary shares in two categories, and asked that the Moderator to present relevant information of the allocation of newly issued ordinary shares not exceeding 384,000,000 shares.

The Moderator informed that the Meeting that the Company is required to allot newly issued ordinary shares in two categories in accordance with the resolution of the meeting in the agenda 9 as follows:

Category 1

Allot newly issued ordinary shares not exceeding 24,000,000 shares for stock dividend payment at the ratio of 10 existing shares to 1 newly issued ordinary shares totaling THB 12,000,000 or equivalent to a stock dividend at the rate of THB 0.05 per share. In the event that there is any fraction of stock dividend after the allocation, the Company shall pay cash dividends for those fractions in lieu of stock dividend at the rate of THB 0.0555555556 per share.

The allotment of newly issued ordinary shares for stock dividend payment in category 1 shall be excluded from the allotment of newly issued ordinary shares to existing shareholders in proportion to their shareholding (right offering) in category 2, in which the Company shall register the paid-up capital increase with the Department of Business Development, the Ministry of Commerce with May 2021. However, the determination of such rights is still uncertain and subject to approval from the Ordinary General Meeting of Shareholders.

Category 2

Allot newly issued ordinary shares not exceeding 360,000,000 shares for offering of newly issued ordinary shares to existing shareholders in proportion to their shareholding (right offering) for the payment of shares acquisition in Kessel. at the ratio of 2 existing shares to 3 newly issued ordinary shares, any fraction shall be discarded. In this regards, the existing shareholders are entitled to subscribe shares in excess of their rights in which the excess subscribed shares will be allotted to the shareholders who subscribe shares in excess of their rights after newly issued ordinary shares have been allotted to all shareholders who subscribe shares as per their rights in the first round.



- 1) In case the number of residual newly issued ordinary shares is more than or equal to the number of newly issued ordinary shares which have been subscribed in excess. The Company will allot newly issued ordinary shares in full to all shareholders who state their intention to subscribe shares in excess of their rights and has paid in full amount.
- 2) In case the number of the residual newly issued ordinary shares, are less than the number of newly issued ordinary shares which have been subscribed in excess:
 - 2.1 The Company will allot the residual newly issued ordinary shares to the shareholders who subscribe shares in excess of their rights after newly issued ordinary shares have been allotted to all shareholders who subscribe shares as per their rights in first round by way of multiply by the remaining shares. The result of the calculation is equal to the subscribed number of shares, any fraction shall be discarded. However, the number of shares to be allocated must not exceed the number of shares that each shareholder has subscribed and made the full payment of the subscription price.
 - 2.2 In the event that there are remaining shares after the allocation under 2.1), the Company will allot the remaining shares to those subscribers in excess of their rights, which has not been allocated in proportion to the original shareholding portion of the person who subscribes in excess of their rights, any fraction shall be discarded. However, the number of shares to be allocated must not exceed the number of shares that each shareholder has subscribed and made the full payment of the subscription price according to the method in this clause until there are no shares remain from the allocation.

In the event that the allocation of shares in excess of rights shall not result in any subscribe allotted shares and reach or cross the point that need to make a tender offer pursuant to the law and relevant regulations.

The recording date for the Right Offering for the shareholders who are entitled to subscribe of newly issued ordinary shares is scheduled for 10 May 2021 and the subscription date for newly issued ordinary shares offered to existing shareholders in proportion to their shareholding is scheduled from 7 June 2021 until 11 June 2021 totaling 5 business days respectively, in which



the Company shall register the paid-up capital increase with the Department of Business Development, the Ministry of Commerce within 14 days after the date in which the Company receives payment from the shares being offered under the Right Offering. However, the determination of such rights is still uncertain and subject to the approval from the Ordinary General Meeting of Shareholders.

In this regard, the executive board of directors and/or person authorized by board of director is authorized to conduct various matters relating to offering of newly issued ordinary shares to existing shareholders in proportion to their shareholding (Rights Offering), including but not limited to:

- 1) Specifying or amendment the terms and conditions and details relating to offering of newly issued ordinary shares (Right Offering) including the following:
 - 1.1) Amount of newly issued ordinary shares offered to existing.
 - 1.2) The recording date for the Right Offering for the shareholders who are entitled to subscribe of newly issued ordinary shares.
 - 1.3) Proportion of the Right Offering (Offering ratio of existing shares to newly issued ordinary share)
 - 1.4) Offering price and the calculation of the offering price for the Right Offering
 - 1.5) Allocation methods for shares in excess of the rights
 - 1.6) Subscription period and subscription payment of the Right Offering and terms and conditions and details relating to offering of newly issued ordinary shares (Right Offering)
- 2) To Negotiate, prepare, sign, and/or amend relevant documents and agreements including perform any action that is necessary and appropriate and relating to offering of the Company's newly issued ordinary shares.
- 3) To execute, enter, sign, and amend applications for permission, applications for relaxation, notices, and evidence necessary for, and in connection with, the allotment of these ordinary shares of the Company including, without limitation, relevant registration with the Ministry of Commerce; communication and submission of applications for permission and relaxation, notices, and relevant documents and evidentiary materials to



government or relevant agencies; and amendment and addition to, or modification of, applications or statements in those relevant documents; and listing the ordinary shares on the stock exchange; and do anything necessary and relevant to ensure the successful allotment of the ordinary shares of the Company.

- 4) To appoint and assign any person to act the attorney-in-fact to perform anything necessary for, in connection with the foregoing matters.

The shareholders were given an opportunity to ask for inquiries.

Mr. Niran Phongklum, the shareholder, asked that whether the dividend payment date is the same as the date for determining the list of shareholders who are entitled to receive the right offering?

The Moderator responded that the dividend payment date is at 14 May 2021 is not the same as the date for determining the list of shareholders who are entitled to receive the right offering on 10 May 2021.

The Chairman informed the Meeting that there were no addition questions on this agenda, then further advised that this agenda must be passed by the majority votes of shareholders attending the meeting and eligible to vote, then asked the Secretary of the Meeting to declare the votes and concluded the resolution as follows:

Resolution Upon due consideration, the Meeting anonymously resolved to approve the allocation of newly issued ordinary shares not exceeding 384,000,000 shares as proposed as follows:

Approved	145,521.774	votes	Equivalent to the percentage of	99.8628
Disapproved	-	votes	Equivalent to the percentage of	0.00
Abstained	200,000	votes	Equivalent to the percentage of	0.1372
Invalid ballots	-	votes	Equivalent to the percentage of	0.00

Agenda 12 To consider and approve the acquisition of assets in the ordinary shares of Kessel (Thailand) Co., Ltd. (KESSEL), which is connected transaction of the Company.



The Chairman asked Mr. David Samanyaporn, Chief Financial Officer to present relevant information of the acquisition of assets in the ordinary shares of Kessel (Thailand) Co., Ltd. (KESSEL) from PPM Engineering Co., Ltd., which is a connected transaction of the Company.

Mr. David Samanyaporn informed the Meeting that the Company aims to expand its business lines as to the production and assembly of pipes for distribution under various trademarks, which is a business continuous from existing business lines by investing in a good quality project that is high potential to grow. At present, the Company solely operates the industrial distribution business in the product lines such as pump systems, pipe systems and connected technologies which are a competitive risk and limited growth. Therefore, the Company intends to acquire an ordinary share in Kessel (Thailand) Co., Ltd. to carry on a manufacturer of pipes to distribute under various trademarks in order to further expand its existing business and develop projects related to the main company's product line, thereby improving the company profits, while also further strengthening the Company finance and reducing a conflict of interest among the majority of shareholders in a long-term period. Mr. David Samanyaporn therefore proposed to the Meeting to approve the acquisition of shares in Kessel (Thailand) Co., Ltd. from PPM Engineering Co., Ltd., holding 73,826 shares, as equal to 92.2825 percent of paid-up capital of from Kessel (Thailand) Co., Ltd. at the price THB 3,521.79 per share in total of THB 260,000,000.

The Chairman informed the Meeting that the said transaction is considered the acquisition or disposition of assets according to the Capital Market Supervisory Board Notification No. TorChor.20/2551 Governing "Rules on Entering into Material Transactions Deemed as Acquisition or Disposition of Assets" dated August 31, 2008 (including to the additional revised) and the Notification of the Stock Exchange of Thailand governing "Disclosure of Information and Required Actions of Listed Companies concerning the Acquisition or Disposition of Assets" (hereafter called "announcement of asset acquisition or distribution"). The transition after calculating and using the consolidated financial statements for the period ended December 31, 2020, is more than 50 percent of the total asset of the company.

This acquisition of asset is considered as connected transaction according to Notification of the Stock Exchange of Thailand Torjor.21/2551 regarding "The Regulation of Connected Transaction" dated August 31, 2008 (including to the additional revised) and Notification of the Stock Exchange of Thailand governing "Disclosure of Information and Required Actions of Listed



Companies concerning the Acquisition of Disposition of Assets 2003" dated November 19, 2003, and the section 89/12 under the Securities and Exchange Act B.E. 2535 (hereinafter called " the announcement of connected transaction"). With the reason that the Company and PPM Engineering having jointly the majority of the shareholders and co-directors are Miss Orasa Vimolchalao and Mr. Sittichai Leekasem, holding 39.9297 percent of the total purchased shares of the Company, considered as the majority of shareholders and connected persons. The connected person holding shares of PPM Engineering and Trading company limited, in equal 100 percent of the purchased shares. The asset acquisition after computation is more than 3 percent of the asset values of the company (NTA), according to the financial statement for the period ended December 31, 2020.

