



Invitation to the 2023 Annual General Meeting
of Shareholders

PSG CORPORATION PUBLIC COMPANY LIMITED

Monday, April 24, 2023, at 10.00 hrs.,
via electronic media (E-AGM)

April 7, 2023

Subject: Invitation to the 2023 Annual General Meeting of Shareholders

To: Shareholders of PSG Corporation Public Company Limited

- Enclosures:
1. A copy of the minutes of the 2022 Annual General Meeting of Shareholders
 2. The 2022 Annual Report (Form 56-1 One Report), along with the financial statements and the Auditor's Report, as of December 31, 2022, in QR Code format
 3. Details and profiles of the persons nominated to be directors
 4. The Articles of Association relating to a shareholders' meeting
 5. Guidelines for attending the 2023 Annual General Meeting of Shareholders via electronic media (E-AGM)
 6. Definition of an independent director, and profile of independent directors proposed as proxy
 7. Proxy Forms (Form A., Form B., and Form C.)
 8. Guidelines for downloading an invitation to attend the 2023 Annual General Meeting of Shareholders and the 2022 Annual Report (Form 56-1 One Report)
 9. Registration form for attending the 2023 Annual General Meeting of Shareholders via Electronic Media (E-AGM)

PSG Corporation Public Company Limited (the "**Company**") will convene the 2023 Annual General Meeting of Shareholders via electronic media (E-AGM) in conformity with the applicable electronic meeting regulations. The meeting is scheduled on Monday April 24, 2023 at 10.00 a.m. (registration for attendance begins at 8.00 a.m.) and comprises the following of agenda items.

Agenda 1 To consider and certify the minutes of the 2022 Annual General Meeting of Shareholders.

Facts & Reasons: The Company prepared and filed a copy of the minutes of the 2022 Annual General Meeting of Shareholders, held on April 22, 2022, to the Stock Exchange of Thailand as required by law, and made it available on the Company's website. Moreover, a copy of the minutes is enclosed with this invitation (**Enclosure 1**).

Board of Directors' opinion: The Board of Directors considered and of the view that the minutes of the 2022 Annual General Meeting of Shareholders, held on April 22, 2022, had been correctly and completely recorded, and resolved to recommend the Annual General Meeting of Shareholders to approve it.

Notes: A resolution for this agenda must be approved by a majority vote of shareholders who attend and vote at the meeting.



Agenda 2 To acknowledge the Company's operating performance for the year ended December 31, 2022.

Facts & Reasons: The Company summarized its operating performance and key developments for the fiscal year 2022 in the Annual Report (Form 56-1 One Report), which can be downloaded using the QR Code provided in **Enclosure 2**, which is enclosed with this invitation.

Board of Directors' opinion: The Board of Directors considered and recommended the Annual General Meeting of Shareholders to acknowledge the Company's operating performance and key developments for the fiscal year 2022. The summary of which is included in the 2022 Annual Report (Form 56-1 One Report), which can be downloaded via the QR Code provided in **Enclosure 2**.

Notes: This agenda is for shareholders' acknowledgement and thus requires no voting.

Agenda 3 To consider and approve the financial statements for the year ended December 31, 2022.

Facts & Reasons: The Company prepared the financial statements for the year ended December 31, 2022, which had been examined by the Audit Committee and the Board of Directors, as well as audited by an auditor from EY Office Limited.

Furthermore, in accordance with the Public Limited Companies Act B.E. 2535 (including subsequent amendments) and the Company's Articles of Association, the Company has to prepare the financial statements and the profit and loss statement at the end of each fiscal year for an approval by the Annual General Meeting of Shareholders in the following year. Therefore, the Board of Directors agreed to recommend that the 2023 Annual General Meeting of Shareholders approve the Company's financial statements for the fiscal year ended December 31, 2022, the details of which are presented in the 2022 Annual Report (Form 56-1 One Report), which can be downloaded via the QR Code provided in **Enclosure 2**. Key concerns can be summarized as follows.

(Baht million)

Items	Consolidated	Separate Financial Statements	
	Financial Statements	2022	2021
Total assets	1,947.88	1,889.18	1,291.55
Total liabilities	209.72	173.53	91.21
Shareholders' equity	1,738.16	1,715.64	1,200.34
Total revenues	1,050.30	1,050.30	44.58

Items	Consolidated	Separate Financial Statements	
	Financial Statements	2022	2021
Net profit (loss)	540.46	523.07	(63.13)
Net profit (loss) per share (Baht)	0.0083	0.0080	(0.0030)

Board of Directors' opinion: The Board of Directors considered and of the view that the Annual General Meeting of Shareholders should approve the financial statements for the fiscal year ended December 31, 2022, which had been examined by the Audit Committee and approved by the Board of Directors, as well as audited by an auditor from EY Office Limited. The details of the financial statements are presented in the 2022 Annual Report (Form 56-1 One Report), which can be downloaded via the QR Code provided in **Enclosure 2**.

Notes: A resolution for this agenda must be approved by a majority vote of shareholders who attend and vote at the meeting.

Agenda 4 To consider and approve the suspension of profit allocation as a legal reserve and the omission of dividend payment from the 2022 operating performance.

Facts & Reasons: The Company's policy is to pay out dividends to shareholders at a ratio of no less than 50% of net profit after taxes and legal reserves, subject to the operating performance, business expansion plans, liquidity, obligations, and future appropriateness as determined by the Board of Directors to maximize shareholders' benefits.

In 2022, the Company had the profit of Baht 523.07 million; however, the Company had the accumulated losses of Baht 1,024 million. According to the Public Limited Companies Act B.E. 2535 (including subsequent amendments) and the Company's Articles of Association, if the Company has accumulated loss, it is prohibited from paying dividends and allocating for the legal reserve. As a result, the Company would like to recommend to the Annual General Meeting of Shareholders that the allocation of net profit as the legal reserve and the dividend payment from the Company's 2022 operating performance be omitted.

Board of Directors' opinion: The Board of Directors considered and of the view that the allocation of net profit as the legal reserve and the dividend payment from the Company's 2022 operating performance be omitted.

Notes: A resolution for this agenda must be approved by a majority vote of shareholders who attend and vote at the meeting.

Agenda 5 To consider and approve the appointment of the Company's directors to replace the directors who are retired by rotation

Facts & Reasons:

According to Section 71 of Public Limited Companies Act B.E. 2535 (including subsequent amendments) and Article 15 of the Company's Articles of Association, one-third of all directors must be retired by rotation at each Annual General Meeting of Shareholders, and those who are retired by rotation may be re-elected to the Board of Directors. The following three directors will retire by rotation at the 2023 Annual General Meeting of Shareholders:

1. Khammany Inthirath, Ph.D Independent Director, Chairman of the Risk Management Committee and Member of the Audit Committee
2. Darnp Sukontasap, Ph.D Independent Director and Member of the Audit Committee
3. Chaiyod Chirabowornkul, Ph.D Director and Member of the Executive Committee

The Nomination and Remuneration Committee performed a screening process for the Company's directorship based on qualifications, knowledge, competencies, experience, morality and ethics, and diversity of Board of Directors members. In addition, the Board of Directors, excluding those with conflicts of interest, considered and opined that the directors who would retire by rotation had knowledge, competencies, experience, and expertise that benefited the Company's operations; and did not have any prohibitive qualifications stipulated in the Public Limited Company Act B.E. 2535 (including subsequent amendments), Securities and Exchange Act B.E. 2535 (including subsequent amendments), as well as other related notifications; and were qualified to serve on the Board of Directors. Therefore, it passed a resolution recommending that the 2023 Annual General Meeting of Shareholders approve the reappointment of the three directors who would retire by rotation to serve on the Board of Directors for another term.

Board of Directors' opinion:

The Board of Directors, excluding those with conflicts of interest, considered that each director's qualifications and agreed to recommend that the 2023 Annual General Meeting of Shareholders approve the reappointment of the following three directors who would retire by rotation, namely Khammany Inthirath, Ph.D, Darnp Sukontasap, Ph.D, and Chaiyod Chirabowornkul, Ph.D to serve on the Board of Directors for another term. **Enclosure 3** contains the details and profiles of the persons nominated to be directors.

Notes:

A resolution for this agenda must be approved by a majority vote of shareholders who attend and vote at the meeting.

Agenda 6 To approve directors' remuneration for 2023
Facts & Reasons:

According to Public Limited Companies Act B.E. 2535 (including subsequent amendments) and the Company's Articles of Association, a director is entitled to remuneration from the Company in the form of monetary remuneration, meeting allowance, bonus, or any other benefits in accordance with the Articles of Association or as approved by a shareholders' meeting. The remuneration may be a fixed sum or based on pre-defined criteria, and it may be determined occasionally or in effect until it is determined otherwise. Furthermore, a director is also entitled to other allowances and welfare benefits according to the Company's regulations.

As considered and proposed by the Nomination and Remuneration Committee, by taking into account the size of the business and the roles and responsibilities of the Board of Directors, the Board of Directors determined that the remuneration was at an appropriate level when benchmarking with other comparable listed companies and was adequate to retain qualified directors.

As a result, it was deemed appropriate to propose the 2023 Annual General Meeting of Shareholders to approve the 2023 directors' remuneration with the following details:

Committee	Meeting Allowance for the year 2023 (THB/ attendance)					
	Shareholders' meeting	Board of Directors	Audit Committee	Nomination and Remuneration Committee	Risk Management Committee	Executive Committee
Chairman	45,000	45,000	25,000	14,000	14,000	14,000
Director	35,000	35,000	20,000	14,000	14,000	14,000

The Company considered to propose the remuneration for the directors on attending the shareholders meetings as shown in the table above. The other 2023 meeting allowances are the same as those of 2022, which has been at this rate since 2015. An Executive Director who is a member of the Company's executive is not entitled to a meeting allowance for an Executive Committee's meeting. Furthermore, meeting allowances will only be paid to directors who attend the meetings.

Board of Directors' opinion: Taking into account the duties and responsibilities of directors, the Board of Directors would like to propose that the 2023 Annual General Meeting of Shareholders approve the 2023 directors' remuneration, with the details stated above.



Please note that the 2022 Board of Directors' monetary remuneration in the form of meeting allowances was Baht 2,858,000.

Notes: This agenda must be approved by two-thirds of total shareholders who attend and vote at the meeting.

Agenda 7 To consider and approve the appointment of auditors and their remuneration for 2023

Facts & Reasons

According to Section 120 of the Public Limited Companies Act B.E. 2535 (including subsequent amendments) and the Company's Articles of Association, the Annual General Meeting of Shareholders must pass a resolution to designate the Company's auditors and their remunerations.

As proposed by the Audit Committee, the Board of Directors considered credibility, independence, knowledge and experience in auditing work, consultations on accounting standards, timely submission of audited financial statements, as well as the suitability of remuneration. It was deemed appropriated to appoint Mr. Chatchai Kasemsrithanawat, a Certified Public Accountant No. 5813 from EY Office Limited, as the Company's auditor to audit and express an opinion on the Company's financial statements for fiscal year 2023.

The auditor named above has been designated as the Company's auditor for two consecutive years. The practice period of such auditor is consistent with the Securities and Exchange Commission's criteria for a change in a company's auditor.

The following table compares the yearly audit and quarterly review fees for fiscal years 2023 and 2022:

Auditors' Fee	2023 (proposed)	2022	Difference
The Company's financial statements:			
Annual audit fees	1,800,000	1,650,000	150,000
Quarterly financial statement review fees (3 quarters)	1,200,000	1,050,000	150,000
Total of the Company's financial statements	3,000,000	2,700,000	300,000
Consolidated financial statements:			
Annual audit fees	250,000	500,000	(250,000)
Quarterly financial statement review fees (3 quarters) *	300,000	160,000	140,000
Total of consolidated financial statements	550,000	660,000	(110,000)
Total	3,550,000	3,360,000	190,000

Remark: *There were two quarterly audit fees for consolidated financial statements for fiscal year 2022.



The proposed audit fees for 2023 are exclusive of other non-audit fees. In addition, if the above-mentioned auditor is unable to perform his duty, EY Office Limited must replace him with other certified auditors.

Furthermore, EY Office Limited was appointed as the Company's auditor in 2022, with a total audit fee of Baht 3,360,000, and other expenses of Baht 1,685.04.

Moreover, the auditor as proposed has no relationship or conflict of interest with the Company, its subsidiary, executives, major shareholders, or other connected persons. He is an independent auditor who provides opinion on the Company's financial statements.

Board of Directors' opinion: The Board of Directors considered and of the view that the 2023 Annual General Meeting of Shareholders should appoint the auditor namely Mr. Chatchai Kasemsrithanawat (Certified Public Accountant No. 5813) from EY Office Limited as the Company's auditor for fiscal year 2023 to provide opinion on the Company's financial statements; and approve the annual audit and the quarterly review fees for fiscal year 2023 in the amount of not exceeding Baht 3,550,000, excluding out-of-pocket-expenses (non-audit fee).

Notes: A resolution for this agenda must be approved by a majority vote of shareholders who attend and vote at the meeting.

Agenda 8 Other Matters (if any)

Notes: To propose an agenda item in addition to those specified in the invitation letter, it must be supported by no less than one-third of the total paid-up shares.

Shareholders are cordially invited to attend the 2023 Annual General Meeting of Shareholders via electronic media on Monday, April 24, 2023, at 10.00 a.m. Furthermore, the meeting will be held in accordance with the applicable electronic meetings regulations.

The record date for a right to attend the 2023 Annual General Meeting of Shareholders was March 20, 2023.

Shareholders who wish to attend the 2023 Annual General Meeting of Shareholders via electronic media may do so by following the registration procedures outlined in **Enclosure 5**. In addition, the registration system will be operational from April 7, 2023 to April 23, 2023.

Shareholders who are unable to attend the 2023 Annual General Meeting of Shareholders by themselves may appoint others to attend and vote on their behalf by submitting a proxy form (**Enclosure 7**), along with other required documents, via traditional mail to Company Secretary Department, PSG Corporation Public Company Limited, No. 11/1 AIA Sathorn Tower, 21st floor, South Sathorn Road, Yannawa, Sathorn, Bangkok 10120, the



original documents are required to arrive at the Company by April 21, 2023. The guidelines for attending the 2023 Annual General Meeting of Shareholders via electronic media are specified in Enclosure 5.

