



The invitation to 2022 Annual General Meeting  
of Shareholders

PSG CORPORATION PUBLIC COMPANY LIMITED

Friday, April 22, 2022, at 10.00 hrs.,  
through electronic media (E-AGM)

April 7, 2022

Subject: Invitation to the 2022 Annual General Meeting of Shareholders

To: Shareholders of PSG Corporation Public Company Limited (“the Company”)

- Enclosures:
1. A copy of Minutes of the Extraordinary General Meeting of Shareholders No. 1/2564.
  2. The Annual Report 2021 (Form 56-1 One Report) in QR Code format, along with financial statements and the Auditor’s Report, as of December 31, 2021.
  3. Profiles of nominees for directorships.
  4. The Company’s Articles of Association concerning a meeting of shareholders.
  5. Procedures for attending the 2022 Annual General Meeting of Shareholders via electronic media (E-AGM).
  6. Definition of an independent director, as well as information on independent directors nominated by the Company as shareholder proxies.
  7. Proxy Form A., B., and C.
  8. QR Code and the accompanying manual for downloading an invitation to attend the 2022 Annual General Meeting of Shareholders and the 2021 Annual Report (Form 56-1 One Report).
  9. Registration form for attending the AGM 2022 via Electronic Media (E-AGM).

PSG Corporation Public Company Limited (“the Company”) will host the 2022 Annual General Meeting of Shareholders via electronic media (E-AGM) in conformity with the legislations regulating electronic meetings. The meeting is scheduled on April 22, 2022 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 Extraordinary General Meeting of Shareholders No. 1/2021**

Objective & Reason: The Company prepared and filed a copy of the minutes of the Extraordinary General Meeting of Shareholders No. 1/2021, held on October 12, 2021, 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 of the EGM No. 1/2021 is enclosed with this invitation (**Attachment 1**).

Board of Directors’ opinion: The Board of Directors considered and opined that the minutes of the Extraordinary General Meeting of Shareholders No. 1/2021, held on October 20, 2021, 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 with voting rights at the meeting.

**Agenda 2 To acknowledge the Company's operating results for the year ended December 31, 2021**

Objective & Reason The Company summarized its operating results and key developments for the fiscal year 2021 in the Annual Report, which can be downloaded using the QR Code provided in **Attachment 2**, which is enclosed with the invitation to the 2022 Annual General Meeting of Shareholders.

Board of Directors' opinion Without passing a resolution, the Board of Directors examined and agreed to recommend the Annual General Meeting of Shareholders to acknowledge the Company's operating results and key developments for the fiscal year 2021. In addition, the summary of the operating results and key developments is included in the Annual Report 2021, which can be downloaded using the QR Code provided in **Attachment 2**.

Note This agenda is for shareholders' acknowledgement and does not require a resolution.

**Agenda 3 To consider and approve the Financial Statements for the year ended 31 December 2021**

Objective & Reason The Company prepared the financial statements for the year ended December 31, 2021, which was examined by the Audit Committee and the Board of Directors, as well as audited by an auditor from Deloitte Tohmatsu Jaiyos Audit Company 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 prepares the statement of financial position and the statement of comprehensive income 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 2022 Annual General Meeting of Shareholders approve the Company's financial statements for the fiscal year ended December 31, 2021, the details of which are presented in the Annual Report 2021, which can be downloaded using the QR Code provided in **Attachment 2**. Summary of the operating results is shown in the table below.

*(THB million)*

	Separate Financial Statements	
	2021	2020
Total assets	1,291.55	288.16
Total liabilities	91.21	125.41
Shareholders' equity	1,200.34	162.75
Total revenues	44.58	80.30
Net loss for the period	(63.13)	(22.67)
Net loss per share (THB)	(0.0030)	(0.0021)

Board of Directors' opinion: The Board of Directors considered and agreed to recommend the Annual General Meeting of Shareholders to approve the financial statements for the fiscal year ended December 31, 2021, which had been examined by the Audit Committee and agreed upon by the Board of Directors, as well as audited by an auditor from Deloitte Tohmatsu Jaiyos Audit Company Limited. The details of the financial statements are presented in the Annual Report 2021, which can be downloaded using the QR Code provided in **Attachment 2**.

Notes A resolution for this agenda must be approved by a majority vote of shareholders with voting rights 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 fiscal year 2021 operating results**

Objective & Reason The Company's policy is 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 net loss of THB 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 generates a net loss from its operating results, it is prohibited from paying dividends and providing 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 to provide for the legal reserve be omitted, as well as the payment of dividends from the Company's 2021 operating results.

Board of Directors' opinion: The Board of Directors considered and agreed to propose the Annual General Meeting of Shareholders that the allocation of net profit to provide for the legal reserve be omitted, as well as the payment of dividends from the Company's 2021 operating results.

Notes A resolution for this agenda must be approved by a majority vote of shareholders with voting rights at the meeting.

**Agenda 5 To consider and approve the appointment of the Company's directors in place of the directors who are retired by rotation**

Objective & Reason According to Section 71 of Public Limited Companies Act B.E. 2535 (including subsequent amendments) and Section 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 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 in many disciplines, morality and ethics, and diversity of Board of Directors members. Following the screening process, 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.

Board of Directors' opinion The Board of Directors, excluding those with conflicts of interest, thoroughly reviewed each director's qualifications and agreed to recommend that the 2022 Annual General Meeting of Shareholders approve the reappointment of the following three directors who would retire by rotation, namely Mr. Van Hoang Dau, Pol. Gen. Chaiwat Getvorachai, and Mr. Dhana Buppavanich, to serve on the Board of Directors for another term. **Attachment 3** contains the profiles of the nominees' profiles, as well as other pertinent information.

Notes A resolution for this agenda must be approved by a majority vote of shareholders with voting rights at the meeting.

**Agenda 6 To acknowledge directors' remuneration for the fiscal year 2022, which is based on the resolution of the Extraordinary General Meeting of Shareholders No.1/2020**

Objective & Reason

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 regulations or an approval 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, as specified in the Company's regulations and bylaws, a director is also entitled to other allowances and welfare benefits.

A resolution setting a remuneration criteria for the Board of Directors was passed at the Extraordinary General Meeting of Shareholders No.1/2020, held on February 27, 2020, and the remuneration would be in effect until a meeting of shareholders passed a resolution setting a new remuneration criteria.

Following a screening process by the Nomination and Remuneration Committee that took 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 agreed to recommend the 2022 Annual General Meeting of Shareholders acknowledge the Board of Directors' remuneration for the fiscal year 2022, based on the resolution of the Extraordinary General Meeting of Shareholders No.1/2020, held on February 27, 2020, with the following details:

Committee	Meeting Allowance for the year 2022				
	Board of Directors (THB/ attendance)	Audit Committee (THB/ attendance)	Nomination and Remuneration Committee (THB/ attendance)	Risk Management Committee (THB/ attendance)	Executive Committee (THB/ attendance)
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 fiscal year 2022 is the same as for fiscal year 2021, and has been at this level since fiscal year 2015. An Executive Director who is a member of the Company's executive team 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 Director' opinion 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 Board of 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.

In 2021, the Board of Directors' monetary remuneration in the form of meeting allowances was THB 4,271,000.

Notes This agenda is for shareholders' acknowledgement and does not require a resolution.

**Agenda 7 To consider and approve the appointment of auditors and their remuneration for fiscal year 2022**

Objective & Reason 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.

In response to a recommendation by the Audit Committee, the Board of Directors considered accountability, independence, knowledge and experiences in auditing work, consultations 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 E.Y. Office Limited as the Company's auditor to audit and express an opinion on the Company's financial statements for fiscal year 2022.

1. Mr. Chatchai Kasemsrithanawat Certified Public Accountant No. 5813, and/or
2. Ms. Wilai Sunthornwanee Certified Public Accountant No. 7356, and/or
3. Ms. Chonlaros Santiasvaraporn Certified Public Accountant No. 4523

Notes : One of the auditors named above will be designated as the Company's auditor for the first time. The practice period of the three auditors listed above 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 2022 and 2021:

Auditors' Fee	2022 (proposed)	2021
Annual Audit fee (Separate financial statement)	1,650,000.-	1,520,000.-
Annual Audit fee (Consolidated financial statement)	500,000.-	-Nil-
Audit fee for Separate financial statements (3 quarters)	1,050,000.-	1,485,000.-
Audit fee for Consolidated financial statement (3 quarters)	240,000.-	-Nil-
<b>Total</b>	<b>3,440,000</b>	<b>3,005,000</b>

The proposed audit fees for fiscal year 2022 are exclusive of other non-audit fees. In addition, one of the auditors specified above will audit and provide an opinion on the Company's financial statements. If the above-mentioned auditors are unable to perform their duties, E.Y. Office Limited must replace them with other certified auditors.

Furthermore, the Company planned to establish a subsidiary company in 2022, and as a result, the proposed audit fees for fiscal year 2022 are higher than those paid in the previous year due to the additional preparation of consolidated financial statements. Deloitte Touch Tohmatsu Jaiyos Audit Company Limited was appointed as the Company's auditor in 2021, with audit and non-audit fees of THB 3,005,000 and THB 17,474, for a total fee of THB 3,022,474.

Moreover, the auditors on the proposed list have no relationships or conflicts of interest with the Company, a subsidiary company, executives, major shareholders, or other connected persons. They are independent auditors who provide opinions on the Company's financial statements.

Board of Director's opinion The Board of Directors considered and agreed to recommend that the 2022 Annual General Meeting of Shareholders appoint one of the auditors on the proposed list, namely Mr. Chatchai Kasemsrithanawat (Certified Public Accountant No. 5813), and/or Ms. Wilai Sunthornwanee (Certified Public Accountant No. 73560, and/or Ms. Chonlaros Santiasvaraporn (Certified Public Accountant No. 4523), from E.Y. Office Limited as the Company's auditor for fiscal year 2022 to provide opinions 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 THB 3,440,000, excluding out-of-pocket-expenses.

Notes

A resolution for this agenda must be approved by a majority vote of shareholders with voting rights at the meeting.

**Agenda 8 To consider and approve the amendments of Section 23, 24, and 28 of the Company's Articles of Association**

Objective & Reason

In order 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:

Current	(Draft) Proposed amendment
<p>Section 23 "The Board of Directors must meet at least once every 3 months.</p> <p style="padding-left: 40px;">The meeting can be held in a venue in the vicinity of the Company's head office, or at other locations deemed appropriate by the Board of Directors."</p>	<p>Section 23. "The Board of Directors must meet at least once every 3 months.</p> <p style="padding-left: 40px;">The meeting can be held in a venue in the vicinity of the Company's head office, or at other locations deemed appropriate by the Board of Directors. Moreover, <a href="#">the Board of Directors may convene a meeting via electronic media in compliance with the rules and procedures as prescribed by laws.</a>"</p>
<p>First Paragraph of Section 24 "When calling a meeting of the Board of Directors, the Chairman or a delegated person shall send a meeting invitation to each director at least 7 days in advance. However, in an emergency to protect the Company's rights or benefits, the meeting may be convened by other means and at a shorter notice."</p>	<p>First Paragraph of Section 24 "When calling a meeting of the Board of Directors, <a href="#">whether in person or via electronic media</a>, the Chairman or a delegated person shall send a meeting invitation to each director at least 7 days in advance. However, in an emergency to protect the Company's rights or benefits, the meeting may be called by other means and at a shorter notice. <a href="#">If a meeting is convened via electronic media, the Company may send an invitation letter by electronic mail.</a>"</p>
<p><b>Section 28</b> "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</p>	<p><b>Section 28</b> "When calling a shareholders' meeting, <a href="#">whether in person or via electronic media</a>, 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</p>

Current	(Draft) Proposed amendment
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."	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 appropriate by the Board of Directors. <a href="#">Moreover, the meeting may also be convened via electronic media in compliance with the rules and procedures as prescribed by laws."</a>

Board of Directors' opinion 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 in order to comply with the Emergency Decree on Electronic Meetings B.E. 2563, as detailed above.

Notes A resolution for this agenda must be approved by three-fourths of shareholders with voting rights at the meeting.

**Agenda 9 Other Business (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 2022 Annual General Meeting of Shareholders via electronic media on Friday, April 22, 2022, at 10.00 a.m. Furthermore, the meeting will be held in accordance with the conditions established in the legislation governing electronic meetings.

The record date for a right to attend the 2022 Annual General Meeting of Shareholders was March 22, 2022.

Shareholders who wish to attend the 2022 Annual General Meeting of Shareholders via electronic media may do so by following the registration procedure outlined in **Attachment 5**. In addition, the registration system will be operational from April 7, 2022 until the end of the 2022 Annual General Meeting of Shareholders on April 22, 2022.

Shareholders who are unable to attend the 2022 Annual General Meeting of shareholders may appoint others to attend and vote on their behalf by submitting a proxy form (**Attachment 7**), along with other required documents, via e-mail [ir@psgcorp.co.th](mailto:ir@psgcorp.co.th), or via traditional mail to Investor Relations Department, PSG Corporation Public Company Limited, No. 11/1 AIA Sathorn Tower, 21<sup>st</sup> floor, South Sathorn Road, Yannawa, Sathorn, Bangkok 10120, by April 21, 2022. The person attending the meeting on behalf of a shareholder must register using the procedures outlined in **Attachment 5**.

However, in order to protect rights and benefits of shareholders who are unable to attend the 2022 Annual General Meeting of Shareholders and wish to appoint an independent director of the Company, whose name and relevant information are detailed in **Attachment 6**, to attend and vote on their behalf, they may do so by submitting a proxy form B (**Attachment 7**), along with other required documents, via e-mail [ir@psgcorp.co.th](mailto:ir@psgcorp.co.th), or via traditional mail to Investor Relations Department, PSG Corporation Public Company Limited, No. 11/1 AIA Sathorn Tower, 21<sup>st</sup> floor, South Sathorn Road, Yannawa, Sathorn, Bangkok 10120, by April 21, 2022. Shareholders may review the registration process for the meeting, which is explained in **Attachment 5**.