The Chairman asked Mr. Wuttichai Thammasaroj, the Independent Financial Advisor from Discover Management Limited to present the report of independent financial advisor (IFA) to the Meeting.

Mr. Wuttichai Thammasaroj, the Independent Financial Advisor from Discover Management Limited informed the Meeting that the payment of interim dividend of Kessel (Thailand) Co., Ltd. to the previous shareholders before the acquisition by the Company was reasonable. It was the normal transactions under merger and acquisition practices and was part of the business agreement to acquire shares in Kessel (Thailand) Co., Ltd., between the parties. Nevertheless, the payment of the dividend to the previous shareholders which was partially from the loan borrowed from financial institution might increase the Company's debt to equity ratio from 0.00 times to 0.09 times, in which the Board of Directors of the Company is of the opinion that the proposed change of debt-to-equity ratio does not significantly impact to the Company's future ability to secure the loan from the financial institutions.

In addition, the Board of Directors of the Company is of the opinion that Mr. Kirk Leekasem is entitled to vote in the general meeting of shareholders to consider such matter since he is not considered a conflict party to the proposed transaction, subject to the condition that he is not under the influence or control of Miss Orasa. Vimolchalao and Mr. Sittichai Leekasem that will cause independence in voting whether to enter into the transactions, including not receiving any benefits from agreeing to enter into the transactions either directly or indirectly. However, Mr.



Kirk Leekasem did not attend this meeting, so that there is no issue of Mr. Kirk Leekasem to be considered.

If this meeting approves the abovementioned acquisition, the Chairperson proposed this meeting to appoint and authorize directors and/or Chief Managing Director and/or persons designated by authorized directors and/or Chief Managing Director to (a) determine, amend, and add other details necessary for, and regarding, the allotment of this transaction as they consider appropriate; (b) communicate, negotiate, enter, sign, and amend, agreements in connection with the transaction; (c) enter, sign, amend and execution applications for permission, notices, and evidence necessary for, and in connection with the transaction and to do anything necessary and relevant to ensure the success of the transaction to comply with the law and/or related regulations.

The shareholders were given an opportunity to ask for inquiries.

Mr. Niran Phongklum, the shareholder asked that how many employees does Kessel (Thailand) Company have? Will there be any restructuring of the company with Kessel (Thailand) Company Limited after the closing of transaction?

The Chairman responded that Kessel (Thailand) Co., Ltd., currently, employs approximately 30 staff members. There will be no company restructuring which will be impact on the employees after the closing of transaction.

Mr. Niran Phongklum, the shareholder asked that how the assets of Kessel (Thailand) Company Limited, such as houses and land in Rayong, worth approximately 4,000,000 baht, will be utilized?

The Chairman responded that the land and house in Rayong of Kessel (Thailand) Co., Ltd. is currently used as a temporary office and worker housing.

Mr. Niran Phongklum, the shareholder asked that what is the dividend payment rate of Kessel (Thailand) Company Limited to the existing shareholders? Will it impact the dividend payout rate increase if the Company acquires the shares in Kessel (Thailand) Co., Ltd.? How does the Company have business competitors and market share?



The Chairman responded that Kessel (Thailand) Co., Ltd. does not have a clear dividend payment rate. The dividend payment rate is depending on the operating outcome.

Mr. David Samanyaporn, Chief Financial Officer informed the dividend payment rate is depending on the cash management policy. Kessel (Thailand) Co., Ltd. is a key company whose operations are comparable to the last jigsaw of the petrochemical industry, in which is able to use common facilities in the industry. They also offer different products from the market to complete the process in the industry, it can create value for the market. There is a huge growth opportunity and the results of operations across the industry also results in greater price control.

Mr. Niran Phongklum, the shareholder asked that what are the details of the dividend payment of Kessel (Thailand) Co., Ltd. using a loan from a financial institution?

Mr. Wuttichai Thammasaroj, the Independent Financial Advisor from Discover Management Limited responded that dividend payments were paid from Loan of THB 50,000,000 and cash from the Company of THB 25,000,000.

The shareholders were given an opportunity to ask for inquiries. It appeared that no shareholders inquired about, opposed against or asked to amend the agenda. The Chairman then advised that this agenda must be passed by more than 3/4 (three-fourths) of the voting rights of shareholders attending the meeting and eligible to vote, by excluding the votes of Miss Orasa Vimolchalao, and Mr. Sittichai Leekasem, who have a conflict of interest, in the agenda related to shares acquisition, then asked the Secretary of the Meeting to declare the votes and concluded the resolution as follows:

Resolution

Upon due consideration, the Meeting resolved by majority votes of not less than 3/4 (three-fourths) of the voting rights of shareholders attending the meeting and eligible to vote, excluding shareholders who have an interest in the transaction which are Miss Orasa Vimolchalao, holding 95,796,400 shares and Mr. Sittichai Leekasem, holding 34,700 shares, totaling equivalent to 39.93 percent of paid-up capital, to approve the acquisition of assets in the ordinary shares of Kessel (Thailand) Company Limited from PPM Engineering and Trading Company Limited which is a connected transaction of the Company as follows:



Approved	49,690,574	votes	Equivalent to the percentage of	99.5989
Disapproved	-	votes	Equivalent to the percentage of	0.00
Abstained	200,100	votes	Equivalent to the percentage of	0.1372
Invalid ballots	-	votes	Equivalent to the percentage of	0.4011

Agenda 13 Other Business

The Chairman informed the Meeting for the acknowledgment that the Board of Directors Meeting No.3/2564 held on 25 April 2021 at 10.00 a.m., has resolved to incorporate of a subsidiary company for the purpose of the investment as a holding company, and asked Miss Orasa Vimolchalao, the Chief Executive Officer to present relevant information of incorporation of a subsidiary company.

Miss Orasa Vimolchalao, the Chief Executive Officer informed the Meeting that the information of incorporation of a subsidiary company are as follows:

1. Company's name : OKS Group Holding Company Limited
2. Incorporation Date : Within May 2021
3. Registered Capital : THB 1,000,000 by issuing 100,000 newly issued ordinary shares at the par value of THB 10 per share
4. Proportion of shareholding : SiamEast Solutions Public Company holding 99,998 shares in total as equal 99.99 percent of the company's shares
5. Business objectives : Holding Company
6. Address : 15/1 Provincial Highway 3191, Huai Pong Sub-district, Mueang Rayong district, Rayong Province
7. Source of funds : Revolving fund of the company

Remark Resolution in this agenda is only intended for acknowledgment of shareholders, therefore, does not require any voting and resolution.

The shareholders were given an opportunity to ask for inquiries.



Mr. Niran Phongklum, the shareholder asked that how much is the amount that has not been recognized as income (Backlog) for SiamEast Solutions Public Company and Utility Business Alliance Co., Ltd.?

Miss Orasa Vimolchalao, the Chief Executive Officer responded that there are unrecognized portions (backlog) waiting for the recognition of future revenues in the five-year period for 5 contracts totaling approximately 4,000 million baht for SiamEast Solutions Public Company and Utility Business Alliance Co., Ltd.

As it appeared no additional inquiries or agenda from shareholders, Dr. Thanachart Numnonda, the Chairman of the Meeting, declared the Meeting adjourned and thanked all shareholders for attendance.

The Meeting was adjourned at 11.40 a.m.

A handwritten signature in blue ink, consisting of stylized letters and a vertical stroke.

Dr. Thanachart Numnonda
Chairman of the meeting

A handwritten signature in blue ink, consisting of a cursive script.

Mrs. Sittha Saetiao
Company Secretary
Recorder of the Meeting



Curricula Vitae of Nominated Directors

Ms. Orasa Vimolchalao

Age: 68 Years

Nationality: Thai

**Date of Appointment : 1st time appointed on February 26, 2016 2nd time appointed on April 23, 2019
3rd time appointed on April 29, 2022**

Director is qualified to be : Director

Position in the company: Director/CEO/ Chairman of the Risk Committee

Experience: 37 Years

No. of years on the board: 6 Years

Shareholding in company: 40.699

Education

-Master of Business Administration, National Institute of Development Administration

-Bachelor of Engineering (Mechanical), Khon Kaen University

Director Training

- Director Accreditation Program (DAP) SEC/2015
- Criminal Liability for Directors and authorized persons: Is the new law better than the previous one?
- Individual development planning for effective results and organizational solutions
- Basic Valuation for IR
- 3rd CSR for corporate Sustainability
- Applying financial reporting standards for the first time (TFRS 1)
- Cope with new revenue recognition criteria TFRS15
- 6th Orientation Course-CFO Focus on financial reporting
- IR Fundamental Course



Committee/Director in Other Businesses (Information as of December 31, 2021)

Listed Companies in other : None

Non-List Companies:

1.	Siam Ratchathanee (East) Company Limited	Director/Chairman of the Executive Committee / Chief Executive Officer	1993-2016
2.	V-Care Global Health Company Limited	Director	2016-present
3.	Siamraj Travel Company Limited	Director/Managing Director	2004-present
4.	Vimolchalao Company Limited	Director	2004-present
5.	Utility Business Alliance Company Limited	Director	2001-present
6.	Kessel (Thailand) Company Limited	Director/Managing Director	1994-present
7.	PPM Engineering Company Limited	Director/Managing Director	1989-present

Committee / Director of other business that may cause conflict: There are 3 businesses according to the above experience.