However, in order to protect rights and benefits of shareholders who are unable to attend the 2023 Annual General Meeting of Shareholders and wish to appoint an independent director of the Company, whose name and relevant information are detailed in Enclosure 6, to attend and vote on their behalf, they may do so by submitting a proxy form B (Enclosure 7), along with other required documents, via traditional mail to Company Secretary Department, PSG Corporation Public Company Limited, No. 11/1 AIA Sathorn Tower, 21st floor, South Sathorn Road, Yannawa, Sathorn, Bangkok 10120, the original documents are required to arrive at the Company by April 21, 2023. Shareholders may review the registration process for the meeting, which is explained in Enclosure 5.

Furthermore, at the 2023 Annual General Meeting of Shareholders, on April 24, 2023, shareholders or their proxies can participate the meeting via the meeting URL supplied in the registration e-mails. The meeting link will be available at 8.00 a.m., and the meeting will begin at 10.00 a.m.

Please be informed accordingly.

Yours faithfully,

-Mr. Van Hoang Dau-

(Mr. Van Hoang Dau)

Chairman of the Board of Directors

Minutes of the 2022 Annual General Meeting of Shareholders
PSG Corporation Public Company Limited
via Electronic Media (E-EGM)
at the Company's Meeting Room, 11/1 AIA Sathorn Tower 21st floor,
South Sathorn Road, Yannawa, Sathorn, Bangkok 10120
April 22, 2022

Quorum At 10.07 hrs., there were 11 shareholders attending the meeting and 20 proxies representing a total of 31 shareholders, with 53,516,797,571 shares from the total number of issued and paid-up shares of 64,992,438,156 or equivalent to 82.3431% of the total issued shares. A quorum was thus constituted.

Directors in attendance

- | | |
|----------------------------------|----------------------------------------------------------------------------------------------------------------------------------------|
| 1. Mr. Van Hoang Dau | Chairman of the Board of Directors |
| 2. Mr. David Van Dau | Director / Chairman of Executive Committee / Member of the Nomination and Remuneration Committee / Member of Risk Management Committee |
| 3. Pol. Gen. Chaiwat Getvorachai | Independent Director / Chairman of Audit Committee |
| 4. Darnp Sukontasap, Ph.D | Independent Director / Member of Audit Committee |
| 5. Mr. Prapas Vichakul | Independent Director / Member of Audit Committee |

Directors attending via electronic media (E-AGM)

- | | |
|---------------------------|--------------------------------------------------------------------------------------------------------------|
| 1. Mr. Nopadol Intralib | Independent Director / Member of Nomination and Remuneration Committee / Member of Risk Management Committee |
| 2. Mr. Dhana Bubphavanich | Director / Member of Executive Committee |

Directors absent (due to other businesses)

- | | |
|---------------------------------|------------------------------------------------------------------------------------------|
| 1. Khammany Inthirath, Ph.D | Independent Director / Chairman of Risk Management Committee / Member of Audit Committee |
| 2. Souphanh Keomixay, Ph.D | Independent Director / Chairman of Nomination and Remuneration Committee |
| 3. Chaiyod Chirabowornkul, Ph.D | Director / Member of Executive Committee |

Top Executives in attendance

- | | |
|------------------------------|-----------------------------------------------|
| 1. Mr. David Van Dau | Chief Executive Officer |
| 2. Ms. Somruedee Halilamien | Chief Financial Officer and Company Secretary |
| 3. Ms. Pathamakorn Buranasin | Chief of Compliance Officer |

Auditor in attendance

- | | |
|-----------------------------|----------------------------------------------|
| 1. Ms. Kornthong Luangvilai | Auditor, Certified Public Accountant No.7210 |
|-----------------------------|----------------------------------------------|

Opening

Mr. Van Hoang Dau, Chairman of the Board of Directors, acting as the chairman of the meeting (“Chairman”) delegated Ms. Pathamakorn Buranasin, Chief of Compliance Officer to act as the meeting moderator (“Meeting moderator”) and Ms. Somruedee Halilamien, Chief Financial Officer and Company Secretary to take minutes of the meeting.

The meeting moderator informed the meeting that the 2022 Annual General Meeting of Shareholders was held via electronic media (E-AGM). For the time being, there were 11 shareholders attending the meeting via electronic media and 20 proxies, in total of 31 shareholders representing 53,516,797,571 shares from the total of 64,992,438,156 paid-up shares or equivalent to 82.3431% of the total issued shares. A quorum was thus constituted in accordance with Public Limited Companies Act B.E.2535 (including subsequent amendment) and the Company’s Articles of Association, defining that there shall be not less than 25 shareholders and proxies (if any) attending at the Annual General Meeting of Shareholders which such shareholders shall hold not less than one-third of the total of issued shares, or there shall be shareholders and proxies attending the Annual General Meeting of Shareholders not less than one half of the total numbers of shareholders and shall hold not less than one-third of the total of issued shares. Thereafter, the meeting moderator opened the 2022 Annual General Meeting of Shareholders to consider the list of agenda stipulated in the invitation to the 2022 Annual General Meeting of Shareholders, which had been submitted to shareholders.

The meeting moderator introduced the seven directors who attended the meeting, representing 70 percent of the Company’s Board of Directors. The meeting moderator then introduced top executives and the Company’s auditor as abovementioned before commencing the meeting.

Thereafter, to be in accordance with good corporate governance, the meeting moderator informed the vote casting, questioning, and meeting procedures via electronic media (E-AGM) to the meeting to ensure that the meeting proceed properly and in accordance with the Company’s Articles of Association, as follows:

1. Since the Company conducted the Annual General Meeting of Shareholders via electronic media (E-AGM), no paper voting ballots were offered to participants at the meeting. To cast votes, number of voting rights of each shareholder shall be equivalent to number of shares held in the Company, whereby one share is equivalent to one vote.
2. To cast votes, the shareholders attending the meeting via mobile phones or tablets were asked to switch from Zoom program to Chrome program to cast votes on E-Voting menu.
3. When shareholders accessed E-Voting window tab to cast votes for each agenda, the vote casting must be undertaken within the given time (1 minute). After clicking to cast votes, the pop-up window would be shown in the system to confirm the vote. Shareholders then shall select “Agree” to confirm their votes.

4. In case shareholders would like to change the vote, they were able to do so by clicking to re-cast the votes. In case the agenda was closed for voting, the shareholders would be no longer to cast votes or change their votes.
5. After having casted their votes, shareholders would be asked to return to E-meeting window (Zoom program) to view the broadcasting of the meeting afterward.
6. The system would collect votes by counting the total votes from shareholders who cast their votes via E-Voting and shareholders who cast votes in advance via the proxy forms.
7. Before the resolution of each agenda, Chairman of the meeting would provide shareholders and proxies opportunities to question concerning such agenda as appropriate. Since the meeting was conducted via electronic media (E-AGM) if shareholders or proxies would like to ask questions, they could do so by the 2 following methods:
 - Asking questions through text message
 - 1) Shareholders shall go to Chat menu in Zoom program to text messages or inquiries and then press “Enter” to send those messages into the system.
 - Asking questions through conversation
 - 1) Shareholders would go to “Participant” menu below and press “Raise Hand”.
 - 2) When the meeting moderator called each participant’s name, the staff would activate microphone to allow such participant to ask questions. Then, such participant must press “Unmute” and turn on microphone in his/her device. In case participants were unable to speak through microphone (within 1 minute), they were asked to text their questions via Chat box instead so that the meeting moderator would read their questions on their behalf.

For each questioning, both through text messages and conversation, shareholders were asked to inform their names, surnames and identify whether they attended the meeting by themselves or by proxy before each questioning to ensure the completeness of the minutes’ taking. In case, no participants asked questions within 2 minutes, the Company would continue the meeting. In case of additional questions, shareholders were able to type questions through Chat box and the staff would read out their questions.

The meeting moderator then proceeded the meeting in accordance with the agenda stipulated in the invitation to the 2022 Annual General Meeting of Shareholders as follows:

Agenda 1 To consider and certify the minutes of Extraordinary General Meeting of Shareholders No.1/2021.

The meeting moderator informed the Meeting that the Company prepared the minutes of the Extraordinary General Meeting of Shareholders No.1/2021, held on October 12, 2021 and submitted it to Ministry of Commerce and the copy to the Stock Exchange of Thailand (“SET”) in conformity with the legislation. It was also delivered to shareholders along with the invitation to attend the meeting.



The Board of Directors considered and agreed that the minutes of the Extraordinary General Meeting of Shareholders No.1/2021, held on October 12, 2021 had been comprehensive and resolved to propose it to the meeting for approval.

Then, the meeting moderator provided shareholders or proxies opportunities to ask questions and express opinions on related issues via electronic media (E-AGM). The meeting moderator informed the procedures of questioning and expressing opinions to the meeting. However, none of the shareholders or proxies further asked questions. The meeting moderator, therefore, asked the meeting to consider and certify the minutes of the Extraordinary General Meeting of Shareholders No.1/2021.

The meeting moderator informed the meeting that the resolution for this agenda must be approved by a majority vote of shareholders who attend and vote at the meeting. The meeting moderator informed the meeting the procedure of vote casting via electronic media (E-AGM). If shareholders or proxies disapproved or abstained in voting, they would be asked to go to E-voting window to cast votes within the given time (1 minute). After selecting vote, the pop-up window would be shown to ask whether they confirm the vote. Shareholders shall press "Agree" to confirm their vote.

Resolution The meeting unanimously resolved to certify the minutes of the Extraordinary General Meeting of Shareholders No.1/2021, held on October 12, 2021 with the following votes:

Shareholders voting	Number of Votes	Percentage
Approved	53,516,892,571	100.0000
Disapproved	0	0.0000
Total (32 shareholders)	53,516,892,571	100.0000
Abstained	0	-
Void ballot(s)	0	-

- Notes**
1. The resolution for this agenda shall be adopted by the majority votes of the shareholders attending the meeting and casting their votes.
 2. There was one additional shareholder registration, resulting in the total of 32 shareholders attending the meeting in this agenda. This consisted of 12 shareholders and 20 proxies, representing a total of 53,516,892,571 shares.

Agenda 2 To acknowledge the report of the Company's operating performance for the year ended December 31, 2021.

The meeting moderator reported the Company's performance as of December 31, 2021 to the meeting as detailed in the 2021 Annual Report (Form 56-1 One Report), which had been delivered to shareholders along with the invitation of the 2022 Annual General Meeting of Shareholders as follows:

The COVID-19 pandemic in multiple waves in 2021 and its severity negatively impacted the economic recovery. Various businesses, including construction, had been extremely restricted under the COVID-19 lockdown measures for several months. Nevertheless, those measures were relaxed, and business operations started to resume at the end of Q4 of the year. The construction business was impacted by labor shortage, an increase in material price, and no achievement in new bidding participation, resulting in a dramatic decline in the Company's operating performance. However, the Company figured it out by seeking potential investors and business partners on both finance and construction domestically and internationally at the end of 2021, which would be a good effect on the Company's performance in the following years. The Company's operating performance was as detailed in the following table:

Revenue	2021		2020		2019	
	Baht million	%	Baht million	%	Baht million	%
Revenues from construction contracts						
- Industrial factory and steel superstructure works	18.49	41.48	57.21	71.25	250.05	78.28
- High-rise residential building, office building, and shopping mall	-	-	-	-	10.70	3.35
- Hospital	-	-	-	-	18.87	5.90
- Petrochemical group	-	-	3.60	4.48	19.56	6.12
Total revenues from construction contracts	18.49	41.48	60.81	75.73	299.18	93.65
Other revenues	26.09	58.52	19.49	24.27	20.27	6.35
Total revenues	44.58	100.00	80.30	100.00	319.45	100.00
Administrative expenses	84.66	-	110.33	-	104.07	-
Finance costs	1.73	-	0.41	-	2.45	-

The Company generated total revenue of Baht 44.58 million consisting of revenue from construction contracts amounting to Baht 18.49 million and other income of Baht 26.09 million since the Company had only one small construction project. Administrative expenses for 2021 were Baht 84.66 million decreasing from the previous year amounting to Baht 25.67 million or 23.26 percent, resulting from the Company's reorganization at the beginning of 2021. Finance costs for the fiscal year ended December 31, 2021 were Baht 1.73 million from the interest of short term loan from financial institutions and the fees for the issuance of retention bond.

The Board of Directors considered and proposed the meeting to acknowledge the Company's performance ended December 31, 2021 as detailed in 2021 Annual Report (Form 56-1 One Report), which had been delivered to the shareholders along with the invitation of this meeting.

The meeting moderator then provided shareholders and proxies opportunities to ask questions and express opinions on pertinent matters via electronic media (E-AGM). The meeting moderator informed the method of questioning and expressing opinions to the meeting; nevertheless, there were no shareholders or proxies asking questions or expressing opinions.

The meeting moderator, therefore, informed the meeting that this agenda was for acknowledgement and did not require a resolution.

Resolution The meeting acknowledged the report of the Company's operating performance for the year ended December 31, 2021, with details as reported.

Notes 1. This agenda was for acknowledge, thus the resolutions are not required to adopt.
 2. There was no additional registration from any shareholders. The total number of shareholders attending the meeting in this agenda was 32, comprising 12 shareholders and 20 proxies, representing the total of 53,516,892,571 shares.

Agenda 3 To consider and approve the Company's Financial Statements for the year ended December 31, 2021.

The meeting moderator reported the meeting that in accordance with the Public Limited Companies Act B.E.2535 (including subsequent amendments) and the Company's Articles of Association, the Company was required to prepare the financial statements and the profit and loss statements at the end of fiscal year for an approval by the Annual General Meeting of Shareholders in the following year. The Company prepared the financial statements for the year ended December 31, 2021, which have been considered and approved by the Audit Committee and the Board of Directors, as well as audited by an auditor from Deloitte Touche Tohmatsu Jaiyos Audit Company Limited. The details of which were presented in the 2021 Annual Report (Form 56-1 One Report), which had been delivered to the shareholders together with the invitation to this meeting.