Furthermore, on the date of the 2022 Annual General Meeting of Shareholders, April 22, 2022, shareholders or their proxies can join the meeting using the meeting URL supplied in the registration e-mails. The meeting link will be available beginning 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 Extraordinary General Meeting of Shareholders No. 1/2021

T Engineering Corporation Public Company Limited

Via Electronic Media (E-EGM)

At the Company's Meeting Room 242, 244 Krungthongburi Road, Khlong Ton Sai Subdistrict,

Khlong San District, Bangkok 10600

October 12, 2021

**Quorum** At 10.00 hrs., there were 20 shareholders attending the meeting in person representing a total of 743,548,339 shares and 33 shareholders by proxy representing a total of 4,867,682,832 shares integrated totality of 53 shareholders representing 5,611,231,171 shares from the total issued shares of 10,948,438,156 or equivalent to 51.2514% of T Engineering Corporation Public Company Limited ("The Company"). A quorum was thus constituted.

**Directors attending the Meeting at the Company's Meeting Room**

1. Ms. Patthamakorn Buranasin Director, Member of the Executive Committee, Managing Director and Company Secretary

**Directors attending the Meeting via electronic media (E-EGM)**

1. Mr. Prasit Chongussayakul Chairman of Board of Directors, Chairman of Risk Management Committee and Member of Nomination and Remuneration Committee
2. Mr. Pitsanu Vichitcholchai Director and Chief Executive Officer
3. Mr. Tradsin Chongussayakul Director and Member of the Executive Committee
4. Mr. Thanadech Mahapokai Director and Member of the Executive Committee
5. Mr. Nontawat Dhanasuwiwath Director.
6. Mr. Udom Chatsirikun Independent Director, Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee and Member of the Risk Management Committee.
7. Mr. Chanchai Suwisuttagul Independent Director, Member of the Audit Committee, Member of the Risk Management Committee and Member of the Nomination and Remuneration Committee .
8. Mr. Chatri Worawanichanun Independent Director and Member of the Audit Committee.
9. Dr. Darnp Sukontasap Independent Director, Member of the Audit Committee and Member of Risk Management Committee.

**Executive in Finance attending the Meeting**

1. Ms. Vimornrat Siripumvannaku Assistant Managing Director to Accounting and Finance Division

**Consultants attending the Meeting**

1. Mr. Sumritchai Tangharat Independent Financial Advisor, Country Group Advisory Co., Ltd.
2. Mr. Worachart Tuaycharoen Financial Advisor, Finnex advisory Co., Ltd.
3. Mr. Paradorn Leosakul Legal consultant, The Captial Law Office Co., Ltd.

**The Auditor attending the Meeting**

1. Ms. Korntong Leungvilai Auditor, Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd.

**Introduction**

Mr. Prasit Chongussayakul, Chairman of the Board of Directors, acting as the chairman of the Meeting (“**Chairman**”) assigned Ms. Pathamakorn Buranasin, Director, Member of the Executive Committee, Managing Director and Company Secretary, as the meeting moderator (“**Meeting Moderator**”) and Meeting Secretary to take note of the Meeting.

The meeting moderator informed the Meeting that this Extraordinary General Meeting of Shareholders No.1/2021 was held via electronic media (E-EGM). At the moment, there were 20 shareholders attending the Meeting in person and 33 shareholders by proxy integrated totality 53 shareholders representing 5,611,231,171 shares from the total of 10,948,438,156 issued and paid shares or equivalent to 51.2514% of the total issued shares. A quorum was thus constituted in compliance with Public Limited Companies Act, B.E.2535 (1992) (as amended) (“**Public Company Act**”) and the Company’s Articles of Association specifying that there must be not less than 25 shareholders and shareholders by proxy (if any) to attend the Meeting and numbers of shares must be not less than one third of the total shares sold or there must be shareholders and shareholders by proxy to attend the meeting not less than half of all shareholders with shares not less than one third of all shares sold to constitute a quorum. The meeting moderator, therefore, opened the Extraordinary Meeting of Shareholders No.1/2021 to consider agenda matters stated in the invitation to the Extraordinary General Meeting of Shareholders No.1/2021, which had been submitted to shareholders.

The meeting moderator introduced all 10 directors who attended the Meeting representing 100% of the Company’s Board of Directors. Top executives and the auditor of the Company were also introduced before opening the Meeting.

Then, to be in compliance with Good Corporate Governance, the meeting moderator informed to the Meeting the method of voting and question asking including informed the meeting process via electronic media (E-EGM) to follow the Company’s Articles of Association and to ensure that the Meeting proceed properly as follows:

1. Since this meeting was conducted via electronic media (E-EGM), no voting ballots were offered to participants of the Meeting. To cast votes, all shareholders will have votes equal to numbers of shares they were holding; one share representing one vote. The shareholders would cast their votes per each meeting agenda whether they would “approve”, “disapprove” or “abstain”. In case the shareholders did not cast their votes in any agenda item, the system would automatically deem that they agreed or approved that agenda item.

2. To cast votes, the participants 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 went to E-Voting window tab to cast votes for each agenda item, it must be implemented within the time set (1 minute). After clicking to cast votes, the system will have pop-up to confirm the vote. Shareholders then shall select agree button to confirm their voting.
4. In case shareholders would like to change their vote, they could do so by clicking to cast vote again. In case the agenda item was closed for voting, the shareholders would be unable to cast votes or change their votes.
5. After having casted their votes, shareholders would go back to E-meeting window (Zoom Program) to watch the broadcasting of the Meeting.
6. The system would collect votes by counting the total votes from persons who cast their votes via E-Voting and persons who cast votes in advance via the proxy form.
7. Before the resolution of each agenda item, Chairman of the Meeting would give opportunities for shareholders to ask questions relevant to that agenda as appropriate. Since this Meeting was conducted via electronic media (E-EGM), in case shareholders or shareholders by proxy intended to ask questions, they could do so by the 2 methods as follows:
  - Asking questions through typing message
    1. Shareholders would go to Chat menu from Zoom Program so as to type messages and then press the Enter button to send in messages into the system.
  - Asking questions through conversation
    1. Shareholders would go to Participant menu below and press Raise Hand button.
    2. When the meeting moderator called the participants' name, the staff would activate microphone to allow them to ask question. Then they must press unmute and open microphone in their equipment. In case they were unable to speak through microphone (within 1 minute), please type their questions via Chat menu instead so that the meeting moderator would read their questions on their behalf.

In asking each question both through typing messages or conversation, shareholders were asked to inform name-surname and identify whether they attended the Meeting in person or were proxy holders before asking questions every time to ensure the completeness of the Meeting's note taking. In case, none participant asked questions within 2 minutes, the Company would proceed the Meeting. In case of additional questions, shareholders could type questions through Chat menu and the staff would read out their questions later.

After that, the meeting moderator proceeded with the agenda matters stated in the Invitation to the Extraordinary Meeting of Shareholders No. 1/2021 as follows:

**Agenda 1: To consider and certify the 2021 Annual General Meeting of Shareholders**

The meeting moderator informed the Meeting that the Company prepared the Minutes of the Annual General Meeting of Shareholders for the year 2021 and submitted it to Ministry of Commerce and copy to the Stock Exchange of Thailand (“SET”) in compliance with the applicable laws. The minutes were also sent to the shareholders along with the invitation for calling this Meeting.

The Board of Directors considered and agreed that the Minutes of the Annual General Meeting of Shareholders for the year 2021 held on April 28, 2021, were correctly recorded and should be proposed to the Meeting for certifying.

Then, the meeting moderator gave opportunities for shareholders or proxy holders to ask questions and express opinions on related issues via electronic meeting (E-EGM). The meeting moderator informed methods to post questions and express opinions to the Meeting. However, none of the shareholders or proxy holders furthered ask questions. The meeting moderator, thus, asked the Meeting to consider and certify the Minutes of the Annual General Meeting of Shareholders for the year 2021.

The meeting moderator informed the Meeting that this Agenda must receive the majority of votes from the shareholders attending the meeting and casting votes, excluding abstentions from the calculation base.

The meeting moderator informed the Meeting of vote counting method via electronic meeting (E-EGM). In case shareholders or proxy holders disapproved or abstained in voting, they were asked to go to e-voting window to cast votes within the specified time (1 minute). After selecting vote, the system would have pop-up to confirm the vote. Shareholders would press agree to confirm their votes.

**Resolutions** The Meeting unanimously resolved to certify the Minutes of the Annual General Meeting of Shareholders for the year 2021 held on April 28, 2021 with details as follows:

Shareholders' Opinion	Numbers of Votes	% of the total votes of shareholders present and giving votes
Approve	5,612,131,171	100.0000
Disapprove	0	0.0000
Total (54 shareholders)	5,612,131,171	100.0000
Abstain	0	-
Void	0	-

- Remark**
1. This Agenda must receive the majority of votes from the shareholders attending the meeting and casting votes, excluding abstentions from the calculation base.
  2. There was one additional shareholder attending the Meeting. There were 54 shareholders attending the Meeting in this agenda. This consisted of 21 shareholders and 33 proxy holders representing the total of 5,612,131,171 shares.

The meeting moderator informed the Meeting that as the agenda item nos. 2 to 6 are related, the consideration of the agenda item nos. 2 to 6 is conditional upon each other, whereby any of the said agenda items is not approved by the shareholders' meeting, it shall be deemed that the approval of any previous agenda items is cancelled, and there shall be no further consideration on the relevant subsequent agenda items, and the agenda item nos. 2 to 6 shall be deemed unapproved by the shareholders' meeting.

**Agenda 2 To consider and approve the issuance and offering of newly issued ordinary shares of the Company to specific investors on a private placement basis**

The meeting moderator informed the Meeting that since the second quarter of the year 2018, the Company was marked with "C" sign due to the fact that its shareholders' equity was less than 50 percent of its paid-up capital, and given its continued operating loss for several years, the sources of financing were subject to restrictions, thereby resulting in liquidity problems which affected its ability to operate the business. Besides, since 2020, the 2019 coronavirus pandemic (COVID-19) has affected the Company in various aspects and caused its operations not being as planned. Various projects for which the Company was bidding were suspended, called off or postponed. As a result, the Company currently has only one ongoing construction project. Upon reviewing the Company's liquidity status, despite the Company's auditor expressed an unqualified opinion on its financial statements, such auditor has pointed out significant uncertainty of the Company's capability to operate as a going concern since 2020. According to the Company's financial statements for the period ended June 30, 2021, its shareholders' equity was THB 143.19 million, with revenue from the construction contracts in the first half of 2021 of merely THB 6.93 million and net loss in the first half of 2021 of THB 31.37 million. Therefore, it is necessary for the Company to increase its registered capital, which under the current circumstances, the offering of newly issued ordinary shares on a private placement basis is more suitable than the rights offering to the existing shareholders. This is because the offering of newly issued ordinary shares on a private placement basis will enable the Company to derive proceeds from the capital increase in sufficient amount with certainty within a limited period of time. This offering of newly issued ordinary shares on a private placement basis is an offering of newly issued shares to those persons and/or business partners with available funds, experience and/or potential to assist the Company to restore its ability to operate its businesses, and enhance the Company's competitiveness, in both short-term and long-term, and to bring about new business opportunities to the Company in order to increase its revenue growth and successfully resolve the problems regarding the qualifications to maintain its status as a listed company on the Market for Alternative Investment (the "mai"). In this regard, the Company has sought five investors who are suitable and are interested in investing in the newly issued ordinary shares of the Company (the "Investors"), where the Company will allocate up to 54,044,000,000 newly issued ordinary shares with a par value of THB 1.00 per share, equivalent to 83.15 percent of the total issued and paid-up shares of the Company (after the PP Transactions), at the offering price of THB 0.02 per share, totaling THB 1,080,880,000, as detailed below (collectively, the "PP Transactions");



1. The issuance and offering of 51,994,000,000 newly issued ordinary shares with a par value of THB 1.00 to Mrs. Panicha Dau (“**Mrs. Panicha**”), equivalent to 80.00 percent of the total issued and paid-up shares of the Company (after the PP Transactions), at the offering price of THB 0.02 per share, totaling THB 1,039,880,000 (the “**Issuance and Offering of Newly Issued Ordinary Shares to Mrs. Panicha**”). Mrs. Panicha will be entitled to nominate the candidates to be elected as directors of the Company in the number of more than half of total number of directors, and to nominate the candidates to be appointed as the executives of the Company, where such process is expected to be completed within the fourth quarter of 2021<sup>1</sup>.

In this regard, as after the acquisition of the Company’s newly issued ordinary shares, Mrs. Panicha’s shareholding in the Company will be equivalent to 80.00 percent of the total issued and paid-up shares of the Company (after the PP Transactions) which exceeds 75 percent of the total voting rights of the Company, Mrs. Panicha, therefore, is required to make a tender offer for all securities of the Company pursuant to the Notification of the Capital Market Supervisory Board No Thor.Jor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers (as amended) (“**Notification No. Thor.Jor. 12/2554**”) where the tender offer will take place after the Company has issued and allocated the newly issued ordinary shares to Mrs. Panicha and the registration of the paid-up capital in respect of the ordinary shares issued and allocated to Mrs. Panicha has been completed. The Company expects that Mrs. Panicha will launch a tender offer within the fourth quarter of 2021. In this regard, as the Notification No. Thor.Jor. 12/2554 specifies that the tender offer price for securities shall not be less than the highest price paid for shares which have been acquired by the tender offeror and his/her related person specified under Section 258, including persons acting in concert with such persons, during the period of 90 days prior to the date on which the tender offer document is submitted, i.e. the tender offer price for securities will not be lower than the offering price of the newly issued ordinary shares offered to the specific investors on this private placement basis;

2. The issuance and offering of 300,000,000 newly issued ordinary shares with a par value of THB 1.00 to Ms. Titima Thanakornyothin (“**Ms. Titima**”), equivalent to 0.46 percent of the total issued and paid-up shares of the Company (after the PP Transactions), at the offering price of THB 0.02 per share, totaling THB 6,000,000 (the “**Issuance and Offering of Newly Issued Ordinary Shares to Ms. Titima**”)<sup>2</sup>;

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<sup>1</sup> The Issuance and Offering of Newly Issued Ordinary Shares to Mrs. Panicha is considered as a connected transaction since after the acquisition of newly issued ordinary shares Mrs. Panicha will be a controlling person of the Company and her spouse, i.e., Mr. David Van Dau will be a director of the Company.

<sup>2</sup> The Issuance and Offering of Newly Issued Ordinary Shares to Ms. Titima is considered as a connected transaction since after the acquisition of newly issued ordinary shares Ms. Titima will be a director and an independent director of the Company.