Relationship with Directors / major shareholder or subsidiary: The wife of the majority shareholder, namely Mr. Sittichai Leekasem and Mother of Mr. Kirk Leekasem.

Meeting Attendance 2021

Meetings	Attendance/Meetings	Percentage
The Board of Directors Meeting	7/7	100%
Executive Committee Meeting	12/12	100%
Risk Committee Meeting	1/1	100%

Additional Qualifications for Nominated Directors

1. Directors who are involved in the management of work, employees, employees or consultants who receive a regular salary of the company or subsidiary	Yes
2. Professional service providers (such as auditors, legal counsel)	No
3. Business relationship that may cause inability to function independently (such as buying-selling raw materials / products / services, lending money or lending money)	No



Curricula Vitae of Nominated Directors

Ms. Jiranat Sumanont

Age: 48 Years

Nationality: Thai

Date of Appointment : 1st time appointed on February 26, 2016 2nd time appointed on April 26, 2017
3rd time appointed on April 23, 2019 4th time appointed on April 29, 2022

Director is qualified to be: Director/Independent Director

Position in the company: Director / Independent Director / Audit Committee/ Nomination and Remuneration Committee

Experience: 27 Years

No. of years on the board: 6 Years

Shareholding in company: None

Education

- Bachelor of Engineering (Chemical), Khon Kaen University

Director Training

- 128th Director Accreditation Program (DAP) 2016

Committee/Director in Other Businesses (Information as of December 31, 2021)

Listed Companies in other: None

Non-Listed Companies:

1. Suez Water Technology & Solutions Company Limited
Position of Senior Sale Division Manager APAC-Projects and Key Accounts
2019-present

Committee / Director of other business that may cause conflict : None

Relationship with Directors / major shareholder or subsidiary : None



Meeting Attendance 2021

Meetings	Attendance/Meetings	Percentage
The Board of Directors meeting	7/7	100%
Audit Committee Meeting	4/4	100%
Nomination and Remuneration Committee Meeting	1/1	100%

Additional Qualifications for Nominated Directors

1. Directors who are involved in the management of work, employees, employees or consultants who receive a regular salary of the company or subsidiary	No
2. Professional service providers (such as auditors, legal counsel)	No
3. Business relationship that may cause inability to function independently (such as buying-selling raw materials / products / services, lending money or lending money)	No



Curricula Vitae of Nominated Directors

Mr. David Samanyaporn

Age: 57 Years

Nationality: Thai

Latest Appointment Date: 1st time appointed on February 23, 2019 2nd time appointed on April 29, 2022

Director position qualified to be: Director

Position in the Company: Director/ Audit Committee/ Nomination and Remuneration Committee/ Chief Financial Officer

Experience: 29 Years

No. of years on the board: 3 Years

Shareholding in company: None

Education

- Master of Industrial Engineering, Chulalongkorn University.
- Bachelor of Biotechnology (Bioengineering), Kasetsart University.

Director Training

- Director Accreditation Program (DAP) 160/2020
- The New CFO (Crisis Financial Officer)
- Orientation Course-CFO Focus on Financial Report 8/2019
- Supply Chain Finance and Blockchain Technology 2019
- Certificate of Machine and Deep learning 2019
- CFA Level I (Training Boot Camp) 2017, CFA Institute.
- e-Learning CFO's Refresher

Committee/Director in Other Businesses (Information as of December 31, 2021)

Listed Companies in other: None

Non-Listed Companies: 1. World Credit Foncier, Thailand
Position of Director, Audit & Risk Committee
2018-present
2. OKS Group Holding Company Limited
Position of Director,



<p>2015-present</p> <p>3.Position of Director,</p> <p>Kessel (Thailand) Company Limited</p> <p>2016-2018</p>	
<p>Committee / Director of other business that may cause conflict: None</p>	
<p>Relationship with Directors / major shareholder or subsidiary: None</p>	
<p><u>Additional Qualifications for Nominated Directors</u></p>	
<p>1. Directors who are involved in the management of work, employees, employees or consultants who receive a regular salary of the company or subsidiary</p>	<p>Yes</p>
<p>2. Professional service providers (such as auditors, legal counsel)</p>	<p>Yes</p>
<p>3. Business relationship that may cause inability to function independently (such as buying-selling raw materials / products / services, lending money or lending money)</p>	<p>No</p>

Curricula Vitae of Nominated Directors

Ms. Nitkamol Wongpipat

Age: 43 Years

Nationality: Thai

Latest Appointment Date: 1st time appointed on February 23, 2019 2nd time appointed on April 29, 2022

Director position qualified to be: Director

Position in the Company: Accounting Manager

Experience: 13 Years

No. of years on the board: 2 Year (2019-2021)

Shareholding in company: None

Education

- Bachelor of Accounting (Management Accounting), University of the Thai Chamber of Commerce

Director Training

- 167th Director Accreditation Program (DAP) 2019
- Insights into financial reporting standards
- Guideline for preparing financial reports for companies affected by COVID-19
- In-depth TFRS 9, TFRS 16 : essence impact, practice guidelines and case studies.
- In-depth financial reporting standards.
- SCP Straight Through
- Important issues and tax preparation of accountants
- e-learning CFO's Orientation Course for New IPOs

Committee/Director in Other Businesses (Information as of December 31, 2021)

Listed Companies in other : None

Non-Listed Companies: None

Committee / Director of other business that may cause conflict: None

Relationship with Directors / major shareholder or subsidiary: None

Additional Qualifications for Nominated Directors



1. Directors who are involved in the management of work, employees, employees or consultants who receive a regular salary of the company or subsidiary	Yes
2. Professional service providers (such as auditors, legal counsel)	No
3. Business relationship that may cause inability to function independently (such as buying-selling raw materials / products / services, lending money or lending money)	No



Regulation of Association for Annual General Meeting of Shareholders

Shareholders' meeting

Article 31. The Board of Directors shall arrange for the shareholders' meeting to be Annual General Meeting within four (4) months from the end of the Company's fiscal year.

Shareholders' meetings other than the first paragraph is called an extraordinary general meeting, whereby the Board of Directors may organize an extraordinary general meeting of shareholders at any time as deemed appropriate.

One or more shareholders with a total of not less than ten (10) percent of the total number of shares sold, can together to make a request to the Board of Directors to arrange an extraordinary meeting of shareholders at any time. However, the shareholders must clearly specify the subject and reason for requesting the meeting to be arranged in the said letter. In this case that the Board of Directors must arrange for a meeting of shareholders within forty-five (45) days from the date of receiving the letter from the shareholders.

In the event that the Board of Directors fails to arrange a meeting within the period specified in paragraph three, and the number of shareholders who are named or other shareholders together has the number of shares combined as required, the Board of Directors must arrange for a meeting of shareholders within forty-five (45) days from the due date of the period under paragraph three. In this case, this shall be considered as a meeting of shareholders which the Board of Directors convenes. The company is responsible for any necessary expenses incurred from arranging meetings and facilitating as appropriate.

In the event that there is a shareholders' meeting to arrange another meeting, because of the number of shareholders attending the meeting under paragraph four does not constitute a quorum as specified in the Company's Articles of Association, clause 33 paragraph one. So, the fourth paragraph must be jointly responsible for the expenses incurred from arranging the meeting for the Company.

Article 32. The business to be transacted at the general meeting of shareholders shall be decided by the board of directors and the notice of the meeting of shareholders shall specify the place, the date and the nature of the business to be transacted: for approval, for acknowledgment or for consideration together with the opinion of the board. Such notice shall be dispatched to shareholders and the registrar at least seven (7) days prior to the propose date for the meeting. The notice of the shareholders meeting must be advertised in the newspaper three (3) consecutive days at least three (3) days prior to the meeting date.

The shareholders meeting of the company shall be held at the head office of the Company or nearby province or any places as fixed by the board of directors.

Article 33. At every meeting of shareholders, more than twenty- five (25) shareholders or one-half (1/2) of the number of shareholders and having the total number of shares not less than one-third (1/3) of the issued and paid up capital shall constitute the quorum.



At any shareholders meeting, if within one (1) hour from the time appointed for the meeting, the quorum prescribed by the above paragraph is not present, the meeting, if summoned upon the requisition of shareholders, shall be dissolved. If the shareholders meeting had not been summoned upon the request of shareholders, another shareholders meeting shall be summoned. The invitation letter to the meeting shall be dispatched to shareholders at least seven (7) days prior the meeting day. At such meeting, no quorum shall be necessary.