Summary of financial statements and the comprehensive profit and loss statements are as follows:

(Baht million)

	Separate Financial Statements		
	2021	2020	2019
Total assets	1,291.55	288.16	649.69
Total liabilities	91.20	125.41	482.54
Shareholders' equity	1,200.34	162.75	167.15
Total revenues	44.58	80.30	319.45
Net profit (loss) for the period	(63.13)	(22.67)	(91.01)
Net profit (loss) per share (Baht)	(0.0030)	(0.0021)	(0.0090)

The Board of Directors considered and of the view to propose to the Annual General Meeting of Shareholders for an approval on the financial statements, the comprehensive profit and loss statements, the statement of changes in shareholders' equity, the statement of cash flow and notes for the year ended December 31, 2021 which had been examined by the Audit Committee and the Board of Directors, as well as

audited by an auditor from Deloitte Touche Tohmatsu Jaiyos Audit Company Limited. The details of which were presented in the 2021 Annual Report (Form 56-1 One Report), which had been delivered to the shareholders together with the invitation of this meeting.

Thereafter, the meeting moderator provided the shareholders and proxies opportunities to question and express opinions on pertinent matters via the electronic meeting (E-AGM); however, there were no shareholders or proxies asking further questions or expressing opinions in this agenda. As a result, the meeting moderator recommended the meeting to approve the financial statements for the year ended December 31, 2021 as aforementioned.

The meeting moderator, therefore, informed the meeting that a resolution for this agenda must be approved by a majority vote of shareholders attending and voting at the meeting. The meeting moderator informed the meeting the procedures of vote casting via electronic media (E-AGM). If shareholders or proxies disapproved or abstained in voting, they would be asked to go to E-voting window to cast votes within the given time (1 minute). After selecting vote, the pop-up window would be shown to ask whether they confirm the vote. Shareholders shall press “Agree” to confirm their vote.

Resolution The meeting unanimously resolved to approve the Company's Financial Statements for the year ended December 31, 2021 as detailed.

Shareholders voting	Number of Votes	Percentage
Approved	54,007,362,571	100.0000
Disapproved	0	0.0000
Total (33 shareholders)	54,007,362,571	100.0000
Abstained	0	-
Void ballot(s)	0	-

Notes 1. The resolution for this agenda shall be adopted by the majority votes of the shareholders attending the meeting and casting their votes.

2. There was one additional shareholder registration, resulting in the total of 33 shareholders attending the meeting in this agenda. This consisted of 13 shareholders and 20 proxies, representing the total of 54,007,362,571 shares.

Agenda 4 To consider and approve the suspension of profit allocation as legal reserve and the omission of dividend payment for the operation performance in the year 2021.

The meeting moderator reported the meeting that the Company's policy was to pay out dividends to shareholders at a rate of no less than 50% of net profit after taxes and legal reserves, subject to the operating performance, business expansion plans, liquidity, obligations, and future appropriateness as determined by the Board of Directors to maximize shareholders' benefits. In 2021, the Company suffered a total net loss of Baht 63.13 million. According to the Public Limited Companies Act B.E.2535 (including



subsequent amendments) and the Company's Articles of Association, if the Company generated a net loss from its operating performance, it was prohibited from paying dividends and allocating for the legal reserve. As a result, the Company would like to recommend to the Annual General Meeting of Shareholders that the allocation of net profit as the legal reserve and dividend payment from the Company's 2021 operating performance be omitted.

The Board of Directors considered and of the view that the allocation of net profit as the legal reserve and the dividend payment from the Company's 2021 operating performance be omitted.

Thereafter, the meeting moderator provided the shareholders and proxies opportunities to question and express opinions on pertinent matters via the electronic meeting (E-AGM); however, there were no shareholders or proxies asking further questions or expressing opinions in this agenda. As a result, the meeting moderator recommended the meeting to approve the suspension of profit allocation as legal reserve and the omission of dividend payment for the operation performance in the year 2021.

The meeting moderator, therefore, informed the meeting that a resolution for this agenda must be approved by a majority vote of shareholders attending and voting at the meeting. The meeting moderator informed the meeting the procedures of vote casting via electronic media (E-AGM). If shareholders or proxies disapproved or abstained in voting, they would be asked to go to E-voting window to cast votes within the given time (1 minute). After selecting vote, the pop-up window would be shown to ask whether they confirm the vote. Shareholders shall press "Agree" to confirm their vote.

Resolution The meeting unanimously resolved to approve the suspension of profit allocation as legal reserve and the omission of dividend payment for the operation performance in the year 2021 as proposed with the following votes.

Shareholders voting	Number of Votes	Percentage
Approved	54,007,362,571	100.0000
Disapproved	0	0.0000
Total (33 shareholders)	54,007,362,571	100.0000
Abstained	0	-
Void ballot(s)	0	-

- Notes**
1. The resolution for this agenda shall be adopted by the majority votes of the shareholders attending the meeting and casting their votes.
 2. There was no additional registration from any shareholders. The total number of shareholders attending the meeting in this agenda was 33, comprising 13 shareholders and 20 proxies, representing the total of 54,007,362,571 shares.

Agenda 5 To consider and approve the appointment of the directors to replace those who retired by rotation.

The meeting moderator reported the meeting that this agenda was for considering and approving the appointment of the Company's directors who would be retired by rotation. At this Annual General Meeting of Shareholders, there were three directors retiring by rotation, and they were considered involving conflicts of interest. As a result, the three directors were requested to temporarily leave the meeting. If the meeting approved the reappointment of the three directors who would be retired by rotation to serve on the Board of Directors for another terms, the Company would invite the three directors to rejoin the meeting. Thereafter, the three directors temporarily left the meeting.

The meeting moderator informed the meeting that according to Section 71 of Public Limited Companies Act B.E. 2535 (including subsequent amendments) and Articles 15 of the Company's Articles of Association, one-third of all directors must be retired by rotation at each Annual General Meeting of Shareholders, and those who were retired by rotation might be re-elected to the Board of Directors. The following three directors would be retired by rotation at the 2022 Annual General Meeting of Shareholders:

1. Mr. Van Hoang Dau Chairman of the Board of Directors
2. Pol. Gen. Chaiwat Getvorachai Independent Director and Chairman of the Audit Committee
3. Mr. Dhana Bubphavanich Director and Member of the Executive Committee

The Nomination and Remuneration Committee performed a screening process for the Company's directorship based on qualifications, knowledge, competencies, experience, morality and ethics, and diversity of Board of Directors members.

The Board of Directors, excluding those with conflicts of interest, considered and opined that the directors who would retire by rotation possessed knowledge, competencies, experience, and expertise that benefited the Company's operations; and did not possess any prohibitive qualifications stipulated in the Public Limited Company Act B.E. 2535 (including subsequent amendments), Securities and Exchange Act B.E. 2535 (including subsequent amendments), as well as other related notifications; and were qualified to serve on the Board of Directors. Therefore, it passed a resolution recommending that the 2022 Annual General Meeting of Shareholders approve the reappointment of the three directors who would retire by rotation to serve on the Board of Directors for another term. The profiles and qualifications of the three directors were in the Enclosure 3, enclosed with the invitation of this meeting.

The meeting moderator, therefore, informed the meeting that a resolution for this agenda must be approved by a majority vote of shareholders with voting rights at the meeting, and the reappointment would be performed on an individual basis. In case the director with direct conflicts of interest was granted proxies by shareholders, such director was able to cast votes as normal unless the shareholders had specified in the proxy forms differently.

Thereafter, the meeting moderator provided the shareholders and proxies opportunities to question and express opinions on pertinent matters via the electronic meeting (E-AGM); however, there were

no shareholders or proxies asking further questions or expressing opinions in this agenda. As a result, the meeting moderator recommended the meeting to approve the reappointment of the three directors in place of the directors who were retired by rotation with the details stated above.

The meeting moderator informed the meeting of the procedures of vote casting via electronic media (E-AGM). If shareholders or proxies disapproved or abstained in voting, they would be asked to go to E-voting window to cast votes within the given time (1 minute). After selecting vote, the pop-up window would be shown to ask whether they confirm the vote. Shareholders shall press “Agree” to confirm their vote.

Resolution The meeting unanimously resolved to approve the appointment of the directors replacing those who retired by rotation as follows:

- 5.1 Approved the appointment of Mr. Van Hoang Dau as Director for another period, with the following voting results:

Shareholders voting	Number of Votes	Percentage
Approved	54,018,641,071	100.0000
Disapproved	0	0.0000
Total (34 shareholders)	54,018,641,071	100.0000
Abstained	0	-
Void ballot(s)	0	-

- 5.2 Approved the appointment of Pol. Gen. Chaiwat Getvorachai as Director for another period, with the following voting results:

Shareholders voting	Number of Votes	Percentage
Approved	54,018,641,071	100.0000
Disapproved	0	0.0000
Total (34 shareholders)	54,018,641,071	100.0000
Abstained	0	-
Void ballot(s)	0	-

- 5.3 Approved the appointment of Mr. Dhana Bubphavanich as Director for another period, with the following voting results:

Shareholders voting	Number of Votes	Percentage
Approved	54,018,641,071	100.0000
Disapproved	0	0.0000
Total (34 shareholders)	54,018,641,071	100.0000
Abstained	0	-
Void ballot(s)	0	-

- Notes
1. The resolution for this agenda shall be adopted by the majority votes of the shareholders attending the meeting and casting their votes.
 2. There was one additional shareholder registration, resulting in the total of 34 shareholders attending the meeting in this agenda. This consisted of 14 shareholders and 20 proxies, representing the total of 54,018,641,071 shares.
 3. As the meeting resolved the reappointment of the three directors in place of the directors who were retired by rotation for another term, these three directors rejoined the meeting to consider the following agenda.

Agenda 6 To acknowledge the remuneration of the Company’s directors for the year 2022, pursuant to the resolutions of the Extraordinary General Meeting of Shareholders No. 1/2020.

The meeting moderator reported the meeting that according to Public Limited Companies Act B.E. 2535 (including subsequent amendments) and the Company’s Articles of Association, a director is entitled to remuneration from the Company in the form of monetary remuneration, meeting allowance, bonus, or any other benefit in accordance with the Articles of Association or as approved by a shareholders’ meeting. The remuneration may be a fixed sum or based on pre-defined criteria, and it may be determined occasionally or in effect until it is determined otherwise. Furthermore, a director is also entitled to other allowances and welfare benefits according to the Company’s regulations.

On February 27, 2020, the Extraordinary General Meeting of Shareholders No.1/2020 resolved the directors’ remuneration criteria. The remuneration of the Board of Directors was imposed to remain at this level until the Board of Directors would propose the amendment for an approval from the shareholders.

Following a screening process by the Nomination and Remuneration Committee that considered the size of the business and the roles and responsibilities of the Board of Directors, the Board of Directors determined that the remuneration was at an appropriate level when benchmarking with other comparable listed companies and was adequate to retain qualified directors. As a result, it was deemed appropriate that the 2022 Annual General Meeting of Shareholders acknowledge the directors’ remuneration for 2022 based on the resolution of the Extraordinary General Meeting of Shareholders No. 1/2020, held on February 27, 2020 as the following details:

Committee	Meeting Allowance for the year 2022 (THB/ attendance)				
	Board of Directors	Audit Committee	Nomination and Remuneration Committee	Risk Management Committee	Executive Committee
Chairman of Board of Directors	45,000	25,000	14,000	14,000	14,000
Director	35,000	20,000	14,000	14,000	14,000

The remuneration of the Board of Directors for the fiscal year 2022 was the same as for fiscal year 2021 and had been at this level since fiscal year 2015. An Executive Director who is a member of the Company's executive is not entitled to a meeting allowance for an Executive Committee's meeting. Additionally, meeting allowances would only be paid to directors who attended the meeting.

Taking into account the duties and responsibilities of directors, the Board of Directors would like to propose that the 2022 Annual General Meeting of Shareholders acknowledge the directors remuneration for fiscal year 2022 based on the resolution of the Extraordinary General Meeting of Shareholders No.1/2020, held on February 27, 2020, with the details stated above.

Thereafter, the meeting moderator provided the shareholders and proxies opportunities to question and express opinions on pertinent matters via the electronic meeting (E-AGM); however, there were no shareholders or proxies asking further questions or expressing opinions in this agenda.

The meeting moderator then informed the meeting that this agenda was for acknowledgement; as a result, 'thus there was no vote casting.

Resolution The meeting acknowledged the directors' remuneration for 2022, pursuant to the resolutions of the Extraordinary General Meeting of Shareholders No. 1/2020, with the details previously stated.

- Notes**
1. This agenda was for acknowledge the directors' remuneration for 2022 and the resolutions are not required to adopt.
 2. There was no additional registration from any shareholders. The total number of shareholders attending the meeting in this agenda was 34, comprising 14 shareholders and 20 proxies, representing the total of 54,018,641,071 shares.

Agenda 7 To consider and approve the appointment of the Company's external auditors and fix their remuneration for the year 2022.

The meeting moderator informed the meeting that according to Public Limited Companies Act B.E. 2535 (including subsequent amendments) and the Company's Articles of Association, the Annual General Meeting of Shareholders must pass a resolution to designate the Company's auditors and their remunerations.

The Company proposed the Annual General Meeting of Shareholders to consider and approve the appointment of the Company's auditors and their remunerations for fiscal year 2022. The Audit Committee considered credibility, independence, knowledge and experience in auditing work, consultation on accounting standards, timely submission of audited financial statements, as well as the suitability of remuneration and agreed to appoint one of the following auditors from EY Office Limited as the Company's auditor for fiscal year 2022.

- | | |
|----------------------------------|---------------------------------------|
| 1. Mr. Chatchai Kasemsrithanawat | C.P.A. Registration No. 5813 and / or |
| 2. Ms. Wilai Sunthornwanee | C.P.A. Registration No. 7356 and / or |
| 3. Ms. Chonlaros Suntiasvaraporn | C.P.A. Registration No. 4523 |

The details of the annual audit and quarterly review fees of Baht 3,440,000 were shown in the table below.