3. The issuance and offering of 250,000,000 newly issued ordinary shares with a par value of THB 1.00 to Mr. Chaiyod Chirabowornkul (“**Mr. Chaiyod**”), equivalent to 0.38 percent of the total issued and paid-up shares of the Company (after the PP Transactions), at the offering price of THB 0.02 per share, totaling THB 5,000,000 (the “**Issuance and Offering of Newly Issued Ordinary Shares to Mr. Chaiyod**”)<sup>3</sup>;
4. The issuance and offering of 1,200,000,000 newly issued ordinary shares with a par value of THB 1.00 to Mr. Adisorn J.Jitcharoenchai (“**Mr. Adisorn**”), equivalent to 1.85 percent of the total issued and paid-up shares of the Company (after the PP Transactions), at the offering price of THB 0.02 per share, totaling THB 24,000,000; and
5. The issuance and offering of 300,000,000 newly issued ordinary shares with a par value of THB 1.00 to Mr. Kittishote Haritaworn (“**Mr. Kittishote**”), equivalent to 0.46 percent of the total issued and paid-up shares of the Company (after the PP Transactions), at the offering price of THB 0.02 per share, totaling THB 6,000,000.

In addition, the Company has plan to use such proceeds from this capital increase as capital for construction business, bidding and working capital in its business operations. The Company does not intend to use the proceeds from the offering of shares on this occasion to acquire any assets which are considered as backdoor listing under the Notification of the Capital Market Supervisory Board No. TorChor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposition of Assets B.E. 2547 (A.D. 2004). In this regard, The proceed utilization plan is set out in Clause 4.2 of the Information Memorandum on Offering of Newly Issued Ordinary Shares through a Private Placement and Connected Transaction of T Engineering Corporation Public Company Limited (Enclosure 2), which was submitted to shareholders along with the Invitation to attend the Meeting.

The offering price of the newly issued ordinary shares is based on the negotiations between the Company and the Investors, which is higher than the fair value of such shares appraised by the financial advisor of the Company. However, as the Company sustains an accumulated loss in its standalone financial statements as of June 30, 2021, in the amount of THB 1,515.95 million, resulting in the Company being able to issue and offer its newly issued ordinary shares at the offering price lower than the par value of the Company upon being approved by the shareholders' meeting pursuant to Section 52 of the Public Limited Companies Act B.E. 2535 (A.D. 1992) (as amended) (the “**PLC Act**”).

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<sup>3</sup> The Issuance and Offering of Newly Issued Ordinary Shares to Mr. Chaiyod is considered as a connected transaction since after the acquisition of newly issued ordinary shares Mr. Chaiyod will be a director and an executive of the Company.

In this regard, the weighted average price of the Company's shares traded on the mai for the past 15 consecutive business days prior to the date on which the board of directors' meeting of the Company resolved to propose to the shareholders' meeting to consider and approve the offering of newly issued shares to specific investors on a private placement basis, i.e. from July 29, 2021 to August 19, 2021, is equivalent to THB 0.091 per share. The offering price of the newly issued ordinary shares at THB 0.02 per share is lower than 90 percent of the market price as it is discounted from the market price at the rate of 78.02 percent. Therefore, the PP Transactions are considered as the issuance and offering of the newly issued shares to specific investors on a private placement basis at specific offering price, at the price lower than 90 percent of the market price pursuant to the Notification of the Capital Market Supervisory Board No. TorChor. 72/2558 Re: Approval for Listed Companies to Offer Newly Issued Shares through Private Placement (as amended) (the "PP Notification"). Consequently, the PP Transactions shall be approved by a vote of not less than three-fourths of the total votes of shareholders attending the meeting and having the right to vote, excluding the votes of shareholders having an interest on the PP Transactions<sup>4</sup>, and there is no shareholder(s) holding, in aggregate, at least 10 percent of the total votes of the shareholders attending the meeting and having the right to vote, exercising their veto rights to object the PP Transactions. Furthermore, an approval of the Office of Securities and Exchange Commission (the "SEC") is required prior to the offering of the newly issued shares.

In addition, should the offering price of the newly issued ordinary shares to five Investors under the PP Transactions is lower than 90 percent of the market price of the Company's shares prior to the SET's approval to accept such newly issued ordinary shares as listed securities, the Company shall be obliged to prohibit all Investors from selling all shares which have been allocated to them under the PP Transactions for a period of one year from the date on which such shares commence trading on the mai. Upon the lapse of six months after the Company's newly issued ordinary shares have started trading on the mai, the Investors may gradually sell up to 25 percent of all such locked-up shares, in accordance with the requirements set out in the Notification of the Stock Exchange of Thailand Re: Rules, Conditions and Procedures for Consideration of Application for Listing of Ordinary Shares or Preferred Shares for Capital Increase as Listed Securities B.E. 2558 (A.D. 2015) (as amended) (the "Notification on Rules, Conditions and Procedures for Consideration of the Application for Ordinary Shares for Capital Increase as Listed Securities"). In this regard, the additional details of the PP Transactions and conditions of the capital increase in respect of the offering of the newly issued ordinary shares of the Company are set out in the Information Memorandum on Offering of Newly Issued Ordinary Shares through a Private Placement and Connected Transaction of T Engineering Corporation Public Company Limited (Enclosure 2) and the Capital Increase Report Form (F53-4) (Enclosure 3).

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<sup>4</sup> No shareholders of the Company have conflict of interest on the PP Transactions.

The Board of Directors has considered with honesty and fiduciary to preserve the Company's interests in relation to the capital increase and it has carefully reviewed the Investors' information and viewed that (1) Mrs. Panicha, (2) Ms Titima, (3) Mr. Chaiyod, (4) Mr. Adisorn and (5) Mr. Kittishote are investors with available funds, experience and/or potential to assist the Company to restore its ability of business operation, and enhance the Company's competitiveness, in both short-term and long-term, and to bring about new business opportunities for the Company in order to increase its revenue growth. Moreover, the issuance and allocation of the newly issued shares to specific persons on private placement basis will be beneficial to the Company with the following reasons:

1. Rationale and Necessity for the Offering of Newly Issued Ordinary Shares to Specific Persons

The offering of newly issued ordinary shares on a private placement basis will shorten the fundraising period and ensure a successful fundraising. The Company is required to offer its newly issued ordinary shares to resolve its capability with respect to a going concern issue, as described in the auditor's report on the Company's financial statements, and the qualifications to maintain its status as a listed company on the mai in the long run, and to improve its liquidity in the construction business operations. This is because at present, the Company is restricted in terms of the sources of funds as a result of its continued operating loss for several years and pending litigation proceedings. Financial institution has not approve credit facilities or letters of guarantee to the Company, thereby resulting in adverse impact on the Company's working capital in its business operations.

2. Feasibility of Proceeds Utilization Plan

The Company shall use such proceeds from the offering of newly issued ordinary shares on a private placement basis in the total amount of approximately THB 1,080,880,000 as capital for construction business, bidding and working capital in its business operations. With such proceeds to be derived by the Company. With experiences of the Company and the PP Investors , the Company will have potential, reliability and prospects for successful bidding and award of construction work, and also have sufficient funds for use as working capital in its business operations for improvement of the information technology and software (IT & Software) systems of the Company, as described in Clause 4.2 of the Information Memorandum on Offering of Newly Issued Ordinary Shares through a Private Placement and Connected Transaction of T Engineering Corporation Public Company Limited (Enclosure 2). Therefore, the Company's plan for use of proceeds above is justifiable and adequate for the Company's resumption of the construction bidding.

3. Reasonableness of the Capital Increase

The Board of Directors is of the view that this capital increase is justifiable because such capital increase will help improve its liquidity and potential for business operations, and enable the Company to resolve its capability with respect to a going concern issue, as per the auditor's report on the Company's financial statements, and the qualifications to maintain its status as a listed company on the mai in the long run, according to the reasons and justifications as hereinabove described. In this regard, the offering of newly issued ordinary shares will be beneficial to the Company, its shareholders, customers and counterparts, and serves as an assurance to the shareholders and general investors.

Furthermore, all PP Investors are potential investors with available funds, and such PP Investors who will serve as directors or executives also have relevant experience and expertise to increase business prospects for the Company, and as such, all PP Investors are qualified and capable of investing, as described in Clause 7 of this document.

4. Impact on the Company's Financial Status from the Capital Increase and the Implementation of the Proceeds Utilization Plan

After completion of the PP Transactions, the Company's capital structure will be strengthened, in other words, the Company's shareholders' equity will be increased against the declining liabilities, and the Company will have the working capital for its business operations, which will help improve its operating results.

5. Appropriateness of the Value of the Offering Price

The Board of Directors view that the price of newly issued ordinary shares under the PP Transactions is justifiable because the offering price is higher than the fair value of shares as appraised by the Company's financial advisor by way of the book value method at the price of THB 0.0131 per share as of June 30, 2021, and the adjusted book value method as of June 30, 2021 at the price of THB 0.0127 per share. These methods reflect the real values of assets and liabilities of the Company, and are justifiable for the valuation of such business which continues an operating loss without any projects capable of generating revenue in the future. Such price is determined in such manner to protect the interests of the Company and all shareholders.

6. Rationale for the Determination of Offering Price

Such offering price is based on the negotiations between the Company and the PP Investors, taking into account the financial advisor's opinion that the method of valuation of the fair value which is suitable for the Company is the book value method and the adjusted book value method, which reflect the real values of assets and liabilities of the Company, and are justifiable for the valuation of such business which continues an operating loss without any projects capable of generating revenue in the future. As of June 30, 2021, the Company's book value and adjusted book value are equal to THB 0.0131 per share and THB 0.0127 per share, respectively.

7. Appropriateness of the Transactions Comparing to the Transaction with an Independent Third Party with the Same Nature

Each of the PP Investors is suitable as follows:

7.1 Mrs. Panicha Dau

Mrs. Panicha is an investor with available funds and good financial standing for investment, which will help improve the Company's financial liquidity. At present, Mrs. Panicha is a director of Cloud Property Management Co., Ltd., which conducts the investment business, and CPM Residences Co., Ltd., which conducts the business of real property leasing, and a major shareholder, directly and indirectly, holding 50 percent of Cloud Property Management Co., Ltd.

Mrs. Panicha and Mr. David Van Dau, as spouse and person under Section 258 to be nominated for appointment as the Company's directors, are business persons capable of promoting business prospects and reference, both in Lao People's Democratic Republic and in Thailand, to the Company in the future, and are holding all shares in PT Sole Company Limited, which operates the business of investment in various types of businesses both in Thailand and in Lao People's Democratic Republic, e.g., hydropower and renewable power projects, food and beverage business, and telecommunications business.

After this capital increase, Mr. David Van Dau, as person under Section 258 of Mrs. Panicha, will be nominated as the Company's director and involved in management and policy-making for the Company's operations. Mr. David Van Dau has know-how, expertise and experience in management and strategies in various businesses, e.g., real estate, construction, energy and investment businesses. At present, Mr. David Van Dau is the Chief Executive Officer of PT Sole Company Limited, holds directorship in CK Power Public Company Limited, a listed company on the SET, and is a director and executive director of Southeast Asia Energy Co., Ltd., Luang Prabang Power Co., Ltd. and Nam Ngum 2 Power Co., Ltd.

#### 7.2 Ms. Titima Thanakornyothin

Ms. Titima has available funds and acts as investment specialist and consultant in Thailand for over 30 years and in ASEAN countries in the Greater Mekong Subregion, i.e., Cambodia, Lao, Myanmar and Vietnam (CLMV) for over 10 years, in both infrastructure projects and capital market development in Lao. Her major achievements and experiences include acting as consultant on listing of EdL-Gen Public Company Limited on the Lao Securities Exchange (LSX); consultant to the Securities and Exchange Commission Office of the Lao PDR, and the Lao Securities Exchange in the development of the custody service system. Formerly, she was Vice Board Chairperson, Chairperson of the Executive Committee and director of BCEL KT Securities Co., Ltd., and Chief of Institutional Business of KT ZMICO Securities Co., Ltd., providing consultation services to Thai and foreign investors regarding investments in the Lao People's Democratic Republic and CLMV.

Ms. Titima received a master's degree in business administration from Sasin School of Management, Chulalongkorn University, and a bachelor's degree in business administration from Northeastern University, USA. She is knowledgeable in finance and investment and has been certified as Chartered Financial Analysts (CFA.)

7.3 Mr. Chaiyod Chirabowornkul

Mr. Chaiyod has available funds and potential to be involved in the policy-making for the Company's operations, with experience and know-how in engineering management, expertise in management and strategic planning in large scale companies for over 20 years. Mr. Chaiyod is currently a director of The White Space Co., Ltd., which operates the business of telecommunications network service provider, and was Chief Executive Officer of The White Space Co., Ltd. during 2015 – 2021. In addition, he was an executive director and Chief Customer Officer of Total Access Communication Public Company Limited, a listed company on the SET.

Mr. Chaiyod received a doctorate degree in philosophy (business administration) from Kasetsart University, a master's degree in engineering management from University of Missouri-Rolla, USA, and a master's degree in electrical engineering from Louisiana State University, USA.

7.4 Mr. Adisorn J.Jitcharoenchai

Mr. Adisorn has available funds and operates the business of import and trading of construction materials, and as such, is capable of providing advice to the Company regarding tentative prices and costs of construction materials and introducing potential counterparts for the Company. Mr. Adisorn is a passive investor without any involvement in management.

7.5 Mr. Kittishote Haritaworn

Mr. Kittishote has available funds and operates the business of employee sourcing for private, state enterprise and governmental sectors. He is able to provide advice to the Company regarding employee sourcing in the Company's business operations. Mr. Kittishote is a passive investor without any involvement in management

In addition, the Board of Directors has considered the impact on the Company's costs and financial position from the offering of newly issued shares according to the financial reporting standards on share-based payments, as detailed set out in Clause 8.9 of the Information Memorandum on Offering of Newly Issued Ordinary Shares through a Private Placement and Connected Transaction of T Engineering Corporation Public Company Limited (Enclosure 2), which can be summarized as follows:

This offering of newly issued shares on a private placement basis determines the price from negotiations between the Company and the PP Investors, which is higher than the fair value of shares appraised by the Company's financial advisor since the market price of the Company's shares does not reflect the fair value of shares from the fact that 1) the liquidity of the Company's securities trading is materially low, i.e., the Company's securities trading volume is relatively small as compared to the number of shares over the past 1 year, in which the average daily trading volume of 30 million shares from 10,948 million shares in the Company; (2) the market price of the Company's shares rose in 2021 against the financial position and operating results of the Company which continues

operating loss. The Company's financial advisor views that the fair value of shares should be justified based on the book value method and the adjusted book value method as of June 30, 2021.

