



Supporting Documents for the 2024 Annual General Meeting of Shareholders

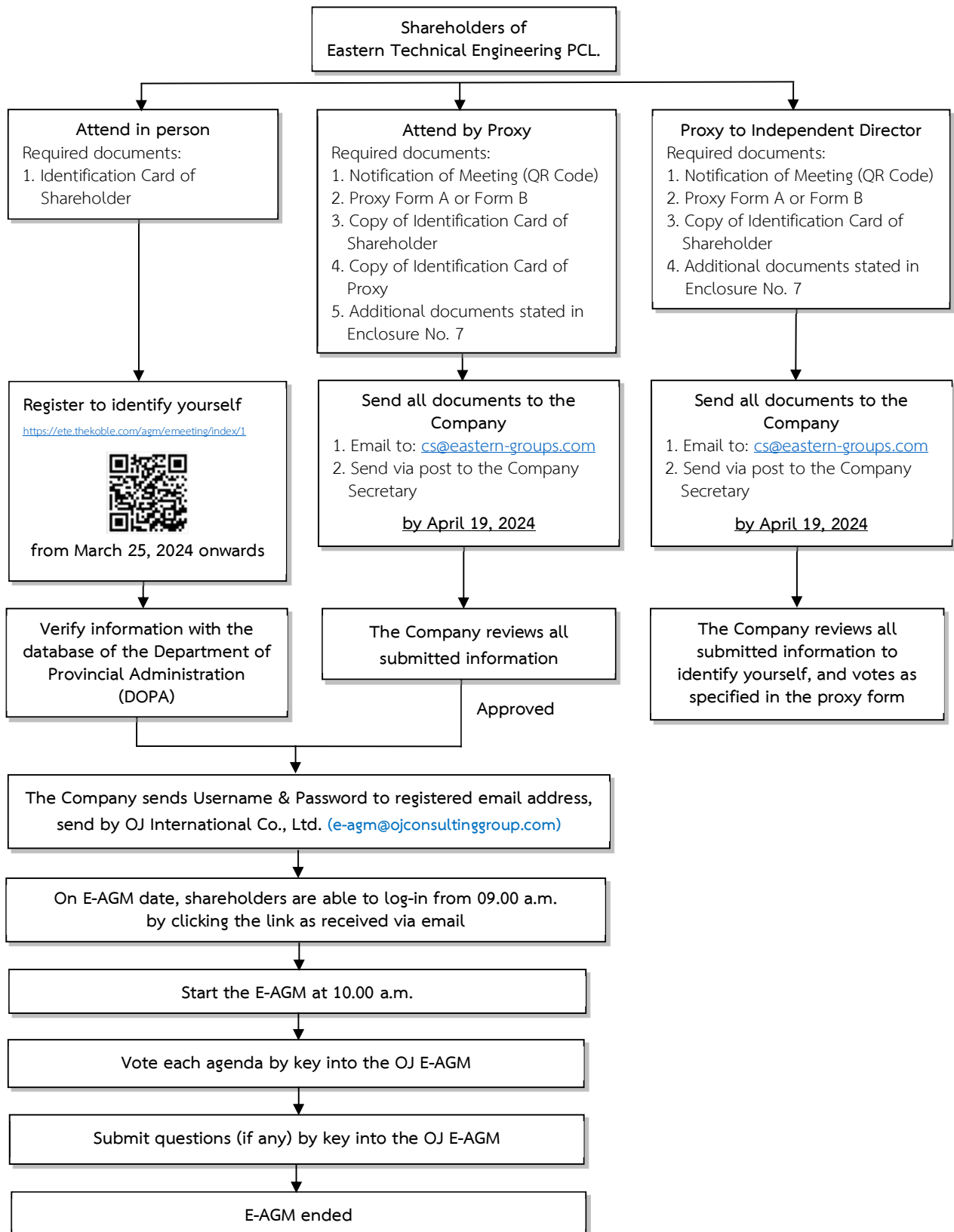
Thursday, April 25, 2024 at 10.00 a.m.



Via Electronic Media (E-AGM) Format Only

The shareholders can study more details in the Guidelines for attending the Shareholder's Meeting Via Electronic Media (E-AGM) including the manual for attending and voting through OJ E-AGM as per detailed in Enclosure No. 7.