Details	2022 (proposed)	2021
Annual Audit fee (Separate financial statement)	1,650,000.-	1,520,000. -
Annual Audit fee (Consolidated financial statement)	500,000.-	-Nil-
Separate financial statement review fee (3 quarters)	1,050,000. -	1,485,000. -
Consolidated financial statement review fee (3 quarters)	240,000. -	-Nil-
Total	3,440,000	3,005,000

The proposed audit fees for fiscal year 2022 were exclusive of other non-audit fees. Furthermore, one of the auditors specified above would audit and provide an opinion on the Company's financial statements. If the above-mentioned auditor was unable to perform his duty, EY Office Limited must replace him with another certified public accountant.

In addition, the Company planned to establish a subsidiary in 2022; as a result, the proposed audit fees for fiscal year 2022 was higher than those paid in the previous year due to the additional preparation of consolidated financial statements. In 2021, Deloitte Touche Tohmatsu Jaiyos Audit Company Limited was appointed as the Company's auditor with audit fees of Baht 3,005,000 and other expenses of Baht 17,474 for a total fee of which Baht 3,022,474.

Moreover, the auditors from the proposed list had no relationships or conflicts of interest with the Company, its subsidiary, executives, major shareholders, or other connected persons. They were independent auditors who provided opinions on the Company's financial statements.

The Board of Directors considered and agreed to recommend that the 2022 Annual General Meeting of Shareholders appoint one of the auditors namely Mr. Chatchai Kasemsrithanawat (C.P.A. Registration No. 5813) and/or Ms. Wilai Sunthornwanee (C.P.A. Registration No. 7356), and/or Ms. Chonlaros Santiasvaraporn (C.P.A. Registration No. 4523) from EY Office Limited as the Company's auditor for fiscal year 2022 to provide opinion on the Company's financial statements; and approve the annual audit and the quarterly review fees for fiscal year 2022 in the amount of not exceeding Baht 3,440,000, excluding out-of-pocket-expenses (non-audit fee).

Thereafter, the meeting moderator provided the shareholders and proxies opportunities to question and express opinions on pertinent matters via the electronic meeting (E-AGM); however, there were no shareholders or proxies asking further questions or expressing opinions in this agenda. The meeting moderator, therefore, proposed the meeting to approve the appointment of auditors and their remuneration for fiscal year 2022 as proposed above.

The meeting moderator then informed the meeting that a resolution for this agenda must be approved by a majority vote of shareholders attending and voting at the meeting. The meeting moderator then informed the meeting the procedures of vote casting via electronic media (E-AGM). If shareholders or proxies

disapproved or abstained in voting, they would be asked to go to E-voting window to cast votes within the given time (1 minute). After selecting vote, the pop-up window would be shown to ask whether they confirm the vote. Shareholders shall press “Agree” to confirm their vote.

Resolution The meeting unanimously approved the appointment of the Company’s external auditors and fix their remuneration for the year 2022 as the details proposed with the following votes:

Shareholders voting	Number of Votes	Percentage
Approved	54,018,641,071	100.0000
Disapproved	0	0.0000
Total (34 shareholders)	54,018,641,071	100.0000
Abstained	0	-
Void ballot(s)	0	-

Notes 1. a resolution for this agenda shall be adopted by the majority votes of the shareholders attending the meeting and casting their votes .

2. There was no additional registration from any shareholders. The total number of shareholders attending the meeting in this agenda was 34, comprising 14 shareholders and 20 proxies, representing the total of 54,018,641,071 shares.

Agenda 8 To consider and approve the amendment of the Articles of Association of the Company, Articles 23, 24 and 28.

The meeting moderator reported the meeting that to comply with the Emergency Decree on Electronic Meetings B.E. 2563, the Company would like to propose that the 2022 Annual General Meeting of Shareholders approve the amendment of Section 23, 24, and 28 of the Company’s Articles of Association, as follows:

Existing Articles	Articles Proposed to be Amended
<p>Article 23 “The Board of Directors must meet at least once every 3 months.</p> <p>The Board of Directors can convene a meeting at the locality where the Company’s head office is located, or any other place as it deems appropriate.”</p>	<p>Article 23 “The Board of Directors must meet at least once every 3 months.</p> <p>The Board of Directors can convene a meeting at the locality where the Company’s head office is located, or any other place as it deems appropriate. The Board of Directors can convene a meeting via electronic media in compliance with the rules and procedures as prescribed by laws.”</p>

Existing Articles	Articles Proposed to be Amended
<p>First Paragraph of Article 24 “In summoning the board of directors meeting, the chairman or an assigned person shall send the meeting invitation to the directors not less than 7 days before the meeting date. Except in urgent case which needs to preserve the rights or benefits of the Company, the meeting may be called by other methods and the meeting date may be set earlier.”</p>	<p>First Paragraph of Article 24 “In summoning the board of directors meeting, whether a meeting in person or via electronic media, the chairman or an assigned person shall send the meeting invitation to the directors not less than 7 days before the meeting date. Except in urgent case which needs to preserve the rights or benefits of the Company, the meeting may be called by other methods and the meeting date may be set earlier. If a meeting is convened via electronic media, the Company can send the invitation letter by electronic mail.”</p>
<p>Article 28 “In calling a shareholders' meeting, the Board of Directors shall prepare an invitation letter for the meeting by specifying the place, date, time and agenda of the meeting, and matters to be presented to the meeting with reasonable details by clearly specifying that the matter is to be proposed for acknowledgment, approval, or consideration, including the opinions of the Board of Directors on such matters. The invitation letter shall be sent to the shareholders and the registrar for acknowledgment not less than 7 days before the meeting date. and advertise the invitation letter in a newspaper for 3 consecutive days at least 3 days before the meeting date.</p> <p>The meeting of shareholders can be convened at the locality where the Company's head office is located, or other provinces throughout the Kingdom as the Board deems appropriate.”</p>	<p>Article 28 “In calling a shareholders' meeting, whether a meeting in person or via electronic media, the Board of Directors shall prepare an invitation letter for the meeting by specifying the place, date, time and agenda of the meeting, and matters to be presented to the meeting with reasonable details by clearly specifying that the matter is to be proposed for acknowledgment, approval, or consideration, including the opinions of the Board of Directors on such matters. The invitation letter shall be sent to the shareholders and the registrar for acknowledgment not less than 7 days before the meeting date. and advertise the invitation letter in a newspaper for 3 consecutive days at least 3 days before the meeting date.</p> <p>The meeting of shareholders can be convened at the locality where the Company's head office is located, or other provinces throughout the Kingdom as the Board deems appropriate. The meeting can also be convened via electronic media in compliance with the rules and procedures as prescribed by laws.”</p>

The delegated person by the Board of Directors was empowered to perform the registration on the amendments of the Company's Articles of Association with Department of Business Development of the Ministry of Commerce in accordance with the registrar's order.

The Board of Directors considered and recommended that the 2022 Annual General Meeting of Shareholders approve the amendments of Section 23,24 and 28 of the Company's Articles of Association to comply with the Emergency Decree on Electronic Meetings B.E. 2563, as detailed above.

Thereafter, the meeting moderator provided the shareholders and proxies opportunities to question and express opinions on pertinent matters via the electronic meeting (E-AGM); however, there were no shareholders or proxies asking further questions or expressing opinions in this agenda. The meeting moderator, therefore, proposed the meeting to approve the amendment of Section 23, 24, and 28 of the Company's Articles of Association as stated above.

The meeting moderator informed the meeting that a resolution for this agenda must be approved by three-fourths of shareholders with voting rights at the meeting. The meeting moderator then informed the meeting the procedures of vote casting via electronic media (E-AGM). If shareholders or proxies disapproved or abstained in voting, they would be asked to go to E-voting window to cast votes within the given time (1 minute). After selecting vote, the pop-up window would be shown to ask whether they confirm the vote. Shareholders shall press "Agree" to confirm their vote.

Resolution The meeting resolved to approve the amendment of the Articles of Association of the Company, Articles 23, 24 and 28 as the following votes:

Shareholders voting	Number of Votes	Percentage
Approved	54,018,641,071	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total (34 shareholders)	54,018,641,071	100.0000
Void ballot(s)	0	-

Notes 1. A resolution for this agenda shall be adopted by not lesser than three-fourths of the votes of the shareholders attending the meeting and casting their votes.

2. There was no additional registration from any shareholders. The total number of shareholders attending the meeting in this agenda was 34, comprising 14 shareholders and 20 proxies, representing the total of 54,018,641,071 shares.

Agenda 9 Other Business (if any)

-None-

Thereafter, the meeting moderator informed the meeting that all the agenda items stipulated in the invitation to the 2022 Annual General Meeting of Shareholders had been completely considered and resolved and asked if any shareholders or proxies wished to ask any further questions or express opinions regarding relevant matters. There were shareholders or proxies asking the following questions:

Mr. Thanet Pongsong (Shareholder)	<u>Questions</u> “In 2022, is there an opportunity to pay dividend?”
Mr. David Van Dau (Chief Executive Officer)	<u>Answers</u> “In 2022, the Company remains unable to pay dividend due to a number of accumulated losses. Nevertheless, the Company anticipates the feasibility of dividend payment in the next few years as the performance under the XPPL Expansion project in Lao PDR.”
Ms. Wandee Jiravanich (Shareholder)	<u>Questions</u> “When will the Company be able to solve the “C” (caution) sign posted by the Securities Exchange Committees? And does the Company look to other projects to increase revenue in the upcoming future? In addition, regarding the building of power plant in Lao PDR, when will the Company be able to record the 2022 revenue?”
Mr. David Van Dau (Chief Executive Officer)	<u>Answers</u> - The Company expects that the “C” (caution) sign of SET can be lifted by Q4 of fiscal year 2022. - At present, the Company has no plans to announce new construction projects; however, the Company is continuously looking to new construction projects in Thailand. Furthermore, the Company is working on XPPL Expansion project in Lao PDR, which the Company was awarded. The Company consistently focuses on such project since it is a high value project. - Regarding the Company’s revenue records for XPPL Expansion project, the Company would like to present via PowerPoint presentation and assign Ms. Somruedee Halilamien, Chief Financial Officer, to present it.
Ms. Somruedee Halilamien (Chief Financial Officer)	<u>Presentation</u> - The Company would like to present the Company’s revenue records for XPPL Expansion project via PowerPoint presentation as follows:



According to the data in the PowerPoint presentation above, the Company will be able to recognize revenue for XPPL Expansion project in Q2/2022 amounting to Baht 89 million. In 2022, the Company expects to realize revenue of Baht 995 million or equivalent to 12.3 of total project value. By 2023, the Company expects to recognize revenue of Baht 5,227 million or equivalent to 65% of total project value. In addition, by 2024 the Company expects to recognize revenue of Baht 1,867 million or equivalent 23% of total project value. The duration of this project construction is approximately 32 months.

Ms. Wandee Jiravanich
(Shareholder)

Questions

Does the Company tend to have business partners or mergers and acquisitions (M&A)?

Mr. David Van Dau
(Chief Executive Officer)

Answers

The Company currently has no plans to have business partners and M&A yet." Nevertheless, the Company is studying new projects relevant to energy and mining industry to increase business opportunities to the Company in the future.

Ms. Rangsimaboon Boonyapoom
(Shareholder)

Questions

1. As private placement results in numerous of shares, will the Company plan to have par combination in the future? If so, when does the Company plan to perform it?
2. Do the Company's major shareholders under the private placement have the plan to hold their shares for long term dividend as well as growing with the Company since the silent period will end at the end of this month?
3. When will the Company be able to solve the "C" (caution) sign of SET?
4. In 2022, is there an opportunity to pay dividend?

5. Will the winning bid constructions be recorded their revenue in Q2/2022, and what is the percentage of gross profit margin of those construction projects comparable to the all projects?
6. Will there be a contract bidding plan in this year, and what is its approximate value?
7. In addition to existing businesses, does the Company plan to initiate new business since the current economic situations are consistently affected by the pandemic and lockdown measure imposed by the government as well as new diseases?
8. Does the Company plan to trade in SET?"
9. When will a coal mine bidding in Lao PDR be established, and what is its estimated budget?

Ms. Pathamakorn Buranasin Answers

(The meeting moderator)

Since there are some repeated questions that the Company answered, can the Company answer only the remaining of such repeated questions?

- Regarding the question no.2, the Company is unable to perceive which shareholders will sell or buy their shares; the Company is unable to respond on their behalf.
- Concerning the solving of "C" (caution) sign of SET, the Company informed that the Company expected to lift the "C" (caution) sign of SET by the end of Q4 of 2022.
- With respect to the dividend payment, the Company clarified that the dividend was expected to pay out in 1-2 years.
- Regarding the revenue recognition of XPPL Expansion project, the Company informed that it would start to recognize revenue for XPPL Expansion project in Q2/2022 with not less than 15% of gross profit margin. The Company is unable to clearly clarify it to prevent competitors from taking our internal information along with the advantage in future construction bid.

The meeting moderator then invited the Chief Executive Officer to answer the remaining questions.

Mr. David Van Dau

(Chief Executive Officer)

Answers

1. In 2022, the Company focuses on solving the "C" (caution) sign posted by SET as well as the Company's liquidity management ensuring the better working capital. However, in terms of the par combination, the Company primarily studied its details and expected to study additionally and consult with the Company's financial advisor and finance department on it in

Q3/2022. The clarity of the reverse stock split will be visible in the following year, and if there is any progress, the Company will inform our shareholders afterwards.

2. With respect to the construction bid plan, as we informed that the Company was continuously looking to new construction projects in Thailand, with not exceeding Baht 100 million. Moreover, as the XPPL Expansion project in Lao PDR is a high value project, which requires a great deal of working capital, the Company still places great importance on such project.
3. As mentioned above, the Company has studied new business to increase business opportunities to the Company in the future. Its clarity can be visible in Q4/2022.”
4. The Company has no plans to trade in SET yet.
5. At present, the Company’s bidding project in Lao PDR is the construction of a coal mine manufacturing plant expansion and coal power plant; it is not the bidding for coal mine or power plant business.

Ms. Wandee Jiravanich
(Shareholder)

Questions

As it is believed that there might be the reduction of using coal mine power plant in the future, what is the Company’s opinion on this trend, and might this trend be turned into other directions?