In this regard, the offering price of the newly issued shares is higher than the fair value of the shares appraised by the Company's financial advisor and the Company has no objective to issue and offer shares as compensation to the PP Investors. Therefore, the PP Transactions are not required to record any share-based payments according to the financial reporting standards. The Company will benefit from the capital increase by resolving its capability with respect to a going concern issue and to resolve the problems regarding the qualifications to maintain its status as a listed company on the mai, and to improve its business performance, with sufficient funds available for business operations. In this regard, this offering of newly issued ordinary shares is worthwhile considering the benefits to be derived by the Company.

With the reasons mentioned above, the board of directors deemed appropriate to propose to the shareholders' meeting to consider and approve the issuance and offering of not exceeding 54,044,000,000 newly issued ordinary shares of the Company, with a par value of THB 1.00 per share, equivalent to 83.15 percent of the total issued and paid-up shares of the Company (after the PP Transactions) to Mrs. Panicha, Ms. Titima, Mr. Chaiyod, Mr. Adisorn and Mr. Kittishote, at the offering price of THB 0.02 per share, totaling THB 1,080,880,000, which is an offering of securities to specific investors on a private placement basis, with the details as proposed in all respects.

Furthermore, the meeting moderator gave opportunities for shareholders or proxy holders to ask questions and express opinions on related issues via the electronic meeting (E-EGM) as follows:

**Questions/ Answers/ Opinions**

Mr. Bhuvanart	<u>Queries</u>
Na Songkhla (Member of shareholders' rights protection club of Thai Investors Association)	<ol style="list-style-type: none"> <li>1. The Company proposed to offer PP shares at the offering price of THB 0.02 per share. However, even though the Company has necessities to gain the capital to solve its problems, the offering price was rather low. The day when the Board resolved to approve the transactions, the share price of the Company was at THB 0.11 while the share price as of today was at THB 0.69. May I have the reasons why the offering of PP shares were at rather low price, particularly when compared to the price that other shareholders are holding?</li> <li>2. May I have the opinions from the independent directors on the offering of PP shares at the offering price of THB 0.02 per share?</li> <li>3. Has the Company taken into considerations the dilution effect on shareholders and in what ratio? How has the Company set out guidelines to assist other shareholders?</li> </ol>



<p>Ms. Patthamakorn Buranasin (Managing Director)</p>	<p><u>Response</u></p> <p>The offering price at THB 0.02 was based on the negotiations between the Company and the PP Investors to solve the liquidity problems by considering the appropriateness of the value of the Company's assets. In this regard, the Company considered with prudence since in the past 2-3 years, the Company tried to raise the capital and negotiated with many investors but it was not as successful as it should have been. For this occasion, the negotiation was made by considering to business opportunities and the amount of investment as well as the appropriateness. The Company also consulted with its financial advisor as well as considered to appoint the independent financial advisor to provide opinions on this issue. In terms of the price, I would like to ask the financial advisor for further clarifications.</p>
<p>Mr. Worachart Tuaycharoen (Financial advisor from Finnex advisory Co., Ltd.)</p>	<p>As the Company's financial consultant, I would like to clarify the background of the offering price at THB 0.02. The financial consultant assessed the fair value of the Company by utilizing 2 main methods, which were the Book Value, which reflected the true value of assets and liabilities of the Company and was considered as the generally accepted method. The second method was Adjusted Book Value. It was the method to make an adjustment with the fair value of assets and liabilities according to the report from asset management assessors and auditors, which reflected the real values of assets and liabilities of the Company more clearly than the Book Value method. As of June 30, 2021, the Company's Book Value and the Adjusted Book Value were equal to THB 0.0131 per share and THB 0.0127 per share, respectively. For other methods to assess the value, we took the market price into considerations. The market price of the Company during July 29, 2021 to August 19, 2021 was at THB 0.09 per share. However, the utilization of the market price might not be appropriate as the liquidity of the trading of the Company's shares prior to the Board of Directors resolved to approve PP Transactions was significantly low. Therefore, the market price was not reflect the real demand or supply. Plus, the Company's operating results underwent continuous loss which made the market price did not reflect the fair value in terms of trading volume in the past 12 months, which was at 1.34% while the property construction group was at 0.7%. The trading volume of the Company's shares in the past 12 months was at 0.34% and having the trading volume in the past year at the average of 40 million shares per day. Compared to the number of the Company's registered shares at 10,948,000,000 shares, it was considered as rather low trading volume. Therefore, the market price was inappropriate. Other calculating methods no matter it be P/E Ratio or P/B Ratio could not be applied as the Company still had the negative operating results. The last method, i.e. Discounted Cash Flow, could not</p>

be considered since currently the Company still had loss in operating results and had only one active project under operation. This made the Company has negative cash flow making the assessment by this method negative as well. The financial advisor, therefore, considered that the appropriate method to assess the Company's share value was the Book Value method and the Adjusted Book Value making the adjusted value equal to THB 0.0127 – 0.0131 per share. This was the background of the price that the financial advisor proposed to the Board of Directors the offering price of THB 0.02 per share, the aforementioned offering price was still considered higher than the fair value of the Company,

Ms. Patthamakorn Buranasin (Managing Director) Ms. Patthamakorn asked the independent financial advisor to further respond to this issue.

Mr. Sumritchai Tangharat (Independent financial Advisor from Country Group Advisory Co., Ltd.) The independent financial advisor responded to 2 topics, which were the appropriateness of the transactions and of the fair value. In terms of the appropriateness of the transactions, this PP Transaction would create opportunities for the business expansion and the Company's growth. First, this capital increase allowed the Company to obtain cash flow of approximately THB 1,080,000,000. The Company would utilize the proceeds as the capital for business expansion. Second, this capital increase would increase the potential and competitiveness of the Company to submit construction biddings and to solve the limitations in terms of the capital sources. This was because the Company significantly lacked capital and liquidity as a result of its continued operating loss for several years and pending litigation proceedings. In addition, the financial institutions' suspension of credit facilities or letters of guarantee to the Company. The Company would receive sufficient funds. This would help to improve the Company's business operation and to resolve the problems regarding the qualifications to maintain its status as a listed company on the mai.

In terms of the dilution effect, this issue was considered as weakness of this transactions. This would affect the control dilution which was at approximately 83.15% and affect the price dilution at approximately 67.03% from the price calculation prior to the Board of Directors' Meeting retrospectively 15 working days. In terms of Earning per Share Dilution, it could not be calculated as the Company sustained an operating loss.

In terms of the appropriateness of price, the independent financial advisor made the calculations by utilizing 7 approaches including (1) book value approach (2) adjusted book value approach (3) market value approach (4) price to book value ratio approach (5) price to earnings per share ratio approach (6) precedent transaction comparable approach and (7) discounted cash flow approach. The independent financial advisor selected 2 approaches for the calculation, i.e. the adjusted book value approach which adjusted the book value with the fair value of assets and liabilities of the Company as well as the lawsuits. The other method that the independent financial advisor considered appropriate was price to book value ratio approach. This method would compare the book value of the Company and of other listed companies in the SET conducting the same business as that of the Company. From the 7 calculation approaches, the most appropriate one was adjusted book value method and price to book value ratio approach. The calculated price was at THB 0.01017 – 0.01932. As a result, the fair value was lower than the offering price of the newly issued shares. Shareholders might want to use these information for their considerations and decision making.

Mr. Piyapong Prasattong Queries

(Shareholders attending the Meeting in person) In case of having the allocation of shares for the investors through the private placement process, how does this affect the share price; to make it increased or decreased and how?

Ms. Patthamakorn Response

Buranasin (Managing Director) Through the Company's perspectives, the shares offered through this private placement process would be prevented from trading within the 1-year-silent-period. The shares available for trading are the same numbers. In terms of the Dilution Effect, Khun Sumritchai has answered to this question.

Mr. Piyapong Prasattong Queries

(Shareholders attending the Meeting in person) If the SET marks the symbol T3, how does this affect the allocation of shares to the PP Investors through the private placement process?

Ms. Patthamakorn Response

Buranasin (Managing Director) The SET marks the symbols T1, T2 and T3 to acknowledge general investors that they are securities under the Market Surveillance Measure List Level 1-3, which could be traded on the cash basis at each level differently. Thus, the fact that the SET marked the symbol T3 did not affect the allocation of shares for the PP Investors.

As there were not additional questions, the meeting moderator proposed to the Meeting to consider and approve the issuance and offering of newly issued ordinary shares of the Company to the PP Investors which is an offering of newly issued shares to specific investors on a private placement basis with the details stated above.

The meeting moderator informed to the Meeting that this agenda item must receive not less than three-fourths of the votes of shareholders attending the meeting and having voting rights, and there must not be the shareholders holding 10% of shares attending the meeting and having voting rights to disapprove in voting, where the abstentions are considered as calculation base.

The meeting moderator informed to the Meeting the voting procedure via the electronic meeting (E-EGM). In case shareholders or proxy holders disapproved or abstained in voting, they were asked to go to the E-Voting window to cast their votes within the specified time (1 minute). After selecting their votes, the system would have pop-up to confirm their votes again. Shareholders would be required to confirm their votes.

**Resolution** The Meeting resolved to approve the issuance and the offering of newly issued ordinary shares of the Company to Mrs. Panicha, Ms. Titima, Mr. Chaiyod, Mr. Adisorn and Mr. Kittishote on the basis of private placement with the details as proposed in all aspects and with votes as follows:

Shareholders' Opinions	Number of Votes	% Of the total numbers of votes of shareholders attending the meeting and having voting rights
Approve	5,628,328,271	99.9840
Disapprove	900,000	0.0160
Abstain	100	0.0000
Total (57 shareholders and proxy holders)	5,629,228,371	100.0000
Void	0	-

- Remarks**
1. This agenda item must receive not less than three-fourths of the votes of shareholders attending the meeting and having voting rights and there must not be the shareholders holding 10% of shares attending the meeting and having voting rights who disapprove in voting, where the abstentions are considered as the calculation base.
  2. There were three more shareholders attending the Meeting in this Agenda. There were 57 shareholders attending the meeting in this agenda. This consisted of 23 shareholders attending the meeting by themselves and 34 by proxy representing the total of 5,629,228,371 shares.

**Agenda 3 To consider and approve the issuance and offering of newly issued ordinary shares to certain PP Investors which was considered as a connected transaction of the Company**

Due to the issuance and offering of the Company's newly issued ordinary shares to specific persons on a private placement basis as detailed in Agenda Item 2 above, whereby after the capital increase, Mrs. Panicha will be a controlling person of the Company and her spouse, i.e., Mr. David Van Dau will be a director of the Company, the Issuance and Offering of Newly Issued Ordinary Shares to Mrs. Panicha is, therefore, considered as a connected transaction pursuant to the Notification of the Capital Market Supervisory Board No. TorChor. 21/2551 Re: Rules on Connected Transactions and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions B.E. 2546 (A.D. 2003) (as amended) (the "**Connected Transaction Notifications**"). Size of the connected transaction of Mrs. Panicha is equivalent to 735.93 percent of the net tangible assets (NTA) of the Company based on the reviewed financial statements of the Company as of June 30, 2021. This is more than THB 20,000,000 and more than three percent of the net tangible asset of the Company (NTA). Therefore, the Company is required to proceed regarding the connected transaction as follows:

1. to disclose information memorandum regarding the connected transaction pursuant to the Connected Transaction Notifications, the details of which are set out in the Information Memorandum on Offering of Newly Issued Ordinary Shares through a Private Placement and Connected Transaction of T Engineering Corporation Public Company Limited (Enclosure 2);
2. to convene a shareholders' meeting of the Company to approve the above connected transactions which is required an affirmative vote of not less than three-fourths of the votes of shareholders attending the meeting and having the right to vote, excluding the votes of shareholders having an interest on the transactions<sup>5</sup>; and
3. to appoint an independent financial advisor (IFA) to give an opinion on the above connected transaction. In this regard, the Company appointed Country Group Securities Public Company Limited as the independent financial advisor (IFA) of the Company to give an opinion on this connected transaction.

In this regard, the Company had no other connected transactions with Mrs. Panicha or her related persons or close relatives within the past six months prior to the entry into this PP Transaction.

Opinions of the Company's independent financial consultant was stated in the report on the connected transactions of T Engineering Corporation Public Company Limited (Enclosure 4), which was submitted to shareholders along with the Invitation to attend the meeting.

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<sup>5</sup> No shareholders of the Company have conflict of interest on the Issuance and Offering of Newly Issued Ordinary Shares to Mrs. Panicha.

With the reasons mentioned above, the Board of Directors deemed appropriate to propose to the shareholders' meeting to consider and approve the Issuance and Offering of Newly Issued Ordinary Shares to Mrs. Panicha which is considered as a connected transaction of the Company with the details as proposed. In this regard, the details are set out in the Information Memorandum on Offering of Newly Issued Ordinary Shares through a Private Placement and Connected Transaction of T Engineering Corporation Public Company Limited (Enclosure 2), where the audit committee has considered that this transaction is appropriate.

Then, the meeting moderator gave opportunities for shareholders and proxy holders to ask questions and provide opinions via the electronic meeting (E-EGM) as follows:

**Queries/Response/Opinion**

Mr. Bhuvanart	<u>Queries</u>
Na Songkhla (Member of shareholders' rights protection club of Thai Investors Association)	Did the Company consider the conflict of interest issues since Mr. David Van Dau had connected businesses which might be competitors of the Company?
Ms. Patthamakorn Buranasin (Managing Director)	<u>Response</u>  Mr. David Van Dau did not have the conflict of interest with the Company since his current businesses were not related to the construction business. As a result, there were no competitions to the Company's business.

Since there were no additional queries, the meeting moderator asked for the Meeting to approve the Issuance and Offering of the newly issued ordinary shares to Ms. Panicha, which was considered as the connected transactions with the details proposed as above.

The meeting moderator informed the Meeting that a vote of not less than three-fourths of shareholders attending the meeting and having the right to vote shall be required for passing the resolution, where the abstentions would be used as the calculation base.

In addition, the meeting moderator informed to the Meeting the voting procedure via the electronic meeting (E-EGM). In case shareholders or proxy holders disapproved or abstained in voting, they were asked to go to the E-Voting window to cast their votes within the specified time (1 minute). After selecting their votes, the system would have pop-up to confirm their votes. Shareholders would have to confirm their votes.