Article 34. In the event the Chairman of the board of directors is unable to convene and/or attend the meeting of shareholders, the Vice Chairman will take the chair. In the event that the Vice Chairman cannot convene and/or attend the meeting of shareholders, the shareholders, attending the meeting shall appoint any of the shareholders as decided from time to time to take the chair.

Article 35. In casting the votes, each shareholder shall have one (1) vote for each share. A shareholder who has, in a resolution, special interest may not vote on such resolution, except the voting for appointment of directors. A resolution of the shareholder meeting will be valid, as the follows:

(1) In the normal case, the majority of votes of the shareholders who attend the meeting and cast their votes. If there are equal votes. The chairman of the meeting shall have an additional one (1) casting vote.

(2) In the following cases: Hold a vote of not less than three-fourths (3/4) of the total number of votes. Shareholders are present at the meeting and have the right to vote.

- (A) The sell or transfer of the entire or partial of the business of the Company.
- (B) The purchase or acceptance of the business of a private company;
- (C) Amendments or cancellations of contracts relating to the lease of all or part of the business of the Company, the assignment of any other person to manage the business of the Company; or a merge with another person, with the purpose is to divide the profits.
- (D) Amendment of Memorandum of Association
- (E) Increase or decrease the registered capital of the Company
- (F) The dissolution of the company;
- (G) The issuance of debentures of the Company;
- (H) the merge of the Company with other companies;

Article 36. Business of the General Meeting of Shareholders

- (1) To acknowledge the report of the Board of Directors showing the Company's business in the past year.
- (2) To consider and approve the balance sheet and the profit and loss statement.
- (3) To approve the appropriation of profit.
- (4) To consider the election of new directors to replace the retiring directors.
- (5) To determine the remuneration of the directors;
- (6) To appoint the auditors and specify their remuneration; and
- (7) Others



Article 39. The balance sheets and the profit and loss account at the end of the fiscal year of the Company shall be presented at the annual shareholders' meeting, and the Board of Directors will review the balance sheets and profit and loss statements before the meeting.

Article 40. The Board must serve the following documents to the shareholders together with the Notice of Annual General Meeting of Shareholders:

- (1) Copy of Balance Sheets and Balance Sheet Losses audited by the auditor including auditor's report; and
- (2) Annual Report of the Board of Directors and its supporting documents.

Article 41. The auditor shall not be a director, employee, employee or any director of the Company.

Article 43. The auditor shall attend the meeting for the shareholders meeting for considering in balance sheets, profit and loss matters and accounting issue to clarify auditing to shareholders and the company shall serve all the reports and documents to shareholders.

Proxy for the Meeting of Shareholders and the Right of Shareholder to Vote.

Article 33. At the meeting of shareholders, the shareholder and proxy from shareholder (if any) must attend the meeting not less than twenty-five (25) persons or not less than half (1/2) from the total number of shareholders and must hold not less than one-third (1/3) of the total issued shares to constitute a quorum. In the case where the shareholder is one (1) hour late from the shareholder meeting, the number of shareholders attending the meeting does not complete a quorum as required as it was set up in the first paragraph. If the shareholders' meeting has called the meeting because the shareholders requested the meeting, that meeting shall be suspended. If the shareholder meeting is not required by the shareholder for the new meeting, the meeting invitation must be sent to the shareholders no less than seven (7) days prior to the meeting date. At the next meeting, it is not required to complete the quorum.

Article 35. In voting at the shareholders' meeting one share (1) is counted as one (1). Any shareholder is suspected to have a conflict of interest in such matters, the shareholder has no right to vote on that issue. In addition to the election of directors and resolutions of the shareholders' meeting, the votes shall be as follows:

- (1) In the ordinary case, the majority of votes of the shareholders attending the meeting and casting their votes shall be cast. If there are equal votes. The chairman of the meeting shall have an additional one (1) casting vote.
- (2) In the following cases: To hold no less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and have the right to vote
 - (A) The sell or transfer of the entire or partial of the business of the Company.
 - (B) The purchase or acceptance of the business of a private company;
 - (C) Amendments or cancellations of contracts relating to the lease of all or part of the business of the Company, the assignment of any other person to manage the business of the Company; or a merge with another person, with the purpose is to divide the profits.
 - (D) Amendment of Memorandum of Association
 - (E) Increase or decrease the registered capital of the Company



- (F) The dissolution of the company;
- (G) The issuance of debentures of the Company;
- (H) the merge of the Company with other companies

Director's Qualification, Election of the Director and Retirement of Director by Rotation.

Article 16. The meeting of shareholders shall elect directors in accordance with the rules.

- (1) Each shareholder shall have one (1) share to one (1) vote.
- (2) Each shareholder shall exercise all votes pursuant to (1) One or many to be director. In the case of election of several persons as the director, the vote cannot be shared.
- (3) The person who received the highest vote and respectively will be selected as the number of director for that election and if the person has the equal vote, the chairman of the meeting shall have the casting vote.

Article 17. At each annual general meeting of shareholders, one-third (1/3) of the directors shall retire. If the number of directors cannot be divided into the above ratio then the number nearest to one-third (1/3) is chosen. The director who vacate may be reappoint to such position. The director who retired in the first and the second years after the registration of the company will draw lots for the next year. For the following year, the director who stays the longest in position shall be retire.

Remuneration and Bonus for Directors

Article 22. The Company's directors are entitled to receive remuneration from the company in the form of gratuity, meeting allowance, bonuses or other incentives. According to the shareholder's consideration and the vote which is not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting. The remuneration is either exact or specific criteria is scheduled periodically. In addition, the directors are entitled to allowances and welfare in accordance with the company's regulations.

Dividends Payment and Legal Reserve

Article 44. dDividend from other types of income other than profit from dividend is not allowed if the company still in debt.

The dividends shall be divided equally in the number of shares, except in the case where the preferred shares are issued by the Company and the preferred shares receive dividends differently from the ordinary shares. The dividend must be approved from the meeting of shareholder.

The Board of Directors may from time to time make the payment of an interim dividend to shareholders subject to having the sufficient profit. In the event that the interim dividends are paid, the report of interim dividend payment shall be presented for an acknowledgement of the shareholders' meeting in the following meeting.



Dividend payment must be made within one (1) month from the date of the shareholders' meeting or the Board of Directors' meeting resolution, as the case may be. Such payment shall be notified in writing and published in the newspaper for three (3) consecutive days.

Article 45. The Company is required to allocate part of its net profit for the year as reserve fund at least five (5) percent of the annual net profit and such amount must be retained by the accumulated deficit carry forward (if any) until the reserve fund reaches ten (10) of the company's share capital.



Registration, Proxy Document and imperative documents for the shareholder meeting.

Registration

Shareholders and proxy can register to attend the meeting from 9.30 a.m., on April 29, 2022, at Meeting Room Silk 1, the 2nd Floor, International Trade & Exhibition Centre: BITEC, Bangna-Trad Road, Bangna Subdistrict, Bangna District, Bangkok Metropolis, Thailand (the map is as attachment 9)

The proxy

In case shareholders cannot attend to the meeting. They can grant their proxy to consider and vote on their behalf as appropriate in all respects by 3 forms of letter of power of attorney which designed by Business Development Department, Ministry of Commerce. The company will send a proxy form A, B and C with the invitation to the Conference shown in attachment 7. Besides, shareholders may download 3 forms of proxy form from Company's website www.siameastsolutions.com each form has character below.

- A Simple
- B Detailed
- C Specific form for Foreign Investors and appoint Custodian in Thailand as a recipient of shares

Proxy can be implemented as follows:

1. General shareholders may select either from the proxy Form A or Form B. Form B is encouraged by the company to use for specifying the vote on each agenda.
2. Foreign Investors and appoint a custodian in Thailand to deposit and maintain of the stock, please use form C
3. The shareholder of the custodian will provide the proxy to only one person to attend the meeting and cast votes. Divided the number of shares to multiple proxies is not allowed.
4. Shareholder can appoint a proxy to the any person or appoint to independent committee of the company as desired. The details are shown in the attachment 8. If the stockholder chooses to provide the independent committee, the Company recommends using Form B and specifying the voting on each agenda item. And send the proxy form with supporting document within April 22, 2022 to

Company Secretary

SiamEast Solutions Public Company Limited

15/1 Highway Rayong No.3191 road, T.Huey-pong A.Muang Rayong, Rayong 21150 Thailand

Tel.: (66) 3868-2540

Fax. : (66) 3868-2539

E-mail: info@siameastsolutions.com

5. Fill in the proxy form and the sign the signature of principal and proxy is required. Send a statement to the company with 20 bath stamps including the date of which proxy statement had been made.
6. The proxy shows the form supporting paper as required in imperative documents for the meeting day and present at the registration office.



Document for the meeting day

Ordinary shareholder

1. In the case of the shareholders attending the meeting in person:

Present the identification card or the government ID or the driving license or **six months validity Passport** (in case of foreigner) with a signature.