Mr. David Van Dau
(Chief Executive Officer)

Answers

As mentioned above, the Company operates construction business at present, which is the Company’s core business as well as the bidding project in Lao PDR is only the construction of coal mine plant expansion and coal power plant; it is not the bidding for coal mine or power plant business.”

The meeting moderator then inquired the meeting whether there were any shareholders or proxies asking questions and expressing opinions on any matters. However, there were no shareholders or proxies asking further question or expressing opinions.

Thereafter, Mr. David Van Dau informed the meeting the Company’s direction and upcoming operations.

“Since October 2021, the Company has gone through a substantial evolution with a change in new major shareholder along with changes in the Board of Directors and management.”

“The Board of Directors and Management see tremendous potential for the Company not only in construction and engineering but also in other related industries. With the experience and connection of the new management in developing and looking to new projects for the Company, particularly in energy and coal mine industry, coupled with the Company’s engineering team with over 10-year- experience and competency in planning and efficient implementation, the Company can evolve into a larger organization with long term growth potential.”



“But before the Company can reach its full potential, it is management’s responsibility to re-structure the organization and to recruit talented personnel. Without the proper people and organization, the Company will be unable to fully realize the opportunities that are presented. Therefore, we ask for patience from our shareholders so that we can prepare a firm foundation for the Company, and to have a meticulous study on new projects along with applicable rules and regulations, so that when opportunities do come, we are able to fully handle the monumental tasks that lay ahead and present it to the Board of Directors and the Shareholders for consideration.”

“In the short time that has passed since the capital increase, the Company is off to a good start with the award of the XPPL Project, which should lead to a positive turn around this year and finally a lifting of our “C” designation.”

“On behalf of the managements, we are looking for further support from our shareholders. We are committed for a bright future ahead for our employees and shareholders.”

“I thank all of you for your time today and wish everyone success in the remainder of this year. Thank you, Mr. Chairman.”

Thereafter, the Chairman declared if there were no persons proposing any matters to the meeting for consideration, the Company would like to appreciate all the shareholders who devoted their time for attending the 2022 Annual General Meeting of Shareholders via electronic media (E-AGM) today and adjourned the meeting at 11:12 hrs.

signed -Mr. Van Hoang Dau- chairman of the meeting
(Mr. Van Hoang Dau)

The 2022 Annual Report (Form 56-1 One Report), along with the financial statements
and the Auditor's Report, as of December 31, 2022, in QR Code format



Link: <https://www.set.or.th/set/tsd/meetingdocument.do?symbol=PSG&date=230424>

Remark: QR Code downloading procedures are in the Enclosure 8.

Contact Information: Company Secretary Department/ PSG Corporation Public Company Limited
Tel.: 02-018-7190-8 Fax: 02-018-7199
Email: com.sec@psgcorp.co.th

Details and profiles of the persons nominated to be directors



Khammany Inthirath, Ph.D

Age 67 years old

Title Independent Director / Chairman of Risk Management Committee /
Member of Audit Committee

Nominated as Independent Director

Date of appointment October 27, 2021

Term/ year as Director 1 year 5 months

Shareholding proportion (%) - None-

Education:

Doctoral degree

- Doctor of Development Economics (Investment Economics), National Economics University of the Socialist Republic of Vietnam

Master's degree

- Master of Electrical Engineering, Krasnodar University, Soviet Union Former

Training: -

Work Experience:

- 2015 – 2021 Minister of Energy and Mines, Lao People’s Democratic Republic
- 2011 – 2015 Vice Minister of Energy and Mines, Lao People’s Democratic Republic
- 2009 – 2011 Managing Director, EDL-Generation Public Company
- 2007 – 2009 Acting Managing Director, EDL-Generation Public Company
- 2006 – 2007 Deputy General Managing, EDL-Generation Public Company

Meeting attendance in 2022:	The Board of Director meetings	6/6
	The Audit Committee meetings	5/5
	The Risk Management Committee meetings	2/2

Other current positions in

- listed companies -None-
- non-listed companies -None-

Conflict of interest to the Company -None-

Legal dispute in the last 5 years -None-

Mandatory requirements	Qualifications
Having the following relationships with the Company/its affiliate/its associate company/major shareholder or juristic person that may have conflict of interest at present or in the last 2 months	
- Being an executive director, an employee, or an advisor on payroll	-None-
- Being a professional service provider such as an auditor, financial or legal advisor	-None-
- Having a significant business relationship that may impede independent judgment on the Company's operations such as buying-selling of materials/products/services, borrowing or lending money	-None-
- Family relationship between the director and the executives or major shareholders of the Company/ its subsidiary	-None-



Darnp Sukontasap, Ph.D

Age 65 years old

Title Independent Director / Member of Audit Committee

Nominated as Independent Director

Date of appointment November 9, 2021

Term/ year as Director 1 year 4 months

Shareholding proportion (%) -None-

Education:

Doctoral degree

- Ph.D. (International Law), Fletcher School, Tufts University

Master's degree

- Master of Arts in Law and Diplomacy, Fletcher School, Tufts University

Bachelor's degree

- B.A. (Political Science), Chulalongkorn University

Certificate

- National Defense Course, class of 23/2010, National Defense College
- Managing Global Business Program for Senior Executives, INSEAD, France

Training:

- Corporate Governance for Director and Senior Executive (Regulator) of State Enterprises and Public Organization (PDI) 21/2019
- Financial Statements for Directors (FSD) 39/2019, Thai Institute of Directors (IOD)
- Director Accreditation Program (DAP) 153/2018, Thai Institute of Directors (IOD)
- IT Governance and Cyber Resilience Program 8/2018, Thai Institute of Directors (IOD)

Work Experience:

- 2023 - present Director, Chairman of Executive Committee, Krungdhep Sophon (Public) Company Limited
- 2019 - present Director, International Institute for Trade and Development-ITD (Public Organization)
- 2007 - present Director, Chairman, Black Ink Group (Thailand) Company Limited
- 2017 - 2022 Director, Chairman, Executive Board, Export-Import Bank of Thailand (Exim Bank)
- 2020 - October 2021 Director, Member of Audit Committee, T Engineering Corporation Public Company Limited
- 2017 Director, Chief Executive Officer, Capital Engineering Network Public Company Limited

Meeting attendance in 2022: The Board of Director meetings 6/6
The Audit Committee meetings 5/5



Chaiyod Chirabowornkul, Ph.D

Age 55 years old

Title Director/ Member of Executive Committee

Nominated as Director

Date of appointment October 27, 2021

Term/ year as Director 1 year 5 months

Shareholding proportion (%) 0.37%

Education:

Doctoral degree

- PhD. in Business Administration, Kasetsart University

Master's degree

- MS.in Engineering Management, University of Missouri-Rolla (Missouri, USA)

- Ms. in Electrical Engineering, Louisiana State University (Louisiana, USA)

Bachelor's degree

- BE. in Electrical Engineering, Chulalongkorn University

Training:

- Director Certification Program (DCP) 2013, Thai Institute of Directors (IOD)

- National Defense Course, 2018, National Defense College

- Capital Market Academy, class of 20, 2015

Work Experience:

2015 - present Director, The Whitespace Company Limited

2015 - 2021 Chief Executive Officer, The Whitespace Company Limited

2011 – 2015 Chief Customer Officer, Total Access Communication Public Company Limited

2007 – 2015 Management Committee, Total Access Communication Public Company Limited

Meeting attendance in 2022: The Board of Director meetings 6/6

The Executive Committee meetings 5/5

Other current positions in

● listed companies -None-

● non-listed companies Director, the Whitespace Company Limited

Conflict of interest to the Company -None-

Legal dispute in the last 5 years -None-

The Articles of Association relating to a shareholders' meeting**Chapter 4 - A Meeting of Shareholders**

Article 27. The Board of Directors shall hold the Annual General Meeting of Shareholders within 4 months after the end of a fiscal year.

A meeting of shareholders other than the Annual General Meeting of Shareholders mentioned above shall be called an Extraordinary General Meeting of Shareholders. The Board of Directors may call an extraordinary general meeting whenever it deems appropriate, or when one or more shareholders with a total combined shares of no less than 10% of the total paid-up shares request it. However, meeting agenda and reasons for calling the meeting must be clearly indicated in such a request. The Board of Directors must hold an Extraordinary General Meeting of Shareholders within 45 days of receiving such a request from shareholders.

If the Board of Directors fails to hold the meeting within the time frame stated in paragraph 2, shareholders having a total combined shares that meets the criteria may call an extraordinary general meeting within 45 days after the time period specified in paragraph 2 has expired. In this case, the Board of Directors is regarded to have convened the extraordinary general meeting, and the Company is responsible for any expenses incurred as considered necessary.

In case an extraordinary general meeting is called by shareholders stated in paragraph 3 and the number of shareholders attending the meeting do not establish a quorum as defined in Section 30, the shareholders specified in paragraph 3 are liable for any expenses incurred from the arrangement of that particular meeting.

Article 28. "When calling a shareholders' meeting, the Board of Directors shall prepare invitation letters indicating the venue, date, time, and meeting agenda, as well as topics to be discussed, along with reasonable supporting details. Moreover, each agenda item should be accompanied with the Board of Directors' opinion and properly identified as one for acknowledgment, approval, or consideration. Invitation letters shall be sent to shareholders and the registrar at least 7 days in advance, and they must be advertised in newspapers for 3 consecutive days and at least 3 days in advance.

The meeting of shareholders can be held in a venue in the vicinity of the Company's head office, or at other locations in Thailand deemed appropriated by the Board of Directors."



Article 29. Shareholders may appoint others to attend and vote on their behalf at a shareholders' meeting by using a proxy form prescribed by the registrar. Moreover, shareholders must date and sign the proxy forms.

Before attending the meeting, the proxy form must be submitted to the Chairman of the Board or delegated persons at the meeting location.

Article 30. To establish a quorum at a shareholder meeting, there must be at least 25 shareholders and proxy holders (if any) holding at least one-third of the total paid-up shares, or at least one-half of the total number of shareholders and proxy holders (if any) holding at least one-third of the total paid-up shares.

If a quorum is not obtained within one hour of the scheduled time and the meeting is called at the request of shareholders, the meeting will be called off. However, if the meeting is not called at the request of shareholders, it must be rescheduled, and meeting invitations must be distributed to shareholders at least 7 days in advance. A quorum is not necessary for the rescheduled meeting.

A shareholder meeting shall be presided over by the Chairman of the Board of Directors, or in his absence, by the Vice Chairman of the Board of Directors, or in his absence, by one of the shareholders elected by the meeting.

Article 31. For voting purposes, one share shall be entitled one vote, and a resolution of a shareholder meeting requires the following votes:

- (1) In normal circumstances, a majority vote of shareholders present at the meeting and eligible to vote is required. In the event of a tie, the presiding chairman has the right to cast the deciding vote.
- (2) In the following circumstances, a resolution must be approved by no less than three-fourths of the total votes cast by shareholders present at the meeting and eligible to vote:
 - (a) A sale or transfer of all or a substantial portion of the Company's business to a third party;
 - (b) A purchase or acceptance of transfer of another company's or a private company's business;
 - (c) An execution, amendment, or termination of an agreement concerning the leasing of all or a substantial portion of the Company's business, the appointment of another party to run the Company's business, or the merging of the Company's business with another party with the intention of sharing profit and loss;
 - (d) An amendment of the Company's Memorandum of Association or Articles of Association;
 - (e) An increase or reduction of the Company's registered capital, or an issuance of debenture;
 - (f) A merger or dissolution of the Company.

Article 32. The following are the general tasks performed during the Annual General Meeting of Shareholders:

- (1) To review the Board of Directors' report on the Company's operating performance for the preceding fiscal year;
- (2) To review and approve the Company's financial statements for the preceding fiscal year;
- (3) To consider the allocation of profit;
- (4) To elect directors in place of those who retire by rotation, as well as to determine their remuneration;
- (5) To appoint auditors, as well as to determine their remuneration;
- (6) Any other businesses.

Article 33. In case the Company decides to enter into a connected transaction with its subsidiary, or an asset acquisition or disposal transaction of the Company or its subsidiary, as defined by the Notifications of the Stock Exchange of Thailand governing connected transactions or the acquisition or disposal of assets of listed companies depending on the case, the Company must follow the guidelines and procedures prescribed in those Notifications.

Guidelines and required identification document submission for attending
the 2023 Annual General Meeting of Shareholders via electronic media (E-AGM)

PSG Corporation Public Company Limited would like to inform procedures and guidelines for attending the 2023 Annual General Meeting of Shareholders via electronic media (E-AGM) as follows:

1) In case shareholders wish to attend the E-AGM themselves

- Please fill in the registration form for attending the 2023 Annual General Meeting of Shareholders via electronic media (E-AGM) as enclosed and **clearly state your e-mail address and mobile number for the purpose of attending the meeting** as well as attach the certified copies of identification documents for attending the 2023 Annual General Meeting of Shareholders via electronic media (E-AGM) as follows:

- **For ordinary shareholders** – a certified copy of valid ID card/passport/other government-issued documents.
- **For shareholders who are juristic persons** – a proxy form or a signed proxy form affixed Baht 20 Duty Stamp along with required documents as detailed in “Documents for Proxy Appointment” as mentioned below:

Kindly submit the registration form for attending the 2023 Annual General Meeting of Shareholders via electronic media (E-AGM) along with identification documents (by scanning or photographing) to the Company from April 7, 2023 to April 23, 2023 via e-mail com.sec@psgcorp.co.th or via traditional mail to “Company Secretary Department, PSG Corporation Public Company Limited, 11/1, AIA Sathorn Tower, 21st floor South Sathorn Road, Yannawa Sub-district, Sathorn District, Bangkok 10120”. The documents submitted via traditional mail are required to arrive at the Company by April 21, 2023.

2) In case shareholders wish to appoint the Company’s independent director or other persons as a proxy to attend E-AGM Meeting

Shareholders who are unable to attend the 2023 Annual General Meeting of Shareholders via electronic media (E-AGM) may appoint an independent director (as detailed in Enclosure 6 of the invitation to the 2023 Annual General Meeting of Shareholders or other persons as a proxy to attend the meeting and vote on their behalf.