**Resolution** The Meeting resolved to approve the Issuance and Offering of the newly issued shares to Mrs. Panicha, which was considered as the connected transactions with the details as proposed as follows:

Shareholders' Opinions	Number of Votes	% Of the total numbers of votes of shareholders attending the meeting and having voting rights
Approve	5,628,328,371	99.9840
Disapprove	900,000	0.0160
Abstain	0	0.0000
Total (58 shareholders and proxy holders)	5,629,334,371	100.0000
Void	0	-

- Remarks**
1. A vote of not less than three-fourths of shareholders attending the meeting and having the right to vote shall be required for passing the resolution, where the abstentions would be used as the calculation base
  2. There was one more shareholder attending the Meeting in this Agenda. There were 58 shareholders attending the meeting in this agenda. There were 24 shareholders attending the meeting by themselves and 34 by proxy representing the total of 5,629,334,371 shares.

**Agenda 4** To consider and approve the increase of the Company's registered capital of THB 54,044,000,000 from the existing registered capital of THB 10,948,438,156 to THB 64,992,438,156 by issuing of not exceeding 54,044,000,000 newly issued ordinary shares, with a par value of THB 1.00 per share

The meeting moderator reported to the Meeting that the issuance and offering of the Company's newly issued ordinary shares to specific persons on a private placement basis as detailed in the agenda item 2 above, the Company is required to increase its registered capital of THB 54,044,000,000 from the existing registered capital of THB 10,948,438,156 to THB 64,992,438,156 by issuing of not exceeding 54,044,000,000 newly issued ordinary shares, with a par value of THB 1.00 per share, to accommodate the issuance and offering of newly issued ordinary shares to specific investors on a private placement basis.

The details and conditions of the increase of the Company's registered capital are set out in the Capital Increase Report Form (F53-4) (Enclosure 3).

The Board of Directors deemed appropriate to propose to the shareholders' meeting to consider and approve the increase of the Company's registered capital, with the details as proposed.

The meeting moderator gave opportunities for shareholders or proxy holders to ask questions and express opinions via the electronic meeting (E-EGM). However, there were no shareholders or proxy holders having questions or opinions. The meeting moderator, therefore, asked the Meeting to resolve to approve the increase of the Company's registered capital with the details stated above.

The meeting moderator informed to the Meeting that a vote of not less than three-fourths of the votes of shareholders attending the meeting and having the right to vote shall be required for passing the resolution, where the abstentions would be considered as the calculation base.

Later, the meeting moderator informed to the Meeting the voting procedure via the electronic meeting (E-EGM). In case shareholders or proxy holders disapproved or abstained in voting, they were asked to go to the E-Voting window to cast their votes within the specified time (1 minute). After selecting their votes, the system would have pop-up to confirm their votes again. Shareholders would have to confirm their votes.

**Resolution** The Meeting resolved to approve the increase of the Company's registered capital of THB 54,044,000,000 from the existing registered capital of THB 10,948,438,156 to THB 64,992,438,156 by issuing of not exceeding 54,044,000,000 newly issued ordinary shares, with a par value of THB 1.00 per share with votes as follows:

Shareholders' Opinions	Number of Votes	% Of the total numbers of votes of shareholders attending the meeting and having voting rights
Approve	5,629,585,271	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Total (60 Shareholders and proxy holders)	5,629,585,271	100.0000
Void	0	-

- Remark**
1. A vote of not less than three-fourths of shareholders attending the meeting and having the right to vote shall be required for passing the resolution, where the abstentions would be considered as the calculation base.
  2. There were two more shareholders attending the Meeting in this Agenda. There were 60 shareholders attending the Meeting in this agenda. There were 26 shareholders attending the meeting by themselves and 34 by proxy representing the total of 5,629,585,271 shares.



**Agenda 5 To consider and approve the amendment to Clause 4. of the Memorandum of Association of the Company to be in line with the increase of the Company’s registered capital**

The meeting moderator informed to the Meeting that to be in line with the increase of the Company’s registered capital as approved in the agenda item 4 above, it is deemed appropriate to propose to the shareholder’s meeting to consider and approve the amendment to Clause 4. of the Memorandum of Association of the Company by replacing with the following particulars, and authorize a person(s) designated by the Board of Directors to proceed with a registration of the amendment to the Memorandum of Association at the Department of Business Development, Ministry of Commerce as well as to modify or revise additional wordings in accordance with a registrar’s order.

“Clause 4 Registered capital	THB 64,992,438,156	(Sixty-four thousand, nine hundred ninety-two million, four hundred thirty-eight thousand, one hundred fifty-six Baht)
Divided into	64,992,438,156 Shares	(Sixty-four thousand, nine hundred ninety-two million, four hundred thirty-eight thousand, one hundred fifty-six shares)
Par value per share	THB 1.00	(One Baht)
Divided into:		
Ordinary shares	64,992,438,156 Shares	(Sixty-four thousand, nine hundred ninety-two million, four hundred thirty-eight thousand, one hundred fifty-six shares)

In this regard, the board of directors deemed appropriate to propose to the shareholders’ meeting to consider and approve the amendment to Clause 4. of the Memorandum of Association of the Company as detailed above, to be in line with the increase of the Company’s registered capital.

The meeting moderator gave opportunities for shareholders and proxy holders to ask questions and express opinions via the electronic meeting (E-EGM). However, there were no shareholders or proxy holders having questions or opinions. The meeting moderator, therefore, asked the Meeting to consider and approve the amendment to Clause 4. of the Memorandum of Association of the Company with the details stated as above.

The meeting moderator informed to the Meeting that a vote of not less than three-fourths of shareholders attending the meeting and having the right to vote shall be required for passing the resolution, where the abstentions would be considered as the calculation base.

Later, the meeting moderator informed to the Meeting the voting procedure via the electronic meeting (E-EGM). In case shareholders or proxy holders disapproved or abstained in voting, they were asked to go to the E-Voting window to cast their votes within the specified time (1 minute). After selecting their votes, the system would have pop-up to confirm their votes again. Shareholders would have to confirm their votes.

**Resolution** The Meeting resolved to approve the amendment to Clause 4. of the Memorandum of Association of the Company with the details stated above with votes as follows:

Shareholders' Opinions	Number of Votes	% Of the total numbers of votes of shareholders attending the meeting and having voting rights
Approve	5,629,585,271	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Total (60 Shareholders and proxy holders)	5,629,585,271	100.0000
Void	0	-

- Remark**
1. A vote of not less than three-fourths of shareholders attending the meeting and having the right to vote shall be required for passing the resolution, where the abstentions would be considered as the calculation base.
  2. There were no additional shareholders attending the Meeting in this Agenda. There were 60 shareholders attending the Meeting in this agenda. There were 26 shareholders attending the Meeting by themselves and 34 by proxy representing the total of 5,629,585,271 shares.

**Agenda 6** To consider and approve the allocation of the newly issued ordinary shares of the Company to the PP Investors which is an issuance and offering of newly issued ordinary shares to specific investors on a private placement basis

The meeting moderator informed to the Meeting that due to the issuance and offering of not exceeding 54,044,000,000 newly issued ordinary shares with a par value of THB 1.00 per share to specific investors on a private placement basis, equivalent to 83.15 percent of the total issued and paid-up shares of the Company (after the PP Transactions) at the offering price of THB 0.02 per share, totaling THB 1,080,880,000, as detailed in agenda item 2 above, it was deemed appropriate to propose to the shareholders' meeting to consider and approve the allocation of not exceeding 54,044,000,000 newly issued ordinary shares of the Company, with a par value of THB 1.00, detailed as follows:

- 1) The allocation of not exceeding 51,994,000,000 newly issued ordinary shares of the Company, with a par value of THB 1.00 per share, to Mrs. Panicha, who is a connected person of the Company, equivalent to 80.00 percent of the total issued and paid-up shares (after the PP Transactions), at the offering price of THB 0.02 per share, totaling THB 1,039,880,000;
- 2) The allocation of not exceeding 300,000,000 newly issued ordinary shares of the Company, with a par value of THB 1.00 per share, to Ms. Titima, who is a connected person of the Company, equivalent to 0.46 percent of the total issued and paid-up shares (after the PP Transactions), at the offering price of THB 0.02 per share, totaling THB 6,000,000;
- 3) The allocation of not exceeding 250,000,000 newly issued ordinary shares of the Company, with a par value of THB 1.00 per share, to Mr. Chaiyod, who is a connected person of the Company, equivalent to 0.38 percent of the total issued and paid-up shares (after the PP Transactions), at the offering price of THB 0.02 per share, totaling THB 5,000,000;
- 4) The allocation of not exceeding 1,200,000,000 newly issued ordinary shares of the Company, with a par value of THB 1.00 per share, to Mr. Adisorn, equivalent to 1.85 percent of the total issued and paid-up shares (after the PP Transactions), at the offering price of THB 0.02 per share, totaling THB 24,000,000; and
- 5) The allocation of not exceeding 300,000,000 newly issued ordinary shares of the Company, with a par value of THB 1.00 per share, to Mr. Kittishote, equivalent to 0.46 percent of the total issued and paid-up shares (after the PP Transactions), at the offering price of THB 0.02 per share, totaling THB 6,000,000.

Moreover, it is deemed appropriate to propose to the shareholders' meeting to consider and approve the delegation of authority to the Board of Directors and/or the managing director and/or Mr. Tradsin Chonggussayakul and/or any person(s) authorized by the Board of Directors and/or the managing director and/or Mr. Tradsin Chonggussayakul to consider and determine other details necessary for and relevant to the issuance and offering of the aforementioned newly issued ordinary shares of the Company, including, but not limited to (1) one or more rounds of allocation of the newly issued ordinary shares, determination of the offering date and payment details, conditions and other details relevant to the issuance and offering of such newly issued ordinary shares; (2) the participation in negotiations, the entering into any agreements and the execution of any relevant documents and agreements, including taking any actions necessary for and relevant to the allocation of the newly issued ordinary shares, which includes, but not limits to, memorandum of understandings and/or shares subscription agreements and/or any other documents necessary for and relevant to the shares subscription agreements; (3) signing any applications, waivers, and any other documents and evidence necessary for and relevant to the issuance and offering of newly issued ordinary shares, including contacting and submitting such applications, documents and evidence to the governmental agencies or relevant agencies, and listing the Company's newly issued ordinary shares on the mai; (4) the amendment or adding of any necessary and

appropriated information to follow the orders of the governmental agencies of relevant agencies; and (5) taking any other actions necessary for and relevant to the issuance, the offering, the allocation, and the subscription of the newly issued ordinary shares as deemed appropriate to complete the issuance and allocation of the Company's newly issued shares to the specific investors on a private placement basis under the scope as authorized by the shareholders' meeting.

The allocation of the newly issued ordinary shares of the Company to (1) Mrs. Panicha, (2) Miss Titima, (3) Mr. Chaiyod, (4) Mr. Adisorn, and (5) Mr. Kittishote are considered as the offering of the newly issued shares at the low price pursuant to the PP Notification. Therefore, after the Company has obtained an approval of the extraordinary general meeting of shareholders for the offering of the newly issued ordinary shares to the foregoing PP Investors, the Company shall obtain an approval of the SEC for the offering of the newly issued ordinary shares to the specific investors on a private placement basis pursuant to the PP Notification prior to the offering of the newly issued ordinary shares to (1) Mrs. Panicha, (2) Miss Titima, (3) Mr. Chaiyod (4) Mr. Adisorn, and (5) Mr. Kittishote.

In addition, should the offering price of the newly issued ordinary shares to five PP Investors under the PP Transactions is lower than 90 percent of the market price of the Company's shares prior to the SET's approval to accept such newly issued ordinary shares as listed securities, the Company shall be obliged to prohibit all Investors from selling all shares which have been allocated to them under the PP Transactions for a period of one year from the date on which such shares commence trading on the mai. Upon the lapse of six months after the Company's newly issued ordinary shares have started trading on the mai, the PP Investors may gradually sell up to 25 percent of all such locked-up shares, in accordance with the requirements set out in the Notification on Rules, Conditions and Procedures for Consideration of the Application for Ordinary Shares for Capital Increase as Listed Securities.

The Board of Directors deemed appropriate to propose to the shareholders' meeting to consider and approve the allocation of the newly issued ordinary shares of the Company to accommodate the issuance and offering of not exceeding 54,044,000,000 newly issued ordinary shares of the Company with a par value of THB 1.00 per share to (1) Mrs. Panicha, (2) Miss Titima, (3) Mr. Chaiyod (4) Mr. Adisorn, and (5) Mr. Kittishote, which are the offering of shares to specific persons on a private placement basis, at the offering price of THB 0.02 per share, totaling THB 1,080,880,000, and the authorization, with the details as proposed in all respects.

The meeting moderator gave opportunities for shareholders or proxy holders to ask questions and express opinions via the electronic meeting (E-EGM). There were shareholders or proxy holders having questions or opinions as follows:

**Queries/Response/Opinion**

Mr. Bhuvanart Na Songkhla (Member of shareholders' rights protection club of Thai Investors Association)	<p><u>Queries</u></p> <p>Since the offering of PP shares were rather low price compared to the current market price, I would like ask whether the Company has set measures relevant to the long-term shareholding of the five shareholders or not e.g. agreement or contract since the 1-year-silent period according to the general criteria of SET may not be enough when compared to the profit ratio which was rather high. The trading volume of the Company's share was up to the first rank?</p> <p><u>Response</u></p>
Ms. Patthamakorn Buranasin (Managing Director)	<p><u>Response</u></p> <p>The Company will proceed in compliance with the Notification on Rules, Conditions and Procedures for Consideration of the Application for Ordinary Shares for Capital Increase as Listed Securities. All investors who have been allocated the newly issued shares will be prevented from selling all shares under the PP Transactions for a period of one year from the date on which such shares commence trading on the mai (Silent period), should the offering price of the newly issued ordinary shares to five PP Investors under the PP Transactions is lower than 90 percent of the market price of the Company's shares prior to the SET's approval to accept such newly issued ordinary shares as listed securities. However, the Company has not made additional contract with the 5 PP Investors.</p>
Mr. Weerasak (Shareholder)	<p><u>Queries</u></p> <p>May I know the period when the transaction will be completed?</p>
Mr. Paradorn Lieusakul (Legal consultant)	<p><u>Response</u></p> <p>After PP transactions are approved by the shareholders, the Company shall obtain an approval of the SEC prior to the offering of the newly issued ordinary shares to the specific investors and proceed with a registration of the amendment on the paid up capital at the Department of Business Development, Ministry of Commerce after the offering of the newly issued shares is completed. It is expected that PP transactions will be completed within October, 2021. After that one of the PP Investor must make a tender offer to minor shareholders in accordance with the procedure set in the laws.</p>

As there were not additional questions, the meeting moderator proposed to the Meeting to consider and approve the allocation of the newly issued ordinary shares of the Company in response to the issuance and offering of the Company's newly issued shares with the details stated above.