Procedures for attending of the 2024 Annual General Meeting of Shareholders
 Eastern Technical Engineering Public Company Limited
 Thursday, April 25, 2024 at 10.00 a.m.





Index

Supporting Documents for the 2024 Annual General Meeting of Shareholders		Page
Invitation to attend the 2024 Annual General Meeting of Shareholders		1- 10
Enclosure No. 1	Copy of minutes of the 2023 Annual General Meeting of Shareholders	11-32
Enclosure No. 2	The Company's Annual Report for 2023 (Form 56-1 One Report) in form of QR Code	33-34
Enclosure No. 3	Details of the nominated directors due to retire by rotation proposed for re-election	35-47
Enclosure No. 4	Details of the Independent Directors whom can be proxies of the shareholders for the 2024 Annual General Meeting of Shareholders	48-49
Enclosure No. 5	Profiles and experiences of the Company's auditors for 2024	50-52
Enclosure No. 6	The Company's Articles of Association concerning shareholders' meeting	53-59
Enclosure No. 7	Guidelines for attending the Shareholder's Meeting Via Electronic Media (E-AGM) including the manual for attending and voting through OJ E-AGM	60-77
Enclosure No. 8	Acceptance for the invitation to online meeting (E-AGM)	78
Enclosure No. 9	Proxy forms (Form A and Form B)	79-83
Enclosure No. 10	Privacy Notice for the 2024 Annual General Meeting of Shareholders	84-85

No. ETE-67/010

March 25, 2024

Subject: Invitation to the 2024 Annual General Meeting of Shareholders

Attention: The Shareholders
Eastern Technical Engineering Public Company Limited

Enclosures:

1. Copy of minutes of the 2023 Annual General Meeting of Shareholders
2. Annual Report for 2023 (Form 56-1 One Report) in form of QR Code
3. Profiles of the nominated directors due to retire by rotation proposed for re-election
4. Details of the Independent Directors whom can be proxies of the shareholders for the 2024 Annual General Meeting of Shareholders
5. Profiles and experiences of the Company's auditors for 2024
6. The Company's Articles of Association concerning shareholders' meeting
7. Guidelines for attending the E-AGM and voting through OJ E-AGM
8. Acceptance for the invitation to online meeting (E-AGM)
9. Proxy forms (Form A and Form B)
10. Privacy Notice for the 2024 Annual General Meeting of Shareholders

The Meeting of Board of Directors of Eastern Technical Engineering Public Company Limited (the "Company") No.1/2024 held on February 22, 2024 resolved to convene the 2024 Annual General Meeting of Shareholders (the "AGM") on Thursday, April 25, 2024 at 10.00 a.m., **via electronic media format only (E-AGM)**, pursuant to criteria specified in the law relevant to electronics meeting.

With regards to meeting agenda of the 2024 Annual General Meeting of Shareholders, the Company has distributed information via the Company's website to invite the shareholders to propose meeting agenda in advance since October 1, 2023 to December 30, 2023. However, no meeting agenda was proposed to the Company. Therefore, the Company would like to notify meeting agenda of the 2024 Annual General Meeting of Shareholders which have been approved by the Board of Directors as follows:

Agenda 1: To consider and adopt the Minutes of the 2023 Annual General Meeting of Shareholders held on April 27, 2023.

Objectives and Rational: The Company has arranged the 2023 Annual General Meeting of Shareholders on April 27, 2023 of which the minutes of the 2023 Annual General Meeting of Shareholders was prepared and its copy was sent to the Stock Exchange of Thailand within 14 days from the date of the meeting in accordance with the laws. The

details were also publicly disclosed in the Company's website at www.eastern-groups.com for acknowledgement and examination of its accuracy by the shareholders. The details appear in Enclosure No 1.

Opinion of the Board: Upon consideration, the Board of Directors was of the opinion that the minutes of meeting of the 2023 General Meeting of Shareholders held on April 27, 2023 had been correctly and completely recorded and it should be proposed to the 2024 Annual General Meeting of Shareholders for certification.

Required Vote: This agenda requires affirmative resolution of a majority vote of the total number of votes of shareholders attending and casting votes at the meeting.

Agenda 2: To acknowledge the report on the operating results of the Company for the year 2023.