2. In the case of proxy:

Present

- 1) Proxy form with correct information and a signature of principal and proxy with attached stamp.
- 2) The copy of the identification card or the government ID or the driving license or **six months validity Passport** (in case of foreigner) with a signature of the proxy for juristic person and principal signature
- 3) The identification card or the government ID or the driving license or **six months validity Passport** (in case of foreigner) with a signature of principal

Juristic person

1. In the case of the juristic person attending the meeting in person:

Present

- 1) The copy of identification card or the government ID or the driving license or **six months validity Passport** (in case of foreigner) with a signature.
- 2) A certified copy of the juristic person issued by the Ministry of Commerce with not more than 6 months and certified a true copy by the authorized representative of the juristic person with the message that the corporate representative who signed the power of attorney has the power to act as a representative of the juristic person

2. In the case of proxy:

Present

- 1) Proxy form with correct information and a signature of principal and proxy with attached stamp.
- 2) The copy of The identification card or the government ID or the driving license or **six months validity Passport** (in case of foreigner) with a signature of the proxy for juristic person and principal signature
- 3) The identification card or the government ID or the driving license or six months validity passport (in case of foreigner) of the proxy
- 4) A certified copy of the juristic person issued by the Ministry of Commerce with not more than 6 months and certified a true copy by the authorized representative of the juristic person with the message that the corporate representative who signed the power of attorney has the power to act as a representative of the juristic person.

3. In the proxy case of foreign investors who appoint custodians in Thailand as their directors and custodians. Please provide the following documents as Form C

3.1 Custodian documents

- 1) Proxy form C with correct information and a signature of custodian who is the principal and the proxy with attached stamp
- 2) The letter of confirmation of licensed custodian
- 3) A certified copy of the juristic person of custodian issued by the Ministry of Commerce with not more than 6 months with the message of custodian signed the proxy as a proxy for the custodian



4) The copy of The identification card or the government ID or the driving license or **six months validity Passport** (in case of foreigner) with a signature of the custodian.

3.2 Foreign Investor documents

- 1) The proxy authorizes from the shareholder of Custodian to sign on behalf of the shareholder.
- 2) A certified copy of the juristic person issued by the Ministry of Commerce with not more than 6 months and certified a true copy by the authorized representative of the juristic person with the message that the corporate representative who signed the power of attorney has the power to act as a representative of the juristic person
- 3) The copy of the identification card or the government ID or the driving license or **six months validity Passport** (in case of foreigner) with a signature of juristic person

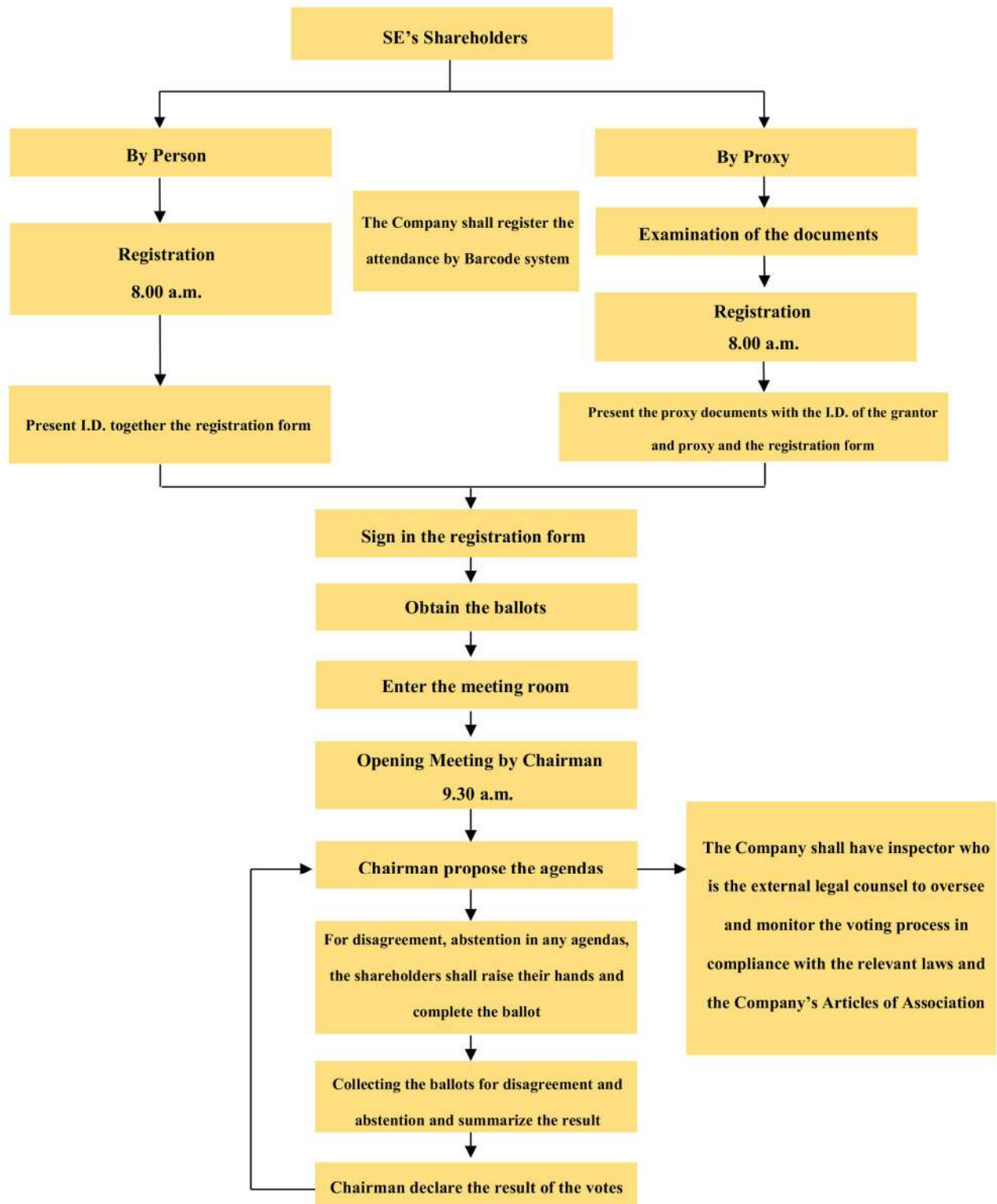
3.3 Proxy document

Present the identification card or the government ID or the driving license or **six months validity Passport** (in case of foreigner) of proxy

The Procedure for Attending the 2022 Annual General Meeting of Shareholders

Siam East Solution Public Company Limited

29 April 2022 at 09.30 AM





สิ่งที่ส่งมาด้วย 7

Enclosure 7



หนังสือมอบฉันทะ แบบ ก.

PROXY FORM A

เลขทะเบียนผู้ถือหุ้น _____

Shareholders' Registration No.

เขียนที่ _____

Written at _____

วันที่ _____ เดือน _____ พ.ศ. _____

Date Month B.E.

(1) ข้าพเจ้า _____ สัญชาติ _____

I/We _____ Nationality _____

อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____

Residing at No. Road Tambol/Khwaeng

อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____

Amphur/Khet Province Post Code

(2) เป็นผู้ถือหุ้นของ บริษัท สยามอีสต์ โซลูชั่น จำกัด (มหาชน) (“บริษัท”)

being a shareholder of SiamEast Solutions Public Company Limited (the “Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้

holding the total amount of _____ shares and have voting right _____ votes as follows:

☐ หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

Ordinary Share _____ shares and have voting right _____ votes

☐ หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

Preferred Share _____ shares and have voting right _____ votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้ นาย [*] หรือ นาง [*] ซึ่งเป็นกรรมการอิสระของบริษัทก็ได้ ทั้งนี้ ข้อมูลกรรมการอิสระปรากฏตามสิ่งที่ส่งมาพร้อมนี้)

Hereby appoint (The shareholder may appoint one of the Company's independent directors i.e. Mr. [*] or Mrs. [*] to be the proxy. The

Information of the independent directors, were shown in the enclosure)

☐ 1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____

Name age Years, Residing at

ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____

Road Tambol/Khwaeng Amphur/Khet

จังหวัด _____ รหัสไปรษณีย์ _____ หรือ _____

Province Post Code or

☐ 2. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____

Name age Years, Residing at

ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____

Road Tambol/Khwaeng Amphur/Khet

จังหวัด _____ รหัสไปรษณีย์ _____ หรือ _____

Province Post Code or

☐ 3. ชื่อ นายธนชาติ นุ่มนนท์ กรรมการอิสระ อายุ 57 ปี อยู่บ้านเลขที่ 44/280 หมู่บ้านภัสสรเพรสทีจ

Name Mr.Thanachart Numnonda Independent Director age 57 Years, Residing at 44/280 Passorn Prestige

ถนน เจริญพระเกียรติ 9 ตำบล/แขวง ประเวศน์ อำเภอ/เขต ประเวศน์

Road King Rama Rd.9 Tambol/Khwaeng Prawet Amphur/Khet Prawet

จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10250 หรือ _____

Province Bangkok Post Code 10250 or

Province Bangkok Post Code 10110



หนังสือมอบฉันทะ แบบ ข.

PROXY FORM B

ปิดอากรแสตมป์

20 บาท

Affix Stamp Duty

เลขทะเบียนผู้ถือหุ้น _____

Shareholders' Registration No.