The meeting moderator proposed to the Meeting for acknowledgement that this agenda must receive the majority of votes of the shareholders attending the meeting and having voting rights, excluding abstentions from the calculation base.

Later, the meeting moderator informed to the Meeting the voting procedure via the electronic meeting (E-EGM). In case shareholders or proxy holders disapproved or abstained in voting, they were asked to go to the E-Voting window to cast their votes within the specified time (1 minute). After selecting their votes, the system would have pop-up to confirm their votes again. They would have to confirm their votes.

**Resolution** The Meeting resolved to approve the allocation of the newly issued ordinary shares of the Company through the private placement process and give relevant authorities having the details as proposed in all aspects with votes as follows:

Shareholders' Opinions	Number of Votes	% Of the total numbers of votes of shareholders attending the meeting and having voting rights
Approve	5,628,685,271	99.9840
Disapprove	900,000	0.0160
Abstain	5,629,585,271	100.0000
Total (60 Shareholders and proxy holders)	0	-
Void	0	-

- Remark**
1. The majority of votes of the shareholders attending the meeting and casting their votes are required for passing the resolution, excluding abstentions from the calculation base.
  2. There were no additional shareholders attending the Meeting in this Agenda. There were 60 shareholders attending the meeting in this agenda. There were 26 shareholders attending the meeting by themselves and 34 by proxy representing the total of 5,629,585,271 shares.

**Agenda 7** To consider and approve the change of the Company's name, the amendment to Clause 1. of the Memorandum of Association of the Company, and the amendment of the Articles of Association of the Company to be in line with the change of the Company's name

The meeting moderator informed to the Meeting that due to the issuance and offering newly issued ordinary shares to specific investors on a private placement basis, as detailed in agenda item 2 above, and to be complied with the share subscription agreement, it is deemed appropriate to propose to the shareholders' meeting to consider and approve the change of the Company's name, the amendment to Clause 1. of the Company's Memorandum of Association and the amendment to the Company's Articles of Association to be in line with the change of the Company's name as follows:

	Thai Name	English Name
From	บริษัท ที เอ็นจีเนียร์ริง คอร์ปอเรชั่น จำกัด (มหาชน)	T Engineering Corporation Public Company Limited
<u>To</u>	บริษัท พีเอสจี คอร์ปอเรชั่น จำกัด (มหาชน)	PSG Corporation Public Company Limited

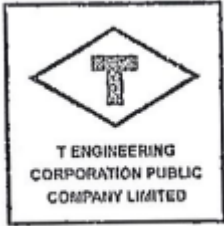

In this regard, the change of the Company's name is subject to the condition that Mrs. Panicha has subscribed the newly issued ordinary shares as specified in agenda item 2, and to be in line with the change of the Company's name, it is deemed appropriate to propose to the shareholders' meeting to consider and approve the amendment to Clause 1. of the Company's Memorandum of Association, by cancelling the former particulars and adopting the following particulars in replacement thereof:

“Clause 1. Name of the Company “**บริษัท พีเอสจี คอร์ปอเรชั่น จำกัด (มหาชน)**”

And the English name is “**PSG Corporation Public Company Limited**”

In addition, in order to be in line with the change of the Company's name, it is deemed appropriate to propose to the shareholders' meeting to consider and approve the amendment to the Company's Articles of Association with respect to Articles 1. and 2, in chapter 1 – General concerning the Company's name, and Article 44 in Chapter 7 – Miscellaneous concerning the Company's seal, by adopting the following particulars in replacement of former ones:

The Company's articles of association	
Existing wording	The Company's articles of association
<b>Chapter 1 General</b>	
Article 1. These articles of association shall be called the articles of association of T Engineering Corporation Public Company Limited.	Article 1. These articles of association shall be called the articles of association of PSG Corporation Public Company Limited.
Article 2. The Term “Company” under these articles of association shall mean T Engineering Corporation Public Company Limited.	Article 2. The Term “Company” under these articles of association shall mean PSG Corporation Public Company Limited.

Chapter 7 Miscellaneous	
<p>Article 44. The Company's seal shall be as affixed below.</p> <div style="text-align: center; margin-top: 20px;">  </div>	<p>Article 44. The Company's seal shall be as affixed below.</p> <div style="text-align: center; margin-top: 20px;">  </div>

In this regard, the person(s) who is designated by the Company to proceed with a registration of the change of the Company's name, the amendment to Clause 1. of the Company's Memorandum of Association and the amendment to the Company's Articles of Association at the Department of Business Development, Ministry of Commerce shall be authorized to modify or revise additional wordings in accordance with a registrar's order.

In this regard, once the Company has obtained approval of this Extraordinary General Meeting of Shareholders for the change of the Company's name, the Company will proceed to change the Company's securities symbol to be in line with the change of the Company's name in accordance with the relevant rules and regulations. Furthermore, the change of the Company's name and securities symbol are subject to the completion of subscription of the newly issued ordinary shares by Mrs. Panicha.

The Board of Directors deemed appropriate to propose to the shareholders' meeting to consider and approve the change of the Company's name, the amendment to Clause 1. of the Memorandum of Association of the Company, and the amendment of the Articles of Association of the Company to be in line with the change of the Company's name, with the details as proposed in all respects.

Then, the meeting moderator gave opportunities for shareholders or proxy holders to ask questions and provide opinions via the electronic meeting (E-EGM). The meeting moderator informed to the Meeting the instructions to ask questions and express opinions. Shareholders or proxy holders had questions as follows:

**Question/Response/Opinion**

Mr. Piyapong

Queries

Prasartthong

(Shareholders attending the Meeting by himself)

Was the aforementioned change of the Company's name led to acquire less construction works, employ less laborer and have less business in construction or not and how?



Ms. Patthamakorn                      Response

Buranasin                              The change of the Company's name was made to be in line with the agreement on  
(Managing Director)                      capital increase; not relevant to the nature of the Company's business conduction.

Should there be no additional questions, the meeting moderator proposed to the Meeting to consider and approve the change of the Company's name, the amendment to Clause 1. of the Memorandum of Association of the Company, and the amendment of the Articles of Association of the Company to be in line with the change of the Company's name with the details proposed in all aspects.

The meeting moderator informed to the Meeting that a vote of not less than three-fourths of shareholders attending the meeting and having the right to vote shall be required for passing the resolution, where abstentions were considered as the calculation base.

The meeting moderator informed to the Meeting the voting procedure via the electronic meeting (E-EGM). In case shareholders or proxy holders disapproved or abstained in voting, they were asked to go to the E-Voting window to cast their votes within the specified time (1 minute). After selecting their votes, the system would have pop-up to confirm their votes again. Shareholders would have to confirm their votes.

**Resolution** The Meeting resolved to approve the change of the Company's name, the amendment to Clause 1. of the Memorandum of Association of the Company, and the amendment of the Articles of Association of the Company with the details as proposed in all aspects with votes as follows:

Shareholders' Opinions	Number of Votes	% Of the total numbers of votes of shareholders attending the meeting and having voting rights
Approve	5,629,885,271	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Total (61 Shareholders and proxy holders)	5,629,885,271	100.0000
Void	0	-

- Remark**
1. A vote of not less than three-fourths of shareholders attending the meeting and having the right to vote shall be required for passing the resolution, where abstentions were considered as the calculation base.
  2. There was one additional shareholder attending the Meeting in this Agenda. There were 61 shareholders attending the meeting in this agenda. There were 27 shareholders attending the meeting by themselves and 34 by proxy representing the total of 5,629,885,271 shares.

**Agenda 8 To consider other matters (if any)**

-None-

The meeting moderator informed to the Meeting that all agenda items as proposed in the Invitation to attend the Meeting was completed. Should any shareholders or proxy holders have some questions or wish to express their opinions on the relevant issues, they were cordially invited to do so. There was a shareholder or proxy holder having questions as follows:

**Question/Response/Opinion**

Mr. Bhuvanart                      Queries

Na Songkhla                      May I be reassured about the concern on the C symbol, operating results and the future  
(Member of                      of the Company's business after getting the approval from the shareholders today?  
shareholders' rights  
protection club of Thai  
Investors Association)

Ms. Patthamakorn                Response

Buranasin                      I would like to respond to each issue as follows:

- (Managing Director)
- The C symbol: If the Company receives additional capital, it shall have more capital to develop the Company to grow more. Once, the Company has shareholders' equity more than 50%, the Company will be able to resolve the C symbol issue.
  - Operating Results: If the Company receives more capital, this will increase its capacity to make a bid in larger construction projects and be appropriate for the Company's business conduction. The Company will, therefore, have tendency to be successful in growing and having good operation in the future.
  - The Future of the Company: The future of the Company shall be under the determination of the Company's executives to make considerations as appropriate. Preliminarily, the Company will utilize the capital increase for construction business.

The meeting moderator asked to the Meeting whether any of the shareholders or proxy holders have questions and would like to express opinions on any agenda items. However, there was no shareholder asking further questions.

The Company declared the Meeting adjourned and thanked the participants for attending the Meeting via electronic media (E-EGM). The Meeting was concluded at 11.33 hrs.

Certified correct copy -Mr. Prasit Chongussayakul- Chairman of the Meeting  
(Mr. Prasit Chongussayakul)

Profiles of Nominees for Directorships



**Mr. Van Hoang Dau**

**Age** 62 Years

**Current Position** Chairman of the Board of Directors/ Authorized Directors

**Nominated to be elected as** Director

**Education**

- General, Atlanta Technical School, GA, USA

**Training -**

**Term/ year as Director** 5 months (Commencement date on October 27, 2021)

**Working Experiences**

2018 - present	Director, Luang Prabang Power Company Limited
2012 - present	Director, Lao Coca-Cola Bottling Company Limited
2008 - present	Chairman, PT Sole Company Limited
2016 - 2020	Director, CK Power Public Company Limited
2010 - 2020	Director, Xayaburi Power Company Limited
2008 - 2020	Director, Nam Ngum 2 Hydroelectric Power Plant Company Limited
2008 - 2020	Director, Southeast Asia Energy Company Limited

**Meeting Attendance in 2021\*** Board of Directors Meeting 4/11 times

*\*Holding the position on October 27, 2021*

**Other current Director Positions**

- In other listed companies -None-
- In 3 non SET-listed companies
  - Director, Luang Prabang Power Company Limited
  - Director, Lao Coca-Cola Bottling Company Limited
  - Chairman, PT Sole Company Limited

**In other business which may cause the conflict of interest to the Company** -None-

**Matter in Legal Dispute** None in the past 5 years



**Pol. Gen. Chaiwat Getvorachai**

**Age** 61 Years

**Current Position** Independent Director/ Chairman of the Audit Committee

**Nominated to be elected as** Independent Director

**Education**

Doctoral Degree - Ph.D. in Criminal Justice Administration and Society, Suan Dusit Rajabhat University

Master's Degree - Master of Arts (Political Science#2), Ramkhamhaeng University

Bachelor's Degree - Bachelor's Degree of Public Administration, Royal Police Cadet Academy

**Training** - Director Certification Program (DCP) # 2009, Thai Institute of Directors (IOD)

**Term/ year as Director** 5 months (Commencement date on October 27, 2021)

**Working Experiences**

Present Qualified Director, Broadcasting and Telecommunications Research and Development Fund for Public Interest

2018 - 2020 Deputy Chief of Police, Royal Thai Police

2016 - 2018 Assistant Commissioner General, Royal Thai Police

2015 - 2016 Commissioner of Provincial Police 1, Royal Thai Police

**Meeting Attendance in 2021 \*** Board of Directors Meeting 4/11 times  
The Audit Committee's Meeting 1/6 times  
*\*Holding the position on October 27, 2021*

**Other current Director Positions**

- In other listed companies -None-
- In 1 non SET-listed companies Qualified Director, Broadcasting and Telecommunications Research and Development Fund for Public Interest

**In other business which may cause the conflict of interest to the Company** -None-

**Matter in Legal Dispute** None in the past 5 years

Regulations	Qualifications
Having the following relationship with the Company/ affiliated companies/ associated companies/ major shareholders, or legal entity which may have conflicts of interest at present or during the past 2 years	
- Being a director with administrative responsibilities, an employee, a worker, or a salaried consultant	-None-
- Providing professional services, such as an auditor, a financial advisor, or a legal consultant	-None-
- Having business relationship affecting the ability to work independently, such as buying and selling of raw materials/ products/ services or loans	-None-
Relationship with executives or major shareholders of the Company/ subsidiary companies	-None-



**Mr. Dhana Bubphavanich**

**Age** 53 Years

**Current Position** Director / Member of the Executive Committee

**Nominated to be elected as** Director

**Education**

Master's Degree - Master of Finance, Pace University, USA

Bachelor's Degree - Bachelor's Degree in Finance, Thammasat University

**Director Training**

- Director Accreditation Program (DAP) of the year 2011, Thai Institute of Directors (IOD)

**Term/ year as Director** 5 months (Commencement date on October 27, 2021)

**Working Experiences**

- 2018 - present Senior Vice President, ThaiNamthip Company Limited
- 2015 - present Independent Director and Member of Audit Committee, Sermuang Power Corporation Plc.
- 2015 - present Nomination and Remuneration Committee, Sermuang Power Corporation Plc.
- 2015 - 2022 Director, The Whitespace Company Limited
- 2011 - 2022 Director, The Master Car Rental Company Limited
- 2018 – 2019 Director, Kulthorn Kirby Public Company Limited
- 2017 – 2561 Vice President (Accounting), Kulthorn Kirby Public Company Limited
- 2017 – 2018 Director, Kulthorn Premier Company Limited
- 2017 – 2019 Director, Kulthorn Kirby Foundry Company Limited
- 2017 – 2019 Director, Kulthorn Steel Company Limited
- 2017 – 2019 Director, Kulthorn Material and Control Company Limited
- 2017 – 2019 Director, Kulthorn Metal Products Company Limited
- 2017 – 2019 Director, Kulthorn Research and Development Company Limited
- 2016 – 2017 Director, Bevpro Asia Company Limited

**Meeting Attendance in 2021\*** Board of Directors Meeting 4/11 times *\*Holding the position on October 27, 2021*

**Other current Director Positions**

- In 1 listed company Independent Director and Member of Audit Committee / Nomination and Remuneration Committee, Sermuang Power Corporation Plc.
- In 1 non SET-listed companies Senior Vice President, Thai Namthip Company Limited

**In other business which may cause the conflict of interest to the Company** -None-

**Matter in Legal Dispute** None in the past 5 years

**The Company's Articles of Association Concerning a Meeting of Shareholders**

**Chapter 4 - A Meeting of Shareholders**

Section 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.