Objective and Rationale: The Company has summarized its operating results for the year 2023 which appeared in the Annual Report for 2023 (Form 56-1 One Report) as per detailed in Enclosure No. 2 (in form of OR Code).

Opinion of the Board: Upon consideration, the Board of Directors was of the opinion that the operating results of the Company for the year 2023 should be reported to the 2024 Annual General Meeting of Shareholders for acknowledgement.

Required Vote: This agenda is for acknowledgement, so the shareholders' votes are not required.

Agenda 3: To consider and approve the Company's Financial Statements for the year 2023 ended December 31, 2023.

Objective and Rationale: In order to comply with the Public Limited Company Act B.E. 2535 and Article 56 of the Company's Articles of Association which specify that the Company has to prepare the Balance Sheet and Statement of Income as of the last day of the fiscal year which must be audited by a certified public accountant, and then propose to the shareholders' meeting for approval.

Statement of Financial Position, Statement of Comprehensive Income, Statements of Changes in Shareholders' Equity and Statement of Cash Flow for the fiscal year ended December 31, 2023 including the Auditor's Report which had been audited and certified by the auditor of PricewaterhouseCoopers ABAS Limited and had also been reviewed by the Audit Committee as per detailed in the Annual Report for 2023 (Form 56-1 One Report) in Enclosure No. 2 (in form of OR Code) are Material details of the financial statements of the Company and its subsidiaries for the year ended December 31, 2023 are summarized as follows:

Description	Consolidated Financial Statements		Separate Financial Statements	
	(Baht)		(Baht)	
	2023	2022	2023	2022
Total Assets	2,446,906,882	2,138,417,398	1,970,973,933	1,759,648,633
Total Liabilities	1,485,059,611	1,231,508,895	1,014,659,378	862,463,559
Shareholders' Equity	961,847,271	906,908,503	956,314,555	897,185,074
Total Revenues	1,610,513,162	1,261,307,452	741,106,628	464,887,277
Net (Loss) Profit*	47,489,083	23,350,736	59,224,735	17,059,063
Earnings per Share	0.08	0.04	0.11	0.03

* Remark: Only for the parent company.

Opinion of the Audit Committee: The Audit Committee has considered and reviewed the financial statements of the Company and its subsidiaries for the year ended December 31, 2023, which have been audited and certified by Ms. Nuntika Limviriyalers, a certified public accountant no. 7358 of PricewaterhouseCoopers ABAS Limited, and was of the opinion that the Board of Directors should propose to the 2024 Annual General Meeting of Shareholders for approval.

Opinion of the Board: The Board of Directors was of the opinion that the financial statements of the Company for the year 2023 ended December 31, 2023 which had been audited by PricewaterhouseCoopers ABAS Limited and had been considered by the Audit Committee and the Board of Directors should be proposed to the 2024 Annual General Meeting of Shareholders for approval.

Required Vote: This agenda requires affirmative resolution of a majority vote of the total number of votes of shareholders attending and casting votes at the meeting.

Agenda 4: To consider and approve the allocation of net profit for the year 2023 and dividend payment.

Objective and Rationale: In order to comply with the Public Limited Company Act B.E. 2535 and the Company's Articles of Association which specified that the Board of Directors must propose payment or omitting of annual dividend to the Annual General Meeting of Shareholders for consideration every year. In this regard, the Company has a policy to pay dividend of at least 40 (forty) percent of net profit after income tax of the Company's separate financial statement and after allocation of legal reserve, provided that the rate of dividend payment will depend on investment plans, conditions and restrictions specified in the credit facilities or other relevant agreements (if any), financial positions and operating results or other relevant factors of the Company.

In 2023, the Company's net operating profit for the separate financial statement was Baht 59,224,735. The Company has allocated net profit as legal reserve in the amount of Baht 2,961,237 and paid dividend to the shareholders at the rate of Baht 0.03 per share. Total dividend paid is Baht 16,800,000, representing dividend payout ratio of 28.37 percent which did not conform to the dividend payment policy specified by the Company because in 2024,

the Company is necessary to reserve cash flow to maintain liquidity for usage in the on-going projects until they are complete and to reserve for investment for new business expansion. Comparison of dividend payment with the previous year are as follows:

Description	2023	2022
1. Net profit, separated financial statements (Baht)	59,224,735	17,059,063
2. Number of shares (Share)	560,000,000	560,000,000
3. Dividend per share (Baht/Share)	0.03	-
4. Total dividend amount (Baht)	16,800,000	-
5. Dividend payout ratio (%)	28.37	-

Opinion of the Board: Upon consideration, the Board of Directors deemed appropriate to propose to the 2024 Annual General Meeting of Shareholders for consideration and approval of the allocation of net profit for the year 2023 and dividend payment as follows:

- (1) Allocate net profit as legal reserve in the amount of Baht 2,961,237.
- (2) Pay dividend from the operating results of 2023 to the shareholders at the rate of Baht 0.03 per share, of which all of them are BOI tax-exempted profit, by calculating from amount of 560,000,000 shares. Total dividend paid is Baht 16,800,000. The record date to determine the list of shareholders who have the right to receive dividend is March 8, 2024 and the dividend payment date is May 20, 2024. However, this dividend entitlement is still uncertain as it is subject to prior approval of the 2024 Annual General Meeting of Shareholders.

Required vote: This Agenda requires affirmative resolution of a majority vote of the total number of votes of shareholders attending and casting votes at the meeting.

Agenda 5: To consider and approve the election of the directors in replacement of those who are retired by rotation for the year 2024.

Objective and Rationale: In order to comply with the Public Limited Company Act B.E. 2535 and Article 18 of the Company's Articles of Association which specified that during every annual general meeting of shareholders, at least one-third of directors shall retire. If number of directors is not a multiple of three, then number of directors closest to one-third shall retire. The directors who shall retire in the first and the second year after registration of the Company shall be selected by drawing lot, and for subsequently years, the longest serving directors shall be retired. A retired director may be re-appointed.

Three directors who are due to retire by rotation during the 2024 Annual General Meeting of Shareholders are as follows:

1. Asst. Prof. Dr. Siridech Kumsuprom Independent Director, Chairman of the Risk Management Committee, and Chairman of the Good Corporate Governance and Sustainability Committee
2. Miss Chutika Suttikanjanangkul Executive Director, Member of the Nomination and Remuneration Committee, Member of the Risk Management Committee, Member of the Good Corporate Governance and Sustainability Committee and Member of the Executive Committee
3. Miss Kannatha Tanunvarunkorn Executive Director, Member of the Risk Management Committee, Member of the Good Corporate Governance and Sustainability Committee and Member of the Executive Committee

The Company provided an opportunity for the shareholders to nominate qualified person to be elected as the Company's director during the period of October 1, 2023 – December 30, 2023, and nomination criteria and procedures have also been disclosed in the Company's website. However, no shareholder nominated any qualified person to be elected as the Company's director.

Opinion of the Nomination and Remuneration Committee: The Nomination and Remuneration Committee considered that the election process for nomination of the Company's Directors has taken into account their qualifications in various aspects, including appropriateness of qualifications, experiences, expertise and performance as the Company's Directors and Committee Members during the past period, as well as qualifications according to the relevant laws and the Company's rules and regulations. Therefore, the Nomination and Remuneration Committee (Directors who do not have an interest) considered to propose to the meeting of Board of Directors and the meeting of Board of Directors resolved to propose to the 2024 Annual General Meeting of Shareholders for approval the re-appointment of the three directors who are due to retire by rotation, namely, Asst. Prof. Dr. Siridech Kumsuprom, Miss Chutika Suttikanjanangkul, and Miss Kannatha Tanunvarunkorn, to be the Company's directors for another term.

Opinion of the Board: Upon consideration, the Board of Directors excluded those have interest in this matter who are due to retire by rotation this year was of the opinion that 3 (three) directors who are due to retire should be proposed to the 2024 Annual General Meeting of Shareholder for re-election as the Company's directors to hold office for another term. The following nominated persons have passed the consideration process specified by the Company and possessed qualifications pursuant to the relevant criteria and suitable for the Company's business operation:

- | | |
|---------------------------------------|----------------------|
| 1. Asst. Prof. Dr. Siridech Kumsuprom | Independent Director |
| 2. Miss Chutika Suttikanjanangkul | Executive Director |
| 3. Miss Kannatha Tanunvarunkorn | Executive Director |

The Board of Directors has prudently considered the qualifications and deemed that the three directors are fully qualified, competent, knowledgeable, and possess skills, and experiences that shall be beneficial for the Company's operations as previously mentioned.