- 2.1) Please fill in the registration form for attending the 2023 Annual General Meeting of Shareholders via electronic media (E-AGM) (as enclosed) **and clearly state your e-mail address and mobile number and a proxy (other persons) for the registration.**

In case of proxy appointment to the Company’s directors, please simply identify the name and surname of the independent director.

Notes: In case a shareholder identifies voting for each agenda item, the independent director acting as a proxy will cast votes as specified in the proxy form. Each shareholder shall only vote by selecting either “Approve” or “Disapprove” or “Abstain”; in other words, a shareholder shall not split the vote casting.

2.2) Please complete and sign the proxy form which is available for download on the Company’s website <http://www.psgcorp.co.th/> Investor Relations >> Shareholder Information >> Shareholders’ Meeting or the proxy form enclosed with the invitation to the 2023 Annual General Meeting of Shareholders via traditional mail (as enclosed) as well as completed and signed proxy form by a shareholder and a proxy affixed Baht 20 Duty Stamp (in case of other persons). Proxy appointment documents are as follows:

a) Ordinary shareholder

1. A completed and signed proxy form (either form) by a shareholder and a proxy affixed Baht 20 Duty Stamp as stated above and,
2. A certified copy of valid ID card or passport or other government – issued documents of a shareholder and a proxy (as stated in item1)

b) Juristic Person

1. A completed and signed proxy form (either form) as stated above, signed by authorized director of the juristic person along with the company’s seal or juristic person’s seal (if any) of a shareholder and a proxy affixed Baht 20 Duty Stamp and,
2. A certified copy of company’s affidavit or juristic partnership certificate issued no longer than 6 months prior to the AGM date certified by authorized director of the juristic person and,
3. A certified copy of valid ID card or passport or other government–issued documents of authorized director (the proxy grantor according to item 1) and,
4. A certified copy of valid ID card or passport or other government–issued documents of a proxy

3) In case of foreign shareholders and those who appoint custodian in Thailand to be a proxy

Please prepare and submit the following documents:

1. A completed and signed proxy form C. by a shareholder and a proxy (as enclosed with this invitation) affixed Baht 20 Duty Stamp
2. A certified true copy of company’s affidavit or juristic partnership certificate of the custodian certified by authorized director of the juristic person of the custodian or by a proxy along with the company’s seal or juristic person’s seal (if any)
3. A signed power of attorney form from a foreign shareholder to custodian to sign in the proxy form on his/her behalf
4. A custodian certificate of a proxy
5. A certified copy of valid ID card or government official ID card or passport (in case of foreign shareholder) of a proxy

The documents which are not originally in Thai or English must be translated into English and certified their correctness by the shareholder or authorized director of that company or juristic person.

Concerning the proxy granting, you are required to submit original proxy form, registration form as well as other required documents or evidence proving the status of the shareholder or the shareholder's representative entitled to attend the 2023 Annual General Meeting of Shareholders, with a signature affixed to certify as a true copy to the Company via traditional mail to "Company Secretary Department, PSG Corporation Public Company Limited, 11/1, AIA Sathorn Tower, 21st floor, South Sathorn Road, Yannawa Sub-district, Sathorn District, Bangkok 10120". Such documents are required to arrive at the Company by April 21, 2023, so that the Company's staff can complete the documents review prior to the commencement of the meeting. However, shareholders can send the document in advance for reviewing via electronic media: com.sec@psgcorp.co.th

In case the submitted documents are incomplete, incorrect, or incompliant with the requirements stated herein, the Company reserves the right to reject the registration.

Notes: Each shareholder shall not split the number of shares held, granting proxy to several proxies to split votes and the shareholder shall grant a proxy equivalent to the number of shares held. The shareholder shall not grant proxy less than the total number of shares held, except in case of proxy to be custodian per Proxy Form C., available for download on the Company's website: <http://www.psgcorp.co.th> under the section Investor Relations >> Shareholder Information >> Shareholders' Meeting.

4) E-meeting and E-voting via electronic media

The Annual General Meeting via electronic media

Once receiving the required documents as stated in item1) or 2) by the specified date, the Company will verify identification documents and rights assertion documents for attending the meeting according to the information from the book of shareholders' registration for attending the 2023 Annual General Meeting of Shareholders. After going through the verification process, the individual meeting link along with the meeting manual for E-AGM will be sent to a shareholder or a proxy (who is not an independent director) via the e-mail given to the Company for attending the 2023 Annual General Meeting of Shareholders via electronic media (E-AGM) via the system of OJ International Company Limited (1 day prior to the 2023 Annual General Meeting of Shareholders); one shareholder or one proxy per one e-mail only.

Please carefully study the manual and registration procedures for attending the meeting, E-Voting as well as guidelines and procedures for attending the 2023 Annual General Meeting of Shareholders via electronic media (E-AGM) available on the Company's website <http://www.psgcorp.co.th/> under the section Investor Relations >> Shareholder Information >> Shareholders' Meeting as well as the details delivered to you via e-mail.



In case you have not received an individual meeting link as well as the registration manual by April 23, 2023, please contact Company Secretary Department: 02-018-7190-8 ext. 709 immediately.

You are required to prepare the following information for accessing the system:

- In case a shareholder attending himself/herself: shareholder's account number (shareholder's registration number) and shareholder's ID card number
- In case of a proxy: a proxy's ID card number along with his/her mobile number

The registration program and E-voting via electronic media can be used with PC, laptop, tablet, or mobile phone via Chrome web browser with 4G Internet or standard home internet. The system responds to E-Meeting and E-Voting for both a shareholder attending the meeting on his/her own and a proxy.

In case of attending the meeting by using tablet and mobile phone, Zoom Cloud meeting must be installed prior to the meeting attendance and the participants is required to use shareholder's registration number along with shareholder's ID card number to access the system

In case of any complaints or inquiries about the system for attending the 2023 Annual General Meeting of Shareholders via electronic media (E-AGM), please contact OJ International Company Limited 02-079-1811

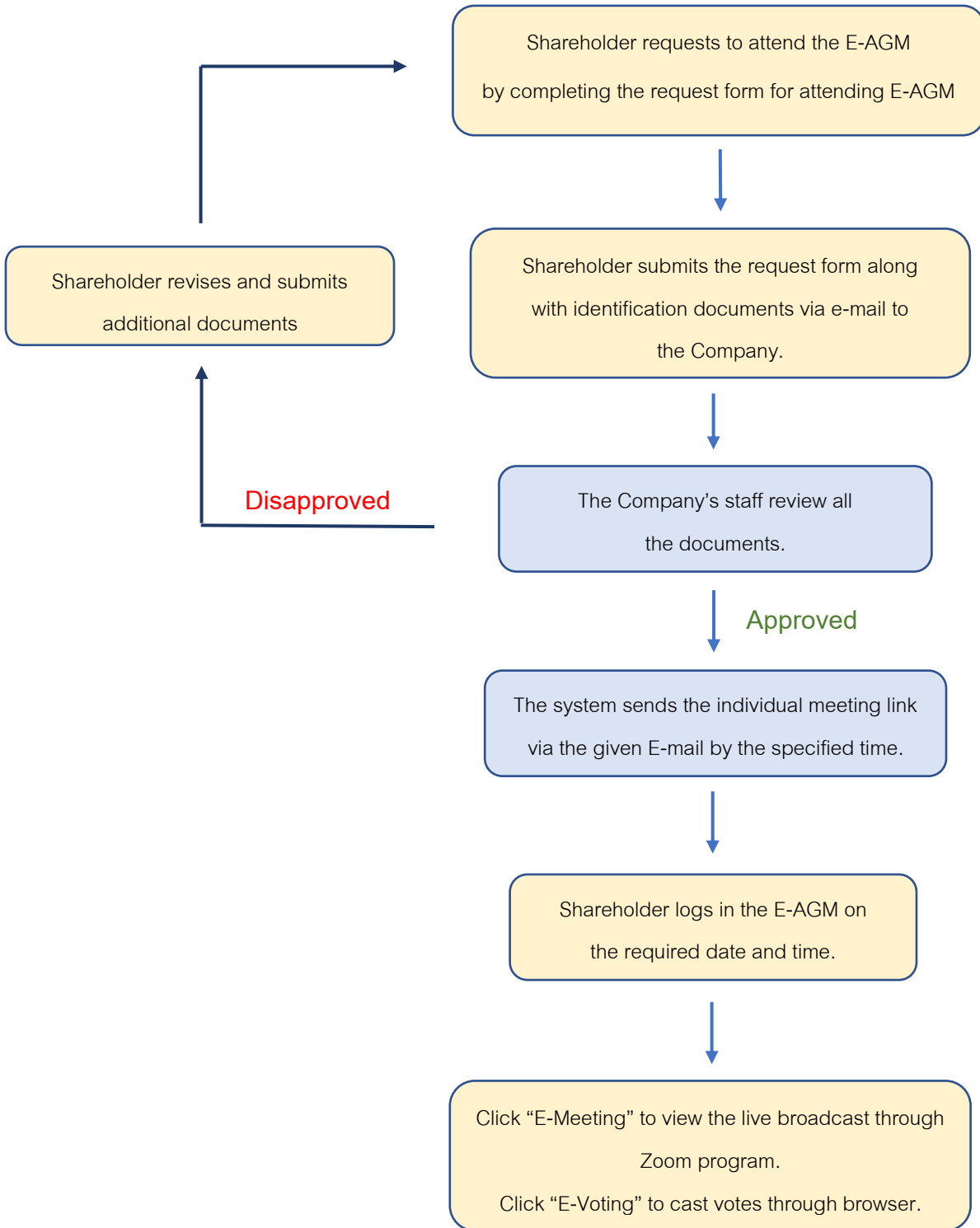
E-voting via electronic media

E-Voting procedures can be cast for each agenda by selecting "Approve" or "Disapprove" or "Abstain". In case you do not select any, the system will automatically count it as "Approve".

5) The submission of questions prior to the E-AGM

In order to protect rights and gain the optimum benefit from the meeting, if shareholders have any inquiries on certain agenda of this meeting, they are able to submit those questions in advance via inquiry form for the 2023 Annual General Meeting of Shareholders via electronic media (E-AGM), which is available for download on the Company's website: <http://www.psgcorp.co.th> under the section Investor Relations >> Shareholder Information >> Shareholders' Meeting and send those questions to the Company's e-mail com.sec@psgcorp.co.th by April 20, 2023.

Flowchart of the Procedures for Attending E-AGM



Definition of an independent director

PSG Corporation Public Company Limited defines the term “independent director” in accordance with the minimum requirements established by the Securities and Exchange Commission and the Stock Exchange of Thailand, and the Notification of Capital Market Supervisory Board, regarding the application of offering newly issued shares as the following details:

An independent director is defined as a director who does not have any commercial or related interests that could compromise their ability to make impartial decisions. In accordance with the regulations of the Securities and Exchange Commission, independent directors must possess the following qualifications: -

- 1) Must not hold more than 1% of the total number of shares in the Company, its parent Company, subsidiary companies, associated companies, major shareholders, or entities that control the Company. The shareholdings of any related individuals of the independent director will also be considered.
- 2) Must not have been or currently be an executive director, employee, staff member, or advisor on payroll, or a controlling person of the Company, its parent Company, subsidiary companies, associated companies, same-level subsidiary companies, major shareholders, or entities that control the Company. This restriction does not apply if the individual has not held such positions for at least two years prior to the date of application to the SEC Office. However, this restriction does not apply to individuals who have previously served as government officials or advisors to a government unit that is a major shareholder of the Company or an entity controlling the Company.
- 3) Must not be a blood relative or legally registered as a parent, spouse, sibling, or child, including the spouse or child of any other directors, executives, major shareholders, controllers, or individuals nominated as directors, executives, or controlling persons of the Company or its subsidiaries.
- 4) Must not have or have had a business relationship with the Company, its parent Company, subsidiary companies, associated companies, major shareholders, or entities that control the Company that could impede the exercise of impartial judgment. This restriction does not apply if the individual has retired from such a position for at least two years prior to the date of application to the SEC Office.

A "business tie" as mentioned in the first paragraph, refers to any transaction that results in the Company or its counterparty owing the other party an amount equal to or greater than three percent of the Company's net tangible assets or Baht 20 million, whichever is lower. This includes common business transactions such as renting or leasing real estate or assets, providing, or receiving financial assistance in the form of loans, guarantees, or using assets as collateral, and other similar transactions. The calculation of the value of such transactions is governed by the Capital Market Supervisory Board's Notification on Rules for Connected Transactions. Additionally, debt obligations incurred one year prior to the start of the commercial relationship with the same individual are also included in this calculation.

- 5) Must not have served as an auditor of the Company, its parent Company, subsidiary companies, associated companies, major shareholders, or entities that control the Company and must not be a shareholder, controlling entity, or partner of the contracted audit firm for the Company, its parent Company, subsidiary companies, associated companies, major shareholders, or entities that control the Company. This restriction does not apply if the individual has retired from such a position for at least two years prior to the date of application to the SEC Office.
- 6) Must not have provided professional services of any kind, such as legal or financial advice, and must not have received service fees of more than Baht 2 million per year from the Company, its parent Company, subsidiary companies, associated companies, major shareholders, or entities that control the Company. They must also not be a major shareholder, controlling person, or partner in such a service provider, unless they have ended such relationships for at least two years prior to the date of application for SEC approval.
- 7) Must not be a director appointed to represent the Company's directors, major shareholders, or shareholders affiliated with a major shareholder.
- 8) Must not operate a business that has the same nature as the Company or its subsidiaries and competes directly with them or must not be a significant partner in a partnership, director involved in management, staff member, employee, consultant receiving a regular salary, or shareholder owning more than 1% of the total voting shares in other companies that conduct businesses similar to the Company or its subsidiaries.
- 9) Must not have any other qualities that prevent them from independently expressing opinions on the Company's operations.