In the event that 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.

Section 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."

Section 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.

Section 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.

Section 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;  
and
  - (f) A merger or dissolution of the Company.

Section 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 results for the preceeding fiscal year;
- (2) To review and approve the Company's financial statements for the preceeding 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.

Section 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.



**Procedures and guidelines to attend the 2022 Annual General Meeting of Shareholders  
via electronic media (E-AGM)**

Due to the COVID-19 pandemic, PSG Corporation Public Company Limited is concerned about the situation and would like to inform procedures and guidelines to attend the 2022 Annual General Meeting of Shareholders via electronic media (E-AGM) as follows:

**1) In case shareholders intend to attend the E-AGM Meeting by themselves**

1.1) Fill in the registration form for attending the 2022 Annual General Meeting of Shareholders via electronic media (E-AGM) as attached. Please **clearly identify your e-mail and mobile phone number for the registration to attend the meeting** and provide copies of required documents to exercise rights to attend the 2022 Annual General Meeting of Shareholders via electronic media (E-AGM) as follows:

- **For shareholders who are individual persons** – a copy of the person’s Thai national I.D.card, or passport or other documents issued by the government agencies which are not expired and certified true with original signatures.
- **For shareholders who are juristic persons** – Proxy form certified true with original signatures along with supporting documents as specified in “Supporting Documents for Granting Proxy” as below.

Kindly submit the registration form to attend the 2022 Annual General Meeting of Shareholders via electronic media (E-AGM) along with other required documents to exercise your rights to attend the aforementioned meeting (by scanning or photographing the documents) to the Company via e-mail of Investor Relations at [ir@psgcorp.co.th](mailto:ir@psgcorp.co.th) or send the documents by mail addressing to “Investor Relations Department, PSG Corporation Public Company Limited, 11/1, AIA Sathorn Tower, 21<sup>st</sup> floor South Sathorn Road, Yannawa Sub-district, Sathorn District, Bangkok 10120”. In addition, the registration system will be operational from April 7, 2022 until the end of the 2022 Annual General Meeting of Shareholders on April 22, 2022.

**2) In case shareholders intend to authorize one of the Company’s Independent Directors or other persons to attend E-AGM Meeting**

For shareholders who are unable to attend the 2022 Annual General Meeting of Shareholders via electronic media (E-AGM), they are able to provide proxy for an independent director (for more details, please refer to Attachment 6 of the 2022 Annual Report submitted for shareholders) or other persons to attend and vote on their behalf.

2.1) Please fill in the registration form to attend the 2022 Annual General Meeting of Shareholders via electronic media (E-AGM) (attached) by **clearly identifying your e-mail and mobile phone number and the proxy holder (others) to be used for the registration to attend the meeting.**

In case of proxy appointment to the Company’s Directors, please simply identify name and surname of the Independent Director you would like to appoint the proxy to.

2.2) Please fill in the information in the proxy form which you could download from the Company's website at <http://www.psgcorp.co.th/> under the topic Investor Relations >> Shareholder Information >> Shareholders' Meeting or the proxy form which the Company sent to shareholders together with Invitation to attend the 2022 Annual General Meeting of Shareholders by mail (as attached) and certify true copy of the proxy grantor and the proxy holder (in case of others). Supporting documents are as follows:

a) In case of Individual Person giving Proxy

1. The proxy form (any one of the forms) as stated above by filling the form, certified true with original signatures of the proxy grantor and the proxy holder and;
2. A copy of the person's Thai national I.D. card or passport or any other documents issued by the govern agencies which are not expired of both the proxy grantor and the proxy holder (as of no. 1), certified true with original signatures

b) In case of Juristic Person giving Proxy

1. The proxy form (any one of the forms) as stated above by filling the form, certified true with original signatures of directors authorized to bind that company/ juristic person and the company's seal (if any) of the proxy grantor and the proxy holder and;
2. A copy of the juristic person certificate of the proxy grantor (not exceeding 6 months prior to the Shareholders' Meeting day), certified true copy with the original signatures of directors authorized to represent that company/juristic person and;
3. A copy of the national I.D. card or passport or other documents issued by the government agencies which are not expired of directors authorized to bind the company/ juristic person (the proxy grantor according to no. 1), certified true copy with the original signature and;
4. A copy of the national I.D. card or passport or other documents issued by the government agencies which are not expired of the proxy holder, certified true copy with original signatures

c) In case shareholders of other nationalities or juristic persons of other nationalities

To prepare the proxy form and supporting documents same as case b). Documents which are not originally in English must be translated into English, certified true with original signatures of the representatives of that company/ juristic person.

Please submit the registration form for the 2022 Annual General Meeting of Shareholders via electronic media (E-AGM) along with the proxy form as mentioned above (by scanning or photographing the documents) to the Company via e-mail of Investor Relations at [ir@psgcorp.co.th](mailto:ir@psgcorp.co.th) or send the documents by mail addressing to "Investor Relations Department, PSG Corporation Public Company Limited, 11/1, AIA Sathorn Tower, 21<sup>st</sup> floor, South Sathorn Road, Yannawa Sub-district, Sathorn District, Bangkok 10120". In addition, the registration system will be operational from April 7, 2022 until the end of the 2022 Annual General Meeting of Shareholders on April 22, 2022,

- 3) Once receiving the documents from no. 1) or 2) within the specified date, the Company will proceed to check the documents to identify the identity and exercise rights to attend meeting according to the information from Book of shareholders' registration at the Record Date to determine shareholders having rights to attend the 2022 Annual General Meeting of Shareholders. After going through the process, the Company will send an individual link for attending the Meeting as well as the E-AGM Instruction Manual via e-mail of shareholders or proxy holders (who are not independent directors) who have made registration with the Company to attend the 2022 Annual General Meeting of Shareholders via electronic media (E-AGM) via the system of OJ International Company Limited (1 day prior to the 2022 Annual General Meeting of Shareholders); one shareholder or proxy holder per one e-mail only.

Please carefully study the Manual and registration procedure to attend the Meeting and E-Voting as well as guidelines to attend the 2022 Annual General Meeting of Shareholders via electronic media (E-AGM) from the Company's website <http://www.psgcorp.co.th/> under the topic Investor Relations >> Shareholder Information >> Shareholders' Meeting as well as from the detailed information submitted to you via e-mail.

In case you have not received an individual link to attend the Meeting as well as the Registration Manual within April 21, 2022, please contact the Investor Relations Department: 02-018-7190-8 ext. 709 immediately.

- 4) The registration program and e-voting can be used with PC, Notebook, Tablet or mobile phone via Web Browser: Chrome with 4G Internet or standard home internet. The system responds to E-Meeting and E-Voting for both attending the Meeting by oneself and granting proxy methods.

In case attending the Meeting by using tablet and mobile phones, Zoom Cloud Meeting must be installed prior to the meeting attendance.

In case of any complaints or inquiries about the system for attending the 2022 Annual General Meeting of Shareholders via electronic media (E-AGM), please contact OJ International Company Limited mobile phone no. 097-087-2591 or via e-mail [phannapas@ojconsultinggroup.com](mailto:phannapas@ojconsultinggroup.com).

- 5) In terms of e-Voting process for each agenda during the E-AGM, you can cast vote for each agenda item by selecting "Approve" or "Disapprove" or "Abstain". In case you do not select any, the system will automatically count it as "Approve".
- 6) To receive the optimum benefit from the Meeting and to fully exercise your rights, in case you have some inquiries on any agenda items of this Meeting or any other questions, you are able to post questions in advance via inquiry form for the 2022 Annual General Meeting of Shareholders via electronic media (E-AGM) and send it to the Company's e-mail [ir@psgcorp.co.th](mailto:ir@psgcorp.co.th) within April 21, 2022.

Definition of “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, Re: Application for and Approval of Offer for Sale of Newly Issued Share, which includes the following details:

The definition stipulates that an “independent director” is a director who has no managerial role, businesses or any tasks which may affect his independence on making decision. He must also have the following qualifications in compliance with the Securities and Exchange Commission regulations:

1. Holding less than 1% of voting shares in the Company, a parent company, a subsidiary company, a related company, a major shareholder, or an entity controlling the Company. Furthermore, any related persons of that independent director’s shareholding shall be counted in this regard.
2. Being or having been a director who participates in management, an employee, a consultant who receives a regular salary, or a controlling person of the Company, a parent company, a subsidiary company, an associated company, a subsidiary of the same level, a major shareholder, or an entity controlling the Company, for not less than two years prior to the date of submission of an application for permission to the Office of the SEC. However, such prohibited qualities do not apply in the case of an independent director who previously worked for the government, or was a government agency's advisor who was a major shareholder, or an entity controlling the Company.
3. Not being linked by blood or by legal registration in the form of father, mother, spouse, siblings, or children to another director, management, a major shareholder, a controlling person, or a director candidate of the Company or a subsidiary.
4. Not having a business tie with the Company, a parent company, a subsidiary company, an associated company, a substantial shareholder, or an entity controlling the Company that could block the exercise of independent judgment. He/she also cannot be or have been a major shareholder or controlling person of an entity with a business relationship with the Company, a parent company, a subsidiary company, an associated company, or a controlling entity of the Company, unless the preceding nature has been vacated for a period of not less than two years prior to the date of submission of an application for approval to the Office of SEC.

A business tie in the first paragraph is defined as any transaction that results in the Company or its counterparty owing the other party 3 percent of the Company's net tangible assets or THB 20 million or more, whichever is lower. This term includes common business transactions including renting or leasing real estate, asset or service transactions, taking or offering financial help in the form of loans, guarantees, or the provision of assets as collateral for liabilities, and other similar transactions. The procedure for estimating the value of such transactions, however, is governed by the Capital Market Supervisory Board's Notification, Re: Rules on Connected Transactions. Furthermore, debt commitments incurred one year prior to the commencement of the commercial partnership with the same individual are included in this calculation.

5. Not being or using to be an auditor of the Company, a parent company, a subsidiary company, an associated company, a major shareholder, or an entity controlling the Company, and a controlling major shareholder or a partner of the audit firm with which the Company, a parent company, a subsidiary company, an associated company, a major shareholder, or an entity controlling the Company, unless the preceding nature has been vacated for a period of not less than two years prior to the date of submission of an application for approval to the Office of SEC.
6. Not being or having previously been a professional service provider of any kind, including legal or financial advice, and receiving service fees of more than THB 2 million per year from the Company, a parent company, a subsidiary company, an associated company, a major shareholder, or an entity controlling the Company, and not being a major shareholder, controlling person, or a partner in such service provider, unless the foregoing nature has been vacated for not less than two years prior to the date of submission of an application for permission to the Office of SEC.
7. Not being a director who has been nominated to represent the Company's directors, a major shareholder, or a shareholder associated with a major shareholder.
8. Not operating a business that is in the same condition as the Company or its subsidiaries and competes directly with them. Or not being a significant partner in a partnership, a director who participates in management, a staff member, an employee, a consultant who receives a regular salary, or a shareholder owning more than 1% of the total number of shares with voting rights in other companies that operate businesses similar to the Company's or its subsidiaries'.
9. Possessing no other characteristics that prevent him/her from expressing an independent opinion on the Company's operations.

The independent director may 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.

List of Independent Directors Eligible to Serve as Shareholder Proxies at  
the 2022 Annual General Meeting of Shareholders

Name	Position	Age	Address	Conflicts of Interest on the Agenda
1. Pol. Gen. Chaiwat Getvorachai	Director Independent Director Chairman of the Audit Committee	61	15 Soi Wat Weluwanaram 9, Songprapa Road, Don Muang sub-district, Don Muang district, Bangkok	Agenda 5
2. Dr. Khammany Inthirath	Director Independent Director Member of the Audit Committee Chairman of the Risk Committee	66	House No. 401, Unit No. 29, Donkoy Village, Sisattanak District, Vientiane, Lao PDR	-
3. Dr. Souphanh Keomixay	Director Independent Director Chairman of the Nomination and Remuneration Committee	70	530 Unit 37 Nalaow Village, Sikhottabong District, Vientiane, Lao PDR	-
4. Dr. Damp Sukontasap	Director Independent Director Member of the Audit Committee	65	138/20 Soi Paholyothin 2, Paholyothin Road, Samsen-Nai sub-district, Payathai district, Bangkok	-

**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)

กรุณาเลือกข้อ 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. และเลือกกรรมการอิสระ  
คนใดคนหนึ่ง

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. ชัยวัฒน์ เกตุวรชัย Pol. Gen. Chaiwat Getvorachai หรือ/Or  
 ดร. คัมณี อินทร์ธีราช Mr. Khammany Inthirath หรือ/Or  
 ดร. สุพรรณ แก้วมีชัย Mr. Souphanh Keomixay หรือ/Or  
 ดร.ดามพ์ สุคนธ์ทรัพย์ Dr. Darnp Sukontasap

(รายละเอียดประวัติกรรมการอิสระ ปรากฏตามสิ่งที่ส่งมาด้วย 6 ของหนังสือเชิญประชุมสามัญ  
ผู้ถือหุ้น ประจำปี 2565) (Details of members of the Independent Directors of the Company  
are specified in Enclosure 6 of the Notice of the 2022 Annual General Meeting of  
Shareholders)

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะคนใดคนหนึ่ง ไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระที่เหลือเป็นผู้รับมอบฉันทะแทนกรรมการ  
อิสระที่ไม่สามารถเข้าประชุม

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 2565 ในวันที่ 22 เมษายน 2565 เวลา  
10.00 น. ผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy ("proxy") to attend and vote on my/our behalf at the **2022 Annual General Meeting of Shareholders on April 22<sup>nd</sup>,  
2022 at 10.00 hrs. via electronic media**, or such other date, time and place as the meeting may be held.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำให้ในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือน  
ว่าข้าพเจ้าได้กระทำให้ทุกประการ

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/Signed .....ผู้มอบฉันทะ/Grantor  
(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/Proxy  
(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/Proxy  
(.....)