เขียนที่ _____

Written at _____

วันที่ _____ เดือน _____ พ.ศ. _____

Date Month B.E.

(1) ข้าพเจ้า _____ สัญชาติ _____

I/We

Nationality

อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____

Residing at No.

Road

Tambol/Khwaeng

อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____

Amphur/Khet

Province

Post Code

(2) เป็นผู้ถือหุ้นของ บริษัท สยามอีสต์ โซลูชั่น จำกัด (มหาชน) ("บริษัท")

being a shareholder of SiamEast Solutions Public Company Limited (the "Company")

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้

holding the total amount of

shares and have voting right

votes as follows:

☐ หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

Ordinary Share

shares and have voting right

votes

☐ หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

Preferred Share

shares and have voting right

votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้ นาย [•] หรือ นาง [•] ซึ่งเป็นกรรมการอิสระของบริษัทก็ได้ ทั้งนี้ ข้อมูลกรรมการอิสระปรากฏตามสิ่งที่ส่งมาพร้อมนี้)

Hereby appoint

(The shareholder may appoint one of the Company's independent directors i.e. Mr. [•] or Mrs. [•] to be the proxy. The

Information of the independent directors, were shown in the enclosure)

☐ 1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____

Name

age

Years, Residing at

ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____

Road

Tambol/Khwaeng

Amphur/Khet

จังหวัด _____ รหัสไปรษณีย์ _____ หรือ

Province

Post Code

or

☐ 2. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____

Name

age

Years, Residing at

ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____

Road

Tambol/Khwaeng

Amphur/Khet

จังหวัด _____ รหัสไปรษณีย์ _____ หรือ

Province

Post Code

or

☐ 3. ชื่อ นายธนชาติ นุ่มนนท์ กรรมการอิสระ อายุ 57 ปี อยู่บ้านเลขที่ 44/280 หมู่บ้านภัสสรเพสร์ทิจ

Name

Mr.Thanachart Numnonda

Independent Director

age

57

Years, Residing at

44/280 Passorn Prestige

ถนน เลิณพระเกียรติ ร.9 ตำบล/แขวง ประเวศน์ อำเภอ/เขต ประเวศน์

Road

King Rama Rd.9

Tambol/Khwaeng

Prawet

Amphur/Khet

Prawet

จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10250 หรือ

Province

Bangkok

Post Code

10250

or

☐ 4. ชื่อ นางจันทรีจิรา สมครไทย กรรมการอิสระ อายุ 51 ปี อยู่บ้านเลขที่ 22/320 หมู่ 4
 Name Mrs.Chanchira Smakthai Independent Director age 51 Years, Residing at 22/320 Moo.4
 ถนน ตำบล/แขวง บึง อำเภอ/เขต ศรีราชา
 Road Tambol/Khwaeng Bueng Amphur/Khet Si Racha
 จังหวัด ชลบุรี รหัสไปรษณีย์ 20230 หรือ
 Province Chonburi Post Code 20230 or
☐ ชื่อ นางสาวจิรนาถ สุมานนท์ กรรมการอิสระ อายุ 48 ปี อยู่บ้านเลขที่ 289/306 The Base Condomenium A ซอยอ่อนนุช1/1
 Name Ms.Jiranat Sumanont Independent Director age 48 Years, Residing at 289/306 The Base Condomenium A, On Nut Soi 1/1
 ถนน สุขุมวิท 77 ตำบล/แขวง พระโขนง อำเภอ/เขต วัฒนา
 Road Sukhumvit 77 Tambol/Khwaeng Prakanongnua Amphur/Khet Wattana
 จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10110
 Province Bangkok Post Code 10110

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้นประจำปี 2565 ในวันที่ 29 เมษายน 2565 เวลา 09.30 น. ณ ห้องประชุม SILK 1 ชั้น 2 ศูนย์นิทรรศการและการประชุมไบเทค ถนนบางนา-ตราด แขวงบางนา เขตบางนา กรุงเทพมหานคร ประเทศไทย หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote on my/our behalf at the 2022 Annual General Meeting of Shareholders, which will be held on April 29, 2022, at 9.30 a.m., at Meeting Room SILK 1, the 2nd Floor, International Trade & Exhibition Centre: BITEC, Bangna-Trad Road, Bangna Sub-district, Bangna District, Bangkok Metropolis, Thailand or such other date, time and place as the meeting may be adjourned.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

At this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

วาระที่ 1 เรื่องที่ประธานแจ้งให้ที่ประชุมทราบ

1. Elaborate on the matter informed by the chairman

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ จดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 2 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2564

2. To adopt the minutes of the Annual General Meeting of Shareholders for 2021

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ จดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 3 พิจารณารับรองผลการดำเนินงานของบริษัทประจำปี 2564

3. To adopt the minutes the report on the Company's operating results for the year 2021

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ จดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 4 พิจารณานุมัติงบการเงินปีสิ้นสุด ณ วันที่ 31 ธันวาคม 2564

4. To consider and approve the financial statements for ended December 31, 2021

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ จดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 5 พิจารณานุมัติการเลือกตั้งกรรมการที่ต้องออกตามวาระ และเลือกตั้งกรรมการใหม่

5. To consider and elect the directors in replacement of those retiring by rotation, elect new directors.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ การแต่งตั้งกรรมการทั้งชุด / To consider and elect directors as a group at once

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ จดออกเสียง

Approve

Disapprove

Abstain

☐ การแต่งตั้งกรรมการเป็นรายบุคคล / To consider and elect each director individually

1. ชื่อกรรมการ / Name of Director: นางสาวอรสา วิมลเฉลา / Ms. Orasa Vimolchalao (กรรมการ/Director)

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ จดออกเสียง

Approve

Disapprove

Abstain

2. ชื่อกรรมการ / Name of Director: นางสาวจิราณ สุมานนท์ / Ms.Jiranat Sumanont (กรรมการ/กรรมการอิสระ//Director/
Independent Director)

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ จดออกเสียง

Approve

Disapprove

Abstain

3. ชื่อกรรมการ / Name of Director: นายเดวิด สมัญญาภรณ์ / Mr. David Samanyaporn (กรรมการ/Director)

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ จดออกเสียง

Approve

Disapprove

Abstain

4. ชื่อกรรมการ / Name of Director: นางสาวนิชกมล วงศ์พิพัฒน์ / Ms. Nitkamon Wongpipat (กรรมการ/Director)

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ จดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 6 พิจารณานุมัติกำหนดค่าตอบแทนกรรมการและกรรมการชุดย่อยประจำปี 2565

6. To consider and approve the remuneration for the year 2022 to the Board of Directors and the Sub-Committees.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ จดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 7 พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนผู้สอบบัญชี สำหรับปี 2565

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

วาระที่ 8 พิจารณานุมัติการจ่ายเงินปันผลและการจัดสรรกำไรสำหรับผลการดำเนินงานประจำปี 2564

8. To consider and approve the allocation of profit and dividend payment for the year 2021

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

วาระที่ 9 พิจารณานุมัติการลดทุนจดทะเบียนของบริษัทจำนวน 1,005.50 บาท จากทุนจดทะเบียนเดิมจำนวน 312,000,000 บาท เป็นทุนจดทะเบียนจำนวน 311,998,994.50 บาท โดยการตัดหุ้นสามัญที่ยังไม่ได้จำหน่ายออกจำนวน 2,011 หุ้น มูลค่าหุ้นที่ตราไว้หุ้นละ 0.50 บาท

9. To consider and approve the decrease in the Company's registered capital of THB 1,005.50 from THB 312,000,000 to THB

311,998,994.50 by removing the unsold ordinary shares in the amount of 2,011 shares at the par value of THB 0.50 per share.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

วาระที่ 10 พิจารณานุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4. เพื่อให้สอดคล้องกับการลดทุนจดทะเบียนของบริษัทฯ

10. To consider and approve the amendment of Clause 4 of the Memorandum of Association to be in line with the Company's capital decrease

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

วาระที่ 11 พิจารณานุมัติการเพิ่มทุนจดทะเบียนของบริษัทเพื่อรองรับการจ่ายเงินปันผลให้แก่ผู้ถือหุ้น สำหรับรอบระยะเวลาบัญชีสิ้นสุด ณ วันที่ 31 ธันวาคม 2564

11. To consider and approve the increase in the Company's registered capital for the sake of dividend stock payment for shareholders for the fiscal year ended 31 December 2021.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

วาระที่ 12 พิจารณานุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ ของบริษัทฯ ข้อ 4 เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัทฯ

12. To consider and approve the amendment of Clause 4 of the Memorandum of Association to be in line with the Company's capital increase.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

วาระที่ 13 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทเพื่อรองรับการจ่ายเงินปันผล ให้แก่ ผู้ถือหุ้น สำหรับรอบระยะเวลาบัญชีสิ้นสุด ณ วันที่ 31 ธันวาคม 2564

13. To consider and approve the allocation of newly issued ordinary shares for the sake of dividend stock payment for shareholders for the fiscal year ended 31 December 2021.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

วาระที่ 14 พิจารณาเรื่องอื่นๆ (ถ้ามี)

14. To consider other matters (if any)

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Vote of the proxy in any Agenda which is not in accordance with this Proxy shall be invalid and shall not be the vote of the shareholder

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we have not specified my/our voting intention in any matter on the agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุไว้ในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, except where the proxy did not vote in accordance with this Proxy, shall be deemed to be the actions performed by myself/ourselves.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

หมายเหตุ / Remark

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder may appoint only one proxy to attend and vote at the meeting, and may not allocate the number of shares to several proxies to severally vote.