The independent director may subsequently be assigned by the Board of Directors after being appointed as an Independent Director, with the characteristics specified in Clauses 1 to 9, to decide on the operation of the Company, a parent Company, a subsidiary Company, an associated Company, a same-level subsidiary, a major shareholder, or an entity controlling the Company, in the form of a collective decision.

profile of independent directors proposed as proxy at
the 2023 Annual General Meeting of Shareholders

Name	Position	Age	Address	Conflicts of Interest on the Agenda
1. Pol.Gen.Chaiwat Getvorachai, Ph.D.	- Independent Director - Chairman of the Audit Committee	63	15 Soi Wat Weluwanaram 9, Songprapa Road, Don Muang sub-district, Don Muang district, Bangkok 10210	-
2. Khammany Inthirath, Ph.D.	- Independent Director - Member of the Audit Committee - Chairman of the Risk Management Committee	67	House No. 401, Unit No. 29, Donkoy Village, Sisattanak District, Vientiane, Lao PDR	Agenda 5
3. Souphanh Keomixay, Ph.D.	- Independent Director - Chairman of the Nomination and Remuneration Committee	71	530 Unit 37 Nalaow Village, Sikhottabong District, Vientiane, Lao PDR	-
4. Mr. Prapas Vichakul	- Independent Director - Member of the Audit Committee	67	51/218 Muang Ake Village, Moo 7, Lakhok sub-district, Mueang Pathumthani district, Pathumthani, 12000	-
5. Mr. Nopadol Intralib	- Independent Director - Member of the Risk Management Committee - Member of the Nomination and Remuneration Committee	73	191/12 Soi Ramkhamhaeng 110, Saphan Sung Subdistrict, Saphan Sung District, Bangkok 10240	-
6. Damp Sukontasap, Ph.D.	- Independent Director - Member of the Audit Committee	65	138/20 Soi Paholyothin 2, Paholyothin Road, Samsen-Nai sub-district, Payathai district, Bangkok 10400	Agenda 5



หนังสือมอบฉันทะ แบบ ก.
Proxy Form A.
(แบบทั่วไปซึ่งเป็นแบบที่ง่ายและไม่ซับซ้อน)
(General and Simple Form)

(ปิดอากรแสตมป์ 20 บาท)

(Please attach stamp duty of Baht 20)

เลขทะเบียนผู้ถือหุ้น _____
Shareholder registration number

เขียนที่ _____
Written at
วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า _____ สัญชาติ _____ อยู่เลขที่ _____ ซอย _____
I/We _____ nationality _____ residing/located at no. Soi _____
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____ จังหวัด _____
Road Tambol/Kwaeng Amphur/Khet Province
รหัสไปรษณีย์ _____
Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท ทีเอสจี คอร์ปอเรชั่น จำกัด (มหาชน) (“บริษัท”)
Being a shareholder of PSG Corporation Public Company Limited (“Company”)
โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
Holding the total number of _____ shares and have the rights to vote equal to _____ votes as follows
 หุ้นสามัญ _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share _____ shares and have the rights to vote equal to _____ votes
 หุ้นบุริมสิทธิ _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preference share _____ shares and have the rights to vote equal to _____ votes

(3) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)
Hereby appoint (Please choose one of following)

กรณีเลือกข้อ 1. กรุณาทำเครื่องหมาย
✓ ที่ 1. ระบุชื่อผู้รับมอบอำนาจ
If you make proxy by choosing No.1,
please mark ✓ at 1. and give the
details of proxy (proxies).

1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name age years residing/located at no.
ถนน _____ ตำบล/แขวง _____ อำเภอ _____
Road Tambol/Kwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

หรือ/Or

ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name age years residing/located at no.
ถนน _____ ตำบล/แขวง _____ อำเภอ _____
Road Tambol/Kwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

คนหนึ่งคนใดเพียงคนเดียว
Anyone of these persons

กรณีเลือกข้อ 2. กรุณาทำเครื่องหมาย ✓ ที่ 2. และเลือกกรรมการอิสระคนใดคนหนึ่ง

If you make proxy by choosing No. 2, please mark ✓ at 2. and choose one of these members of the Independent Directors.

2. มอบฉันทะให้กรรมการอิสระคนใดคนหนึ่งของบริษัท คือ

Appoint any one of the following members of the Independent Directors of the Company

- พล.ต.อ.ดร.ชัยวัฒน์ เกตุวรชัย Pol. Gen. Chaiwat Getvorachai, Ph.D หรือ/Or
- ดร. คำมณี อินทร์ธีราช Khammany Inthirath, Ph.D หรือ/Or
- ดร. สุพรรณ แก้วมีชัย Souphanh Keomixay, Ph.D หรือ/Or
- นายประภาส วิชากุล Mr. Prapas Vichakul หรือ/Or
- นายนพดล อินทรลิป Mr. Nopadol Intralib หรือ/Or
- ดร. คามพ์ สุคนธ์ทรัพย์ Darnp Sukontasap, Ph.D

(รายละเอียดประวัติกรรมการอิสระ ปรากฏตามสิ่งที่ส่งมาด้วย 6 ของหนังสือเชิญประชุมสามัญผู้ถือหุ้น ประจำปี 2566) (Details of members of the Independent Directors of the Company are specified in Enclosure 6 of the Notice of the 2023 Annual General Meeting of Shareholders)

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะคนใดคนหนึ่ง ไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระที่เหลือเป็นผู้รับมอบฉันทะแทนกรรมการอิสระที่ไม่สามารถเข้าประชุม

In this regard, in the case where any of such members of the Independent Directors is unable to attend the meeting, the other members of the Independent Directors shall be appointed as a proxy instead of the member of the Independent Directors who is unable to attend the meeting.

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2566 ในวันที่ 24 เมษายน 2566 เวลา 10.00 น. ผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy ("proxy") to attend and vote on my/our behalf at the **2023 Annual General Meeting of Shareholders on April 24th, 2023 at 10.00 hrs. via electronic media**, or such other date, time and place as the meeting may be held.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ/Signedผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/ Signedผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/ Signedผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ Signedผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ/Remarks

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.



หนังสือมอบฉันทะ แบบ ข.
Proxy Form B.
(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนและตายตัว)
(Form with fixed and specific details authorizing proxy)

(ปิดอากรแสตมป์ 20 บาท)
(Please attach stamp duty of Baht 20)

เลขทะเบียนผู้ถือหุ้น _____
Shareholder registration number

เขียนที่ _____
Written at
วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า _____ สัญชาติ _____ อยู่เลขที่ _____ ซอย _____
I/We _____ nationality _____ residing/located at no. Soi _____
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____ จังหวัด _____
Road Tambol/Kwaeng Amphur/Khet Province
รหัสไปรษณีย์ _____
Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท ทีเอสจี คอร์ปอเรชั่น จำกัด (มหาชน) (“บริษัท”)
Being a shareholder of PSG Corporation Public Company Limited (“Company”)
โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
Holding the total number of _____ shares and have the rights to vote equal to _____ votes as follows
 หุ้นสามัญ _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share _____ shares and have the rights to vote equal to _____ votes
 หุ้นบุริมสิทธิ _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preference share _____ shares and have the rights to vote equal to _____ votes

(3) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)
Hereby appoint (Please choose one of following)

กรณีเลือกข้อ 1. กรุณาทำเครื่องหมาย
✓ ที่ 1. ระบุชื่อผู้รับมอบอำนาจ
If you make proxy by choosing
No.1, please mark ✓ at 1. and
give the details of proxy (proxies).

1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name age years residing/located at no.
ถนน _____ ตำบล/แขวง _____ อำเภอ _____
Road Tambol/Kwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

หรือ/Or

ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name age years residing/located at no.
ถนน _____ ตำบล/แขวง _____ อำเภอ _____
Road Tambol/Kwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

กรณีเลือกข้อ 2. กรุณาทำเครื่องหมาย
✓ ที่ 2. และเลือกกรรมการอิสระ
คนใดคนหนึ่ง
If you make proxy by choosing No.
2, please mark ✓ at 2. and
choose one of these members of
the Independent Directors.

คนหนึ่งคนใดเพียงคนเดียว Anyone of these persons
 2. มอบฉันทะให้กรรมการอิสระคนใดคนหนึ่งของบริษัท คือ
Appoint any one of the following members of the Independent Directors of the Company
 พล.ต.อ.ดร.ชัยวัฒน์ เกตุวรชัย Pol. Gen. Chaiwat Getvorachai, Ph.D หรือ/Or
 ดร. คัมณี อินทร์ธีราช Khammany Inthirath, Ph.D หรือ/Or
 ดร. สุพรรณ แก้วมีชัย Souphanh Keomixay, Ph.D หรือ/Or
 นายประภาส วิชากุล Mr. Prapas Vichakul หรือ/Or
 นายนพดล อินทรลิบ Mr. Nopadol Intralib หรือ/Or
 ดร. ดามพ์ สุคนธ์ทรัพย์ Damp Sukontasap, Ph.D

(รายละเอียดประวัติกรรมการอิสระ ปรากฏตามสิ่งที่ส่งมาด้วย 6 ของหนังสือเชิญประชุมสามัญ
ผู้ถือหุ้น ประจำปี 2566) (Details of members of the Independent Directors of the Company
are specified in Enclosure 6 of the Notice of the 2023 Annual General Meeting of
Shareholders)

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะคนใดคนหนึ่ง ไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระที่เหลือเป็นผู้รับมอบฉันทะแทนกรรมการอิสระที่ไม่สามารถเข้าประชุม

In this regard, in the case where any of such members of the Independent Directors is unable to attend the meeting, the other members of the Independent Directors shall be appointed as a proxy instead of the member of the Independent Directors who is unable to attend the meeting.

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2566 ในวันที่ 24 เมษายน 2566 เวลา 10.00 น. ผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy (“proxy”) to attend and vote on my/our behalf at the **2023 Annual General Meeting of Shareholders on April 24th, 2023 at 10.00 hrs. via electronic media**, or such other date, time and place as the meeting may be held.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

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

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2565

Agenda 1 To consider and certify the minutes of the Annual General Meeting of Shareholders for the year 2022.

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

จดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 2 รับทราบรายงานผลการดำเนินงานของบริษัทในรอบปีที่ผ่านมา สิ้นสุด ณ วันที่ 31 ธันวาคม 2565

Agenda 2 To acknowledge the report of the Company’s operating result for the year ended December 31, 2022.

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

จดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 3 พิจารณานุมัติงบการเงินประจำปีสิ้นสุด ณ วันที่ 31 ธันวาคม 2565

Agenda 3 To consider and approve the Company’s Financial Statements for the year ended December 31, 2022.

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

จดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 4 พิจารณานุมัติไม่จัดสรรเงินกำไรเป็นทุนสำรองตามกฎหมาย และงดการจ่ายเงินปันผล สำหรับผลการดำเนินงานของบริษัท ประจำปี 2565

Agenda 4 To consider and approve the suspension of profit allocation and the omission of dividend payment for the result of the operation in the year 2022.

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

จดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 5
Agenda 5

พิจารณาอนุมัติแต่งตั้งกรรมการแทนกรรมการที่ต้องออกตามวาระ

To consider and approve the appointment of the directors replacing those who retired by rotation.

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย ไม่เห็นด้วย จดออกเสียง

Approve Disapprove Abstain

เลือกตั้งกรรมการทั้งหมด

Election of entire nominated directors

เห็นด้วย ไม่เห็นด้วย จดออกเสียง

Approve Disapprove Abstain

เลือกตั้งกรรมการเป็นรายบุคคล

Election of each nominated directors

1. ชื่อกรรมการ ดร.คัมณี อินทร์ธีราช

Director's name Khammany Inthirath, Ph.D

เห็นด้วย ไม่เห็นด้วย จดออกเสียง

Approve Disapprove Abstain

2. ชื่อกรรมการ ดร.ดามพ์ สุคนธ์ทรัพย์

Director's name Damp Sukontasap, Ph.D

เห็นด้วย ไม่เห็นด้วย จดออกเสียง

Approve Disapprove Abstain

3. ชื่อกรรมการ ดร.ชัยยศ จิรบรรณกุล

Director's name Chaiyod Chirabowornkul, Ph.D

เห็นด้วย ไม่เห็นด้วย จดออกเสียง

Approve Disapprove Abstain

วาระที่ 6
Agenda 6

พิจารณาอนุมัติค่าตอบแทนกรรมการ ประจำปี 2566

To consider and approve the directors' remuneration for the year 2023.

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย ไม่เห็นด้วย จดออกเสียง

Approve Disapprove Abstain

วาระที่ 7
Agenda 7

พิจารณาอนุมัติแต่งตั้งผู้สอบบัญชี และกำหนดค่าสอบบัญชีประจำปี 2566

To consider and approve the appointment of the Company's External auditors and fix their remuneration for the year 2023.

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย ไม่เห็นด้วย จดออกเสียง

Approve Disapprove Abstain

วาระที่ 8
Agenda 8

พิจารณาเรื่องอื่นๆ (ถ้ามี)

Other matters (if any)

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย ไม่เห็นด้วย จดออกเสียง

Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

If the proxy does not vote consistently with my/our voting intentions as specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the Company's shareholders.



- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the event that I/we have not specified my/our voting intention on any agenda item or have 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 เว้นแต่กรณี que ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ/Signedผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/ Signedผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/ Signedผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ Signedผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ/Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.
2. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

In case where the statement exceeds those specified above, additional details may be specified in the Attachment to this Proxy Form B. provided.



ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Attachment to Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท ทีเอสจี คอร์ปอเรชั่น จำกัด (มหาชน)

A proxy is granted by a shareholder of PSG Corporation Public Company Limited

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2566 ในวันที่ 24 เมษายน 2566 เวลา 10.00 น. ผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

At the 2023 Annual General Meeting of Shareholders on April 24th, 2023 at 10.00 hrs. via electronic media or such other date, time and place as the meeting may be held

วาระที่ _____ เรื่อง _____

Agenda item no. Re :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ _____ เรื่อง _____

Agenda item no. Re :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ _____ เรื่อง _____

Agenda item no. Re :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ _____ เรื่อง _____

Agenda item no. Re :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain



แบบหนังสือมอบฉันทะ แบบ ค.

Proxy Form C.