ลงชื่อ Signed .....ผู้รับมอบฉันทะ/Proxy  
(.....)

**หมายเหตุ/Remarks**

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับ  
มอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

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 พีเอสจี 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)

กรณียกข้อ 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

กรณียกข้อ 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.

2. มอบฉันทะให้กรรมการอิสระคนใดคนหนึ่งของบริษัท คือ  
Appoint any one of the following members of the Independent Directors of the Company  
 พล.ต.อ. ชัยวัฒน์ เกตุวรชัย Pol. Gen. Chaiwat Getvorachai หรือ/Or  
 ดร. คัมภี อินทร์ธีราช Mr. Khammany Inthirath หรือ/Or  
 ดร. สุพรรณ แก้วมีชัย Mr. Souphanh Keomixay หรือ/Or  
 ดร.คมพ์ สุคนธ์ทรัพย์ Dr. Damp Sukontasap

(รายละเอียดประวัติกรรมการอิสระ ปรากฏตามสิ่งที่ส่งมาด้วย 6 ของหนังสือเชิญประชุมสามัญ  
ผู้ถือหุ้น ประจำปี 2565) (Details of members of the Independent Directors of the Company  
are specified in Enclosure 6 of the Notice of the 2022 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 2565 ในวันที่ 22 เมษายน 2565 เวลา 10.00 น. ผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy (“proxy”) to attend and vote on my/our behalf at the **2022 Annual General Meeting of Shareholders on April 22<sup>nd</sup>, 2022 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 พิจารณารับรองรายงานการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2564**

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

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 2564**

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

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 2564**

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

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 พิจารณานุมัติไม่จัดสรรกำไรเป็นเงินปันผล และงดการจ่ายเงินปันผล สำหรับผลการดำเนินงานของบริษัทประจำปี 2564**

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

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

พิจารณานุมัติการแต่งตั้งกรรมการที่ออกจากตำแหน่งตามวาระ

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  งดออกเสียง  
Approve Disapprove Abstain

เลือกตั้งกรรมการทั้งหมด

Election of entire nominated directors

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

เลือกตั้งกรรมการเป็นรายบุคคล

Election of each nominated directors

1. ชื่อกรรมการ นายแวน ฮวง ดา

Director's name Mr. Van Hoang Dau

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

2. ชื่อกรรมการ พล.ต.อ. ชัยวัฒน์ เกตุวรชัย

Director's name Pol. Gen. Chaiwat Getvorachai

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

3. ชื่อกรรมการ นายธนา นุบผาณิษฐ์

Director's name Mr. Dhana Bubphavanich

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 6  
Agenda 6

รับทราบการกำหนดค่าตอบแทนกรรมการ ประจำปี 2565 ให้เป็นไปตามมติที่ประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2563

To acknowledge the remuneration of the Company's Board of Directors for the year 2022, pursuant to the resolutions of the Extraordinary General Meeting of Shareholders No. 1/2020.

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 7  
Agenda 7

พิจารณานุมัติแต่งตั้งผู้สอบบัญชี และกำหนดค่าสอบบัญชีประจำปี 2565

To approve the appointment of the Company's External auditors and fix their remuneration 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  งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 8  
Agenda 8

พิจารณานุมัติการแก้ไขเพิ่มเติมข้อบังคับของบริษัท ข้อ 23, 24 และข้อ 28

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

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 9      พิจารณาเรื่องอื่นๆ (ถ้ามี)**  
**Agenda 9      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:
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| 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 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/Signed .....ผู้มอบฉันทะ/Grantor  
(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/Proxy  
(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/Proxy  
(.....)

ลงชื่อ Signed .....ผู้รับมอบฉันทะ/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.
- 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 พีเอสจี คอร์ปอเรชั่น จำกัด (มหาชน)

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

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2565 ในวันที่ 22 เมษายน 2565 เวลา 10.00 น. ผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

At the 2022 Annual General Meeting of Shareholders on April 22<sup>nd</sup>, 2022 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 ก.

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. และเลือกกรรมการอิสระ  
คนใดคนหนึ่ง

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. ชัยวัฒน์ เกตุวรชัย Pol. Gen. Chaiwat Getvorachai หรือ/Or  
 ดร. คำฉัตร อินทร์ธีราช Mr. Khammany Inthirath หรือ/Or  
 ดร. สุพรรณ แก้วมีชัย Mr. Souphanh Keomixay หรือ/Or  
 ดร.คมพ์ สุคนธ์ทรัพย์ Dr. Darnp Sukontasap

(รายละเอียดประวัติกรรมการอิสระ ปรากฏตามสิ่งที่ส่งมาด้วย 6 ของหนังสือเชิญประชุมสามัญ  
ผู้ถือหุ้น ประจำปี 2565) (Details of members of the Independent Directors of the Company are  
specified in Enclosure 6 of the Notice of the 2022 Annual General Meeting of Shareholders)

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะคนใดคนหนึ่ง ไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระที่เหลือเป็นผู้รับมอบฉันทะแทนกรรมการ  
อิสระที่ไม่สามารถเข้าประชุม

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 2565 ในวันที่ 22 เมษายน 2565 เวลา  
10.00 น. ผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy ("proxy") to attend and vote on my/our behalf at **the 2022 Annual General Meeting of Shareholders on April 22<sup>nd</sup>,  
2022 at 10.00 hrs. via electronic media**, or such other date, time and place as the meeting may be held.

- (3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้อย่างนี้ 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:

- |   |       |        |                                      |       |       |
|---|-------|--------|--------------------------------------|-------|-------|
| <input type="checkbox"/> หุ้นสามัญ      | _____ | หุ้น   | และมีสิทธิออกเสียงลงคะแนนได้         | _____ | เสียง |
| ordinary share                          |       | shares | and have the rights to vote equal to |       | votes |
| <input type="checkbox"/> หุ้นบุริมสิทธิ | _____ | หุ้น   | และมีสิทธิออกเสียงลงคะแนนได้         | _____ | เสียง |
| preference share                        |       | shares | and have the rights to vote equal to |       | votes |
| รวมสิทธิออกเสียงลงคะแนนทั้งหมด          | _____ |        |                                      |       | เสียง |
| Total voting right                      |       |        |                                      |       | Votes |

- (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 พิจารณารับรองรายงานการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2564**

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

- 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**  
Agenda 2
- รับทราบรายงานผลการดำเนินงานของบริษัทในรอบปีที่ผ่านมา สิ้นสุด ณ วันที่ 31 ธันวาคม 2564**  
To acknowledge the report of the Company's operating result for the year ended December 31, 2021.
- 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:
- |  |  |  |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย<br>Approve | <input type="checkbox"/> ไม่เห็นด้วย<br>Disapprove | <input type="checkbox"/> งดออกเสียง<br>Abstain |
|--|--|--|
- 
- วาระที่ 3**  
Agenda 3
- พิจารณาอนุมัติงบการเงินประจำปีสิ้นสุด ณ วันที่ 31 ธันวาคม 2564**  
To consider and approve the Company's Financial Statements for the year ended December 31, 2021.
- 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:
- |  |  |  |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย<br>Approve | <input type="checkbox"/> ไม่เห็นด้วย<br>Disapprove | <input type="checkbox"/> งดออกเสียง<br>Abstain |
|--|--|--|
- 
- วาระที่ 4**  
Agenda 4
- พิจารณาอนุมัติไม่จัดสรรกำไรเป็นเงินทุนสำรองตามกฎหมาย และงดการจ่ายเงินปันผล สำหรับผลการดำเนินงานของบริษัทประจำปี 2564**  
To consider and approve the suspension of profit allocation and the omission of dividend payment for the operational performance in the year 2021.
- 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:
- |  |  |  |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย<br>Approve | <input type="checkbox"/> ไม่เห็นด้วย<br>Disapprove | <input type="checkbox"/> งดออกเสียง<br>Abstain |
|--|--|--|
- 
- วาระที่ 5**  
Agenda 5
- พิจารณาอนุมัติการแต่งตั้งกรรมการที่ออกจากตำแหน่งตามวาระ**  
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:
- |  |  |  |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย<br>Approve | <input type="checkbox"/> ไม่เห็นด้วย<br>Disapprove | <input type="checkbox"/> งดออกเสียง<br>Abstain |
|--|--|--|
- เลือกตั้งกรรมการทั้งชุด  
Election of entire nominated directors
- |  |  |  |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย<br>Approve | <input type="checkbox"/> ไม่เห็นด้วย<br>Disapprove | <input type="checkbox"/> งดออกเสียง<br>Abstain |
|--|--|--|
- เลือกตั้งกรรมการเป็นรายบุคคล  
Election of each nominated directors
1. ชื่อกรรมการ นายเวน ฮวง ดาว  
Director's name Mr. Van Hoang Dau

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

  2. ชื่อกรรมการ พล.ต.อ. ชัยวัฒน์ เกตุวรชัย  
Director's name Pol. Gen. Chaiwat Getvorachai

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

  3. ชื่อกรรมการ นายธนา นุบผาวณิชช์  
Director's name Mr. Dhana Bubphavanich

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



- วาระที่ 6**  
Agenda 6
- รับทราบการกำหนดค่าตอบแทนกรรมการ ประจำปี 2565 ให้เป็นไปตามมติที่ประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2563**  
To acknowledge the remuneration of the Company's Board of Directors for the year 2022, pursuant to the resolutions of the Extraordinary General Meeting of Shareholders No. 1/2020.
- 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:
- |  |  |  |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย<br>Approve | <input type="checkbox"/> ไม่เห็นด้วย<br>Disapprove | <input type="checkbox"/> งดออกเสียง<br>Abstain |
|--|--|--|

- วาระที่ 7**  
Agenda 7
- พิจารณาอนุมัติแต่งตั้งผู้สอบบัญชี และกำหนดค่าสอบบัญชีประจำปี 2565**  
To approve the appointment of the Company's External auditors and fix their remuneration 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:
- |  |  |  |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย<br>Approve | <input type="checkbox"/> ไม่เห็นด้วย<br>Disapprove | <input type="checkbox"/> งดออกเสียง<br>Abstain |
|--|--|--|

- วาระที่ 8**  
Agenda 8
- พิจารณาอนุมัติการแก้ไขเพิ่มเติมข้อบังคับของบริษัท ข้อ 23, 24 และข้อ 28**  
To consider and approve the amendment of the Articles of Association of the Company, Articles 23, 24 and 28.
- 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:
- |  |  |  |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย<br>Approve | <input type="checkbox"/> ไม่เห็นด้วย<br>Disapprove | <input type="checkbox"/> งดออกเสียง<br>Abstain |
|--|--|--|

- วาระที่ 9**  
Agenda 9
- 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:
- |  |  |  |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย<br>Approve | <input type="checkbox"/> ไม่เห็นด้วย<br>Disapprove | <input type="checkbox"/> งดออกเสียง<br>Abstain |
|--|--|--|

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้น ไม่ถูกต้อง และไม่ใช่ว่าเป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น  
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) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น 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/Signed .....ผู้มอบฉันทะ/Grantor  
(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/Proxy  
(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/Proxy  
(.....)

ลงชื่อ Signed .....ผู้รับมอบฉันทะ/Proxy  
(.....)

**หมายเหตุ/Remarks**

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (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 ทีเอสจี คอร์ปอเรชั่น จำกัด (มหาชน)  
A proxy is granted by a shareholder of PSG Corporation Public Company Limited

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2565 ในวันที่ 22 เมษายน 2565 เวลา 10.00 น. ผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และ สถานที่อื่นด้วย

At the 2022 Annual General Meeting of Shareholders on April 22<sup>nd</sup>, 2022 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:

<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง
Approve	Disapprove	Abstain
Votes	Votes	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:

<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง
Approve	Disapprove	Abstain
Votes	Votes	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:

<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง
Approve	Disapprove	Abstain
Votes	Votes	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:

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

QR Code Downloading Procedures for the Invitation to attend  
the 2022 Annual General Meeting of Shareholders and the 2021 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 app 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 2022 Annual General Meeting of Shareholders and the 2021 Annual Report/ Financial Report (form 56-1 One Report).

Remark:

If the notification does not appear, use other apps, 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 2022 Annual General Meeting of Shareholders and the 2021 Annual Report (form 56-1 One Report)

QR Code For Downloading Invitation to attend the 2022 Annual General Meeting of Shareholders  
and the 2021 Annual Report (Form 56-1 One Report)



Link : <https://www.set.or.th/set/tsd/meetingdocument.do?symbol=PSG&date=220422>

Shareholders can request for Invitation to attend the 2022 Annual General Meeting of Shareholders  
and the 2021 Annual Report/ Financial Report (Form 56-1 One Report) from:  
Investor Relations Department/ PSG Corporation Public Company Limited  
11/1, AIA Sathorn Tower, 21<sup>st</sup> floor, South Sathorn Road, Yannawa Sub-district, Sathorn District, Bangkok 10120

**Contact Information:** Investor Relations Department/ PSG Corporation Public Company Limited

Tel.: 02-018-7190-8 Fax: 02-018-7199

Email : [ir@psgcorp.co.th](mailto:ir@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 2565 ในวันศุกร์ที่ 22 เมษายน 2565 เวลา 10.00 น. ซึ่งจะจัดขึ้นในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) กรุณาส่งลิงค์เข้าร่วมประชุมเฉพาะบุคคลสำหรับเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) ตามกฎหมายที่เกี่ยวข้อง โดย  
 I confirm to attend the meeting and vote at the 2022 Annual General Meeting of Shareholders on April 22<sup>nd</sup>, 2022 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 .....  
 Hearby 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

โดยลงทะเบียนแจ้งความประสงค์โดยส่งแบบฟอร์มลงทะเบียนนี้มายังบริษัท หรือโดยสแกนหรือถ่ายรูปส่งมาที่อีเมล:  
[ir@psgcorp.co.th](mailto:ir@psgcorp.co.th) ภายในวันที่ 21 เมษายน 2565  
 Register via sending this form to the Company or scanning or taking photos and send them to Email: [ir@psgcorp.co.th](mailto:ir@psgcorp.co.th) within April 21<sup>st</sup>, 2022

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