2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

With respect to the director election, it may be conducted as a group at once or one by one individually.

3. ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

If any matter on the agenda is not specified above herein, the shareholder may add such additional matter in the attached supplemental to this Form B.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Continuation Page of Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท สยามอีสต์ โซลูชั่น จำกัด (มหาชน)

The proxy is granted by a shareholder of SiamEast Solutions Public Company Limited

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2565 ในวันที่ 29 เมษายน 2565 เวลา 09.30 น. ณ ชั้น 2 ห้องประชุม SILK 1 ศูนย์นิทรรศการและการประชุมไบเทค ถนนบางนา-ตราด แขวงบางนา เขตบางนา กรุงเทพมหานคร ประเทศไทย หรือที่จะพึงเลื่อนไปใน วัน เวลา และ สถานที่อื่นด้วย

For the 2022 Annual General Meeting of Shareholders which will be held on April 29, 2022, at 09.30 a.m., at Meeting Room SILK 1, the 2nd Floor, International Trade & Exhibition Centre: BITEC, Bangna-Trad Road, Bangna Sub-district, Bangna District, Bangkok Metropolis, Thailand or such other date, time and place as the meeting may be adjourned.

วาระที่ _____ เรื่อง _____

Agenda Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ _____ เรื่อง _____

Agenda Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ _____ เรื่อง _____

Agenda Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ _____ เรื่อง _____

Agenda Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |



หนังสือมอบฉันทะ แบบ ค.

PROXY FORM C

(แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงหุ้นต่างประเทศและแต่งตั้งให้กสโตนในในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)

(For Foreign Shareholder appointing the Custodian in Thailand)

เลขทะเบียนผู้ถือหุ้น _____

Shareholders' Registration No.

เขียนที่ _____

Written at _____

วันที่ _____ เดือน _____ พ.ศ. _____

Date Month B.E.

(1) ข้าพเจ้า _____ สัญชาติ _____

I/We _____ Nationality _____

อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____

Residing at No. Road Tambol/Khwaeng

อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____

Amphur/Khet Province Post Code

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ _____

Acting as the custodian for

ซึ่งเป็นผู้ถือหุ้นของ บริษัท สยามอีสต์ โซลูชั่น จำกัด (มหาชน) (“บริษัท”)

being a shareholder of SiamEast Solutions Public Company Limited (the “Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้

holding the total amount of _____ share(s), entitled to cast _____ vote(s) as follows:

หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

Ordinary Share _____ share(s), entitled to cast _____ vote(s)

หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

Preferred Share _____ share(s), entitled to cast _____ vote(s)

(2) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้ นาย [*] หรือ นาง [*] ซึ่งเห็นชอบการอิสระของบริษัทก็ได้ ทั้งนี้ ข้อมูลกรรมการอิสระปรากฏตามสิ่งที่ส่งมาพร้อมนี้)

Hereby appoint (The shareholder may appoint one of the Company's independent directors i.e. Mr. [*] or Mrs. [*] to be the proxy. The

☐ 1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____

Name age Years, Residing at

ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____

Road Tambol/Khwaeng Amphur/Khet

จังหวัด _____ รหัสไปรษณีย์ _____ หรือ

Province Post Code or

☐ 2. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____

Name age Years, Residing at

ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____

Road Tambol/Khwaeng Amphur/Khet

จังหวัด _____ รหัสไปรษณีย์ _____ หรือ

Province Post Code or

☐ 3. ชื่อ นายธนชาติ นุ่มนนท์ กรรมการอิสระ อายุ 57 ปี อยู่บ้านเลขที่ 44/280 หมู่บ้านภัสสรเพสทิท

Name Mr.Thanachart Numnonda Independent Director age 57 Years, Residing at 44/280 Passorn Prestige

ถนน เลียมพระเกียรติ ร.9 ตำบล/แขวง ประเวศน์ อำเภอ/เขต ประเวศน์

Road King Rama Rd.9 Tambol/Khwaeng Prawet Amphur/Khet Prawet

จังหวัด	กรุงเทพมหานคร	รหัสไปรษณีย์	10250	หรือ
Province	Bangkok	Post Code	10250	or

☐ 4. ชื่อ นางจันทร์จิรา สมัครไทย กรรมการอิสระ อายุ 51 ปี อยู่บ้านเลขที่ 22/320 หมู่ 4

Name	Mrs.Chanchira Smakthai	Independent Director	age	51	Years, Residing at	22/320 Moo.4
ถนน		ตำบล/แขวง	บึง	อำเภอ/เขต	ศรีราชา	
Road		Tambol/Khwaeng	Bueng	Amphur/Khet	Si Racha	

จังหวัด	ชลบุรี	รหัสไปรษณีย์	20230	หรือ
Province	Chonburi	Post Code	20230	or

☐ ชื่อ นางสาวจิรา น. สุนานนท์ กรรมการอิสระ อายุ 48 ปี อยู่บ้านเลขที่ 289/306 The Base Condomenium A ซอยอ่อนนุช1/1

Name	Ms.Jiranat Sumanont	Independent Director	age	48	Years, Residing at	289/306 The Base Condomenium A, On Nut Soi 1/1
ถนน	สุขุมวิท 77	ตำบล/แขวง	พระโขนง	อำเภอ/เขต	วัฒนา	
Road	Sukhumvit 77	Tambol/Khwaeng	Prakanongnua	Amphur/Khet	Wattana	

จังหวัด	กรุงเทพมหานคร	รหัสไปรษณีย์	10110
Province	Bangkok	Post Code	10110

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้นประจำปี 2565 ในวันที่ 29 เมษายน 2565 เวลา 09.30 น. ณ ชั้น 2 ห้องประชุม SILK 1 ศูนย์นิทรรศการและการประชุมไบเทค ถนนบางนา-ตราด แขวงบางนา เขตบางนา กรุงเทพมหานคร ประเทศไทย หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote on my/our behalf at the 2022 Annual General Meeting of Shareholders, which will be held on April 29, 2022, at 9.30 a.m., at Meeting Room SILK 1, the 2nd Floor, International Trade & Exhibition Centre: BITEC, Bangna-Trad Road, Bangna Sub-district, Bangna District, Bangkok Metropolis, Thailand or such other date, time and place as the meeting may be adjourned.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

I/We appoint and empower the proxy to attend and vote for me/us and on my/our behalf at this meeting in the following manner:

☐ มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

The proxy is empowered to vote the entire shares held and entitled to vote

☐ มอบฉันทะบางส่วน คือ

The proxy is empowered to vote part of my/our shares as follows:

☐ หุ้นสามัญ _____ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ _____ เสียง
Ordinary Share share(s), entitled to cast vote(s)

☐ หุ้นบุริมสิทธิ _____ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ _____ เสียง
Preferred Share share(s), entitled to cast vote(s)

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด _____ เสียง

Total number of votes entitled to cast is vote(s)

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

At this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

วาระที่ 1 เรื่องที่ประธานแจ้งให้ที่ประชุมทราบ

1. Elaborate on the matter informed by the chairman

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 2 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2564

2. To adopt the minutes of the Annual General Meeting of Shareholders for 2021

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

- (b) To grant my/our proxy to vote at my/our desire as follows:

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

วาระที่ 3 พิจารณารับรองผลการดำเนินงานของบริษัทประจำปี 2564

3. To adopt the minutes the report on the Company's operating results for the year 2021

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

- (b) To grant my/our proxy to vote at my/our desire as follows:

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

วาระที่ 4 พิจารณานุมัติงบการเงินสำหรับปีสิ้นสุด ณ วันที่ 31 ธันวาคม 2564

4. To consider and approve the financial statements for ended December 31, 2021

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

- (b) To grant my/our proxy to vote at my/our desire as follows:

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

วาระที่ 5 พิจารณานุมัติการเลือกตั้งกรรมการที่ต้องออกตามวาระ และเลือกตั้งกรรมการใหม่

5. To consider and elect the directors in replacement of those retiring by rotation, elect new directors.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

- (b) To grant my/our proxy to vote at my/our desire as follows:

- ☐ การแต่งตั้งกรรมการทั้งชุด / To consider and elect directors as a group at once

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

- ☐ การแต่งตั้งกรรมการเป็นรายบุคคล / To consider and elect each director individually

1. ชื่อกรรมการ / Name of Director: นางสาวอรสา วิมลเฉลา / Ms.Orasa Vimolchalao (กรรมการ/Director)

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

2. ชื่อกรรมการ / Name of Director: นางสาวจิราณ สุมานนท์ / Ms.Jiranat Sumanont (กรรมการ/กรรมการอิสระ//Director/Independent Director)