(ใช้เฉพาะกรณีที่มีผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น)

(For the shareholders who are specified in the register as foreign investor and has appointed a custodian in Thailand to be a share depository and keeper)

(ปิดอากรแสตมป์ 20 บาท)

(Please attach stamp duty of Baht 20)

เลขทะเบียนผู้ถือหุ้น _____
Shareholder registration number

เขียนที่ _____
Written at
วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า _____ สัญชาติ _____ อยู่เลขที่ _____ ซอย _____
I/We _____ nationality _____ residing/located at no. Soi _____
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____ จังหวัด _____
Road Tambol/Kwaeng Amphur/Khet Province
รหัสไปรษณีย์ _____
Postal Code

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ _____

As the custodian of

ซึ่งเป็นผู้ถือหุ้นของบริษัท ทีเอสจี คอร์ปอเรชั่น จำกัด (มหาชน) (“บริษัท”)

who is a shareholder of PSG Corporation Public Company Limited (“Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
Holding the total number of _____ shares and have the rights to vote equal to _____ votes as follows
 หุ้นสามัญ _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share _____ shares and have the rights to vote equal to _____ votes
 หุ้นบุริมสิทธิ _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preference share _____ shares and have the rights to vote equal to _____ votes

(2) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)

Hereby appoint (Please choose one of following)

กรณีเลือกข้อ 1. กรุณาทำเครื่องหมาย
✓ ที่ 1. ระบุชื่อผู้รับมอบอำนาจ
If you make proxy by choosing
No.1, please mark ✓ at 1. and
give the details of proxy (proxies).

1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name age years residing/located at no.
ถนน _____ ตำบล/แขวง _____ อำเภอ _____
Road Tambol/Kwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

หรือ/Or

ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name age years residing/located at no.
ถนน _____ ตำบล/แขวง _____ อำเภอ _____
Road Tambol/Kwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

คนหนึ่งคนใดเพียงคนเดียว

Anyone of these persons

กรณีเลือกข้อ 2. กรุณาทำเครื่องหมาย ✓ ที่ 2. และเลือกกรรมการอิสระคนใดคนหนึ่ง

If you make proxy by choosing No. 2, please mark ✓ at 2. and choose one of these members of the Independent Directors.

2. มอบฉันทะให้กรรมการอิสระคนใดคนหนึ่งของบริษัท คือ

Appoint any one of the following members of the Independent Directors of the Company

- พล.ต.อ.ดร.ชัยวัฒน์ เกตุวรชัย Pol. Gen. Chaiwat Getvorachai, Ph.D หรือ/Or
 ดร. คัมณี อินทร์ธีราช Khammany Inthirath, Ph.D หรือ/Or
 ดร. สุพรรณ แก้วมีชัย Souphanh Keomixay, Ph.D หรือ/Or
 นายประกาศ วิชากุล Mr. Prapas Vichakul หรือ/Or
 นายนพดล อินทริลิป Mr. Nopadol Intralib หรือ/Or
 ดร. คามพ์ สุคนธ์ทรัพย์ Darnp Sukontasap, Ph.D

(รายละเอียดประวัติกรรมการอิสระ ปรากฏตามสิ่งที่ส่งมาด้วย 6 ของหนังสือเชิญประชุมสามัญผู้ถือหุ้น ประจำปี 2566) (Details of members of the Independent Directors of the Company are specified in Enclosure 6 of the Notice of the 2023 Annual General Meeting of Shareholders)

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะคนใดคนหนึ่ง ไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระที่เหลือเป็นผู้รับมอบฉันทะแทนกรรมการอิสระที่ไม่สามารถเข้าประชุม

In this regard, in the case where any of such members of the Independent Directors is unable to attend the meeting, the other members of the Independent Directors shall be appointed as a proxy instead of the member of the Independent Directors who is unable to attend the meeting.

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2566 ในวันที่ 24 เมษายน 2566 เวลา 10.00 น. ผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy ("proxy") to attend and vote on my/our behalf at **the 2023 Annual General Meeting of Shareholders on April 24th, 2023 at 10.00 hrs. via electronic media**, or such other date, time and place as the meeting may be held.

(3) ข้าพเจ้ามอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

I/We grant my/our proxy to attend this Meeting and cast votes as follows:

มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

Grant all of my/our proxy in accordance with the amount of shares with voting right I/we hold

มอบฉันทะบางส่วน คือ

Grant certain of my/our proxy as follows:

หุ้นสามัญ _____ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ _____ เสียง
ordinary share shares and have the rights to vote equal to votes

หุ้นบุริมสิทธิ _____ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ _____ เสียง
preference share shares and have the rights to vote equal to votes

รวมสิทธิออกเสียงลงคะแนนทั้งหมด _____ เสียง

Total voting right Votes

(4) ข้าพเจ้ามอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

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

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2565

Agenda 1 To consider and certify the minutes of the Annual General Meeting of Shareholders for the year 2022.

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย ไม่เห็นด้วย จงดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 2
Agenda 2

รับทราบรายงานผลการดำเนินงานของบริษัทในรอบปีที่ผ่านมา สิ้นสุด ณ วันที่ 31 ธันวาคม 2565

To acknowledge the report of the Company's operating result for the year ended December 31, 2022.

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 3
Agenda 3

พิจารณาอนุมัติงบการเงินประจำปีสิ้นสุด ณ วันที่ 31 ธันวาคม 2565

To consider and approve the Company's Financial Statements for the year ended December 31, 2022.

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 4
Agenda 4

พิจารณาอนุมัติไม่จัดสรรเงินกำไรเป็นทุนสำรองตามกฎหมาย และงดการจ่ายเงินปันผล สำหรับผลการดำเนินงานของบริษัท ประจำปี 2565

To consider and approve the suspension of profit allocation and the omission of dividend payment for the result of the operation in the year 2022.

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 5
Agenda 5

พิจารณาอนุมัติแต่งตั้งกรรมการแทนกรรมการที่ต้องออกตามวาระ

To consider and approve the appointment of the directors replacing those who retired by rotation.

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve

Disapprove

Abstain

เลือกตั้งกรรมการทั้งหมด

Election of entire nominated directors

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve

Disapprove

Abstain

เลือกตั้งกรรมการเป็นรายบุคคล

Election of each nominated directors

1. ชื่อกรรมการ ดร.คัมณี อินทร์วิราช

Director's name Khammany Inthirath, Ph.D

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve

Disapprove

Abstain

2. ชื่อกรรมการ ดร.ดามพ์ สุกนธทรัพย์

Director's name Darnp Sukontasap, Ph.D

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve

Disapprove

Abstain

3. ชื่อกรรมการ ดร.ชัยยศ จิรบรรณกุล

Director's name Chaiyod Chirabowornkul, Ph.D

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 6 พิจารณานุมัติค่าตอบแทนกรรมการ ประจำปี 2566

Agenda 6

To consider and approve the directors' remuneration for the year 2023.

 ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

 ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

 เห็นด้วย

Approve

 ไม่เห็นด้วย

Disapprove

 งดออกเสียง

Abstain

วาระที่ 7**พิจาณานุมัติแต่งตั้งผู้สอบบัญชี และกำหนดค่าสอบบัญชีประจำปี 2566**

Agenda 7

To consider and approve the appointment of the Company's External auditors and fix their remuneration for the year 2023.

 ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

 ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

 เห็นด้วย

Approve

 ไม่เห็นด้วย

Disapprove

 งดออกเสียง

Abstain

วาระที่ 8**พิจารณาเรื่องอื่นๆ (ถ้ามี)**

Agenda 8

Other matters (if any)

 ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

 ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

 เห็นด้วย

Approve

 ไม่เห็นด้วย

Disapprove

 งดออกเสียง

Abstain

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้น ไม่ถูกต้อง และไม่ใช้เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

If the proxy does not vote consistently with my/our voting intentions as specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the Company's shareholders.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the event that I/we have not specified my/our voting intention on any agenda item or have 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 เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ/Signedผู้มอบฉันทะ/Grantor

(.....)

ลงชื่อ/ Signedผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ/ Signedผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ Signedผู้รับมอบฉันทะ/Proxy

(.....)

หมายเหตุ/Remarks

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
This Proxy form C. is only used for the shareholder who is specified in the register as a foreign investor and has appointed a custodian in Thailand to be a share depository and keeper.
2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
The documents needed to be attached to this Proxy form are:
 - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
Power of attorney from the shareholder empowering the custodian to sign this Proxy form on his/her behalf
 - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)
Document confirming that the person who signed the proxy form is permitted to operate the custodian business
3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.
4. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ
In case where the statement exceeds those specified above, additional details may be specified in the Attachment to Proxy Form C. provided.



ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.
Attachment to Proxy Form C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท พีเอสจี คอร์ปอเรชั่น จำกัด (มหาชน)
A proxy is granted by a shareholder of PSG Corporation Public Company Limited

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2566 ในวันที่ 24 เมษายน 2566 เวลา 10.00 น. ผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย
At the 2023 Annual General Meeting of Shareholders on April 24th, 2023 at 10.00 hrs. via electronic media or such other date, time and place as the meeting may be held

วาระที่ _____ เรื่อง _____
Agenda item no. Re :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
Approve Votes Disapprove Votes Abstain Votes

วาระที่ _____ เรื่อง _____
Agenda item no. Re :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
Approve Votes Disapprove Votes Abstain Votes

วาระที่ _____ เรื่อง _____
Agenda item no. Re :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
Approve Votes Disapprove Votes Abstain Votes

วาระที่ _____ เรื่อง _____
Agenda item no. Re :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
Approve Votes Disapprove Votes Abstain Votes

Guidelines for downloading an invitation to attend the 2023 Annual General Meeting of Shareholders
and the 2022 Annual Report (Form 56-1 One Report)

The Thailand Securities Depository Co., Ltd., as a securities registrar under the Stock Exchange of Thailand has developed a system which allows SET Listed Companies to send the shareholders documents regarding the General Meeting of Shareholders and the Annual Report in the form of E-books accessible through QR Code, thus allows the shareholders to access the information with ease.

The aforementioned documents can be downloaded using the QR Code by following the steps below:

For iOS System

1. Tap on the camera application on your mobile phone.
2. Point the camera in the direction of the QR code to scan it.
3. A notification will appear on top of the screen. Click on the notification to view the invitation to attend the 2023 Annual General Meeting of Shareholders and the 2022 Annual Report/ Financial Report (form 56-1 One Report).

Remark:

If the notification does not appear, use other application, such as QR Code Reader, Facebook, and Line, to scan the QR Code.

For Android System

1. Tap on apps such as QR Code Reader, Facebook, or Line, on your mobile phone.

How to scan the QR Code with Line application

➔ Open Line application and click on "Add friend" ➔ Choose QR Code ➔ Scan the QR Code

2. Scan the QR Code to view the invitation to attend the 2023 Annual General Meeting of Shareholders and the 2022 Annual Report (form 56-1 One Report)



QR Code for downloading invitation to attend the 2023 Annual General Meeting of Shareholders
and the 2022 Annual Report (Form 56-1 One Report)



Link: <https://www.set.or.th/set/tsd/meetingdocument.do?symbol=PSG&date=230424>

Contact Information: Company Secretary Department/ PSG Corporation Public Company Limited
Tel.: 02-018-7190-8 Fax: 02-018-7199
Email: com.sec@psgcorp.co.th



แบบฟอร์มลงทะเบียนสำหรับการประชุมสามัญผู้ถือหุ้นผ่านสื่ออิเล็กทรอนิกส์ (E-AGM)
Registration form for attending the AGM via Electronic Media (E-AGM)

เลขทะเบียนผู้ถือหุ้น.....
Shareholder registration number

เขียนที่.....
Written at

วันที่.....เดือน.....พ.ศ.....
Date Month Year

ข้าพเจ้า.....
I/We,

สัญชาติ.....อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....
Nationality Residing at No. Road Sub-district

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....
District Province Postal Code

อีเมล.....โทรศัพท์มือถือ.....
E-mail Mobile Phone

หมายเลขบัตรประจำตัวประชาชน/หนังสือเดินทาง.....
Identification Card/Passport number

เป็นผู้ถือหุ้นของ บริษัท พีเอสจี คอร์ปอเรชั่น จำกัด (มหาชน) (“บริษัท”)
Being a shareholder of PSG Corporation Public Company Limited (“Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง
Holding the total number of shares and have the rights to vote equal to votes

ข้าพเจ้าขอยืนยันเข้าร่วมประชุมและลงมติออกเสียงลงคะแนนในการประชุมสามัญผู้ถือหุ้น ประจำปี 2566 ในวันจันทร์ที่ 24 เมษายน 2566 เวลา 10.00 น. ซึ่งจะจัดขึ้นในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) กรุณาส่งลิงค์เข้าร่วมประชุมเฉพาะบุคคลสำหรับเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) ตามกฎหมายที่เกี่ยวข้อง โดย
I confirm to attend the meeting and vote at the 2023 Annual General Meeting of Shareholders on April 24th, 2023 at 10.00 hrs. via electronic media. Please send individual link to attend the E-AGM in accordance with relevant laws.

เข้าร่วมประชุม E-AGM ด้วยตนเองและขอให้บริษัทส่งลิงค์เข้าร่วมประชุมเฉพาะบุคคล เพื่อเข้าร่วมประชุม รวมถึงคู่มือการใช้งานในระบบมาที่ e-mail :
Attend the E-AGM meeting by yourself and shareholder ask the company to send individual link to attend the E-AGM and including the system access manual to e-mail

มอบฉันทะให้ นาย / นาง / นางสาว
Hereby appoint Mr. / Mrs. / Miss
เข้าร่วมประชุม E-AGM แทน และขอให้บริษัทส่งลิงค์เข้าร่วมประชุมเฉพาะบุคคล เพื่อเข้าร่วมประชุม รวมถึงคู่มือการใช้งานในระบบมาที่ e-mail :
Attend the E-AGM meeting instead and proxy ask the company to send individual link to attend the E-AGM and including the system access manual to e-mail

โดยลงทะเบียนแสดงความประสงค์โดยส่งแบบฟอร์มลงทะเบียนนี้มายังบริษัท หรือโดยสแกนหรือถ่ายรูปส่งมาที่อีเมล:
com.sec@psgcorp.co.th ภายในวันที่ 23 เมษายน 2566
Register via sending this form to the Company or scanning or taking photos and send them to Email: com.sec@psgcorp.co.th by April 23rd, 2023

ลงชื่อ/Signed.....ผู้ถือหุ้น/Shareholder
(.....)