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

3. ชื่อกรรมการ / Name of Director: นายเดวิด สมัญญาภรณ์ / Mr.David Samanyaporn (กรรมการ/Director)

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

4. ชื่อกรรมการ / Name of Director: นางสาวนิชกมล วงศ์พิพัฒน์ / Ms. Nitkamon Wongpipat (กรรมการ/Director)

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

วาระที่ 6 พิจารณานุมัติกำหนดค่าตอบแทนกรรมการและกรรมการชุดย่อยประจำปี 2565

6. To consider and approve the remuneration for the year 2022 to the Board of Directors and the Sub-Committees.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

วาระที่ 7 พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนผู้สอบบัญชี สำหรับปี 2565

7. To consider and approve the appointment of the auditors and fixing their remunerations for the year 2022

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

วาระที่ 8 พิจารณานุมัติการจ่ายเงินปันผลและการจัดสรรกำไรสำหรับผลการดำเนินงานประจำปี 2564

8. To consider and approve the allocation of profit and dividend payment for the year 2021

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

วาระที่ 9 พิจารณานุมัติการลดทุนจดทะเบียนของบริษัทจำนวน 1,005.50 บาท จากทุนจดทะเบียนเดิมจำนวน 312,000,000 บาท เป็นทุนจดทะเบียนจำนวน 311,998,994.50 บาท โดยการตัดหุ้นสามัญที่ยังไม่ได้จำหน่ายออกจำนวน 2,011 หุ้น มูลค่าหุ้นที่ตราไว้หุ้นละ 0.50 บาท

9. To consider and approve the decrease in the Company's registered capital of THB 1,005.50 from THB 312,000,000 to THB

311,998,994.50 by removing the unsold ordinary shares in the amount of 2,011 shares at the par value of THB 0.50 per share.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

วาระที่ 10 พิจารณานุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4 เพื่อให้สอดคล้องกับการลดทุนจดทะเบียนของบริษัทฯ

10. To consider and approve the amendment of Clause 4 of the Memorandum of Association to be in line with the Company's capital decrease

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

วาระที่ 11 พิจารณานุมัติการเพิ่มทุนจดทะเบียนของบริษัทเพื่อรองรับการจ่ายเงินปันผลให้แก่ผู้ถือหุ้น สำหรับรอบระยะเวลาบัญชีสิ้นสุด ณ วันที่ 31 ธันวาคม 2564

11. To consider and approve the increase in the Company's registered capital for the sake of dividend stock payment for shareholders for the fiscal year ended 31 December 2021.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

วาระที่ 12 พิจารณานุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ ของบริษัทฯ ข้อ 4 เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัทฯ

12. To consider and approve the amendment of Clause 4 of the Memorandum of Association to be in line with the Company's capital increase.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

วาระที่ 13 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทเพื่อรองรับการจ่ายเงินปันผล ให้แก่ ผู้ถือหุ้น สำหรับรอบระยะเวลาบัญชีสิ้นสุด ณ วันที่ 31 ธันวาคม 2564

13. To consider and approve the allocation of newly issued ordinary shares for the sake of dividend stock payment for shareholders for the fiscal year ended 31 December 2021.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

วาระที่ 14 พิจารณาเรื่องอื่นๆ (ถ้ามี)

14. To consider other matters (if any)

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่า การลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ถือเป็น การลงคะแนนเสียงของผู้ถือหุ้น

Vote of the proxy in any Agenda which is not in accordance with this Proxy shall be invalid and shall not be the vote of the shareholder

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we have not specified my/our voting intention in any matter on the agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุไว้ในหนังสือมอบฉันทะ ให้ถือว่าเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, except where of the proxy did not vote in accordance with this Proxy, shall be deemed to be the actions performed by myself/ourselves.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
(_____)

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)

หมายเหตุ / Remark

1. หนังสือมอบฉันทะแบบ ค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น

This Form C is only used in the case that the shareholder of record is a foreign shareholder whose shares are taken of by the custodian in Thailand.

2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ

Required supporting documents:

(1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน

The power of attorney whereby the shareholder empower the custodian to execute the proxy instrument for and on behalf of the shareholder

(2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)

A confirmation that the custodian is licensed to operate the custodian business

3. ผู้ถือหุ้นที่มอบฉันทะจะต้องให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder may appoint only one proxy to attend and vote at the meeting, and may not allocate the number of shares to several proxies to severally vote.

4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

With respect to the director election, it may be conducted as a group at once or one by one individually.

5. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแบบ

If any matter on the agenda is not specified above herein, the shareholder may add such additional matters in the attached supplemental to this Form C.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ก.

Continuation Page of Proxy Form C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท สยามอีสต์ โซลูชั่น จำกัด (มหาชน)

The proxy is granted by a shareholder of SiamEast Solutions Public Company Limited

ในวันที่ 29 เมษายน 2565 เวลา 09.30 น. ณ ชั้น 2 ห้องประชุม SILK 1 ศูนย์นิทรรศการและการประชุมไบเทค ถนนบางนา-ตราด แขวงบางนา เขตบางนา กรุงเทพมหานคร ประเทศไทย หรือที่จะพึงเลื่อนไปในวัน เวลา และ สถานที่อื่นด้วย

For the 2022 Annual General Meeting of Shareholders which will be held on April 29, 2022, at 9.30 a.m., at Meeting Room SILK 1, the 2nd Floor, International Trade & Exhibition Centre: BITEC, Bangna-Trad Road, Bangna Sub-district, Bangna District, Bangkok Metropolis, Thailand or such other date, time and place as the meeting may be adjourned.

วาระที่ _____ เรื่อง _____

Agenda

Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย _____ เสียง | <input type="checkbox"/> ไม่เห็นด้วย _____ เสียง | <input type="checkbox"/> งดออกเสียง _____ เสียง |
| Approve | Disapprove | Abstain |
| votes | votes | votes |

วาระที่ _____ เรื่อง _____

Agenda

Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย _____ เสียง | <input type="checkbox"/> ไม่เห็นด้วย _____ เสียง | <input type="checkbox"/> งดออกเสียง _____ เสียง |
| Approve | Disapprove | Abstain |
| votes | votes | votes |

วาระที่ _____ เรื่อง _____

Agenda

Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย _____ เสียง | <input type="checkbox"/> ไม่เห็นด้วย _____ เสียง | <input type="checkbox"/> งดออกเสียง _____ เสียง |
| Approve | Disapprove | Abstain |
| votes | votes | votes |

Name and Detail of Independent Directors nominated as proxies of shareholders.



Name-Last name : Mr.Thanachart Noomnont

Position : **Chairman of the Board/Independent Director**
/Chairman of Audit Director

Age : 57 Years

Address : 44/280 Passorn Prestige King Rama 9Rd., Prawet, Prawet,

Conflict of interest in the Meeting agenda : Agenda 6 To consider and approve the remuneration for the year 2022 to the Board of Directors and the Sub-Committees.

Agenda with special interests : No



Name-Last name : Mrs.Chanchira Smakthai

Position : **Director /Independent Director /Audit Director/Chairman of the Nomination and Remuneration Director**

Age : 51 Years

Address : 22/320 Moo.4 Tambon Bueng, Amphur Si Racha Chonburi

Conflict of interest in the Meeting agenda : Agenda 6 To consider and approve the remuneration for the year 2022 to the Board of Directors and the Sub-Committees.

Agenda with special interests : No



Name-Last name : Ms.Jiranat Sumanont

Position : **Director /Independent Director /Audit Director/Nomination and Remuneration Director**

Age : 48 Years

Address : 289/306 The Base Condomenium A, On Nut Soi 1/1 Sukhumvit 77Rd., Prakanongnua, Wattana,Bangkok

Conflict of interest in the Meeting agenda : Agenda 6 To consider and approve the remuneration for the year 2022 to the Board of Directors and the Sub-Committees.

Agenda with special interests : No

Map of the Annual General Meeting of Shareholders year 2022



1st and 2nd Entrance:

Take Bangna- Trad expressway then keep left to the frontage road and make an U-turn on Bitec bridge

3rd Entrance:

Take Samutprakarn – Samrong (Sukhumvit) and keep left



Annual Report Request Form

Dear Shareholders,

The Company has conducted 2020 Annual Report with the information according to the Securities and Exchange Commission's requirement. We also distributed a QR CODE format (Thai language) of the company operation along with the letter of invitation.

If the shareholders would like a copy of 2021 Annual Report Published in format of a book which has the same content as in the QR CODE. Please fill in the detail below to have Company sent it to you.

I, (name) Last name

Address

.....

Tel. E-Mail

Document (fill in the blank)

2021 Annual Report

☐ Published in format of a book (Thai language)

Please send your requirement or contact:

Company Secretary

SiamEast Solutions Public Company Limited

15/1 Highway Rayong No.3191 road, T.Huey-pong A.Muang Rayong, Rayong 21150 Thailand

Tel.: (66) 3868-2540

Fax. : (66) 3868-2539

E-mail: info@siameastsolutions.com

One Report per person



SiamEast Solutions Public Company Limited

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