In addition, for the independent director, who shall be proposed to the shareholders' meeting for election, the Board of Directors considered that such nominated person is qualified pursuant to the laws relevant to the requirements of the independent director.

Profiles of the directors who are proposed to be re-elected as the Company's directors for another term are summarized in Enclosure No. 3

Required Vote: This Agenda requires affirmative resolution of a majority vote of the total number of votes of shareholders attending and casting votes at the meeting, whereas the Company proposed the shareholders to cast the vote on an individual basis.

Agenda 6: To consider and approve the remuneration for the Board of Directors and the Sub-Committees for the year 2024.

Objective and Rationale: Section 90 of the Public Limited Company Act B.E. 2535 specified that payment of the directors' remuneration shall be in accordance with the resolution of the meeting of shareholders, supported by votes not less than two-thirds of the total votes of shareholders present. In addition, Article 34 of the Company's Article of Association also specified that the Directors are entitled to earn remunerations in the form of salary, rewards, meeting allowances, gratuity, bonuses and other benefits as stipulated in the regulations or considered by the Shareholders' Meeting. The remunerations may be in fixed amount or based on criteria set in each period with perpetual effectiveness until further notice. In addition, they are also entitled to receive allowances and welfares pursuant to the Company's regulations.

Opinion of the Nomination and Remuneration Committee: The Nomination and Remuneration Committee has considered the remuneration of the Board of Directors and the Sub-Committees by taking into account the appropriateness of duties, in accordance with number of directors, duties and responsibilities of the directors, by comparing with the peer companies in the same industry in the Stock Exchange of Thailand, as well as the operating results and business size of the Company. Therefore, it deems appropriate to propose to the Board of Directors to consider and propose to the 2024 Annual General Meeting of Shareholders to fix monthly salary, meeting allowance and yearly remuneration for the year 2024 of the Board of Directors and the Committees shall in the amount not exceeding Baht 4,800,000, which is the same remuneration rate of 2023, with details as follows:

Comparison on Monthly Remuneration of the Directors and the Sub-Committees

Director	Year 2024 (Proposed Year) Baht/Person/Month	Year 2023 Baht/Person/Month
Chairman	50,000	50,000
Independent Director	30,000	30,000
Non-executive Director	20,000	20,000

- Remark:**
1. The Company considers on payment of monthly remuneration to the Independent Directors and Non-executive Directors whose name appeared in the Company’s affidavit only.
 2. Others remunerations and benefits.
 - In 2024, the Company shall not pay any other remunerations and benefits to the director apart from those mentioned above, which is the same as 2023.

Comparison on Meeting Allowance of the Directors and the Sub-Committees

Description	Year 2024 (Proposed Year) Baht / Meeting Attendance	Year 2023 Baht / Meeting Attendance
● <u>Board of Directors</u>		
Chairman	25,000	25,000
Independent Director	15,000	15,000
Director	10,000	10,000
● <u>Audit Committee</u>		
Chairman	20,000	20,000
Independent Director	15,000	15,000
● <u>Risk Management Committee</u>		
Chairman	15,000	15,000
Independent Director	10,000	10,000
● <u>Nomination and Remuneration Committee</u>		
Chairman	15,000	15,000
Independent Director	10,000	10,000
● <u>Good Corporate Governance and Sustainability Committee</u>		
Chairman	15,000	15,000
Independent Director	10,000	10,000

Remark: The Company shall consider payment of meeting allowance per meeting which has been arranged pursuant to meeting agenda of the Board of Directors and each Committee. In case any director has been invited to attend the meeting from time to time which is not in the meeting agenda of such director, the meeting allowance will not be paid. In addition, for meeting agenda of the Committees, the management who already has a fixed monthly salary shall not be entitled to receive the meeting allowance.

Opinion of the Board: Upon consideration, the Board of Directors deemed appropriate to propose to the shareholders' meeting for consideration and approval the remuneration of the Board of Directors and the Sub-Committees for the year 2024 as per opinion of the Nomination and Remuneration Committee which stated that monthly salary, meeting allowance and yearly remuneration should be maintained at the same rate as the year 2023 and the same structure for the Board of Directors and the Sub-Committees, at total amount not exceeding Baht 4,800,000.

Required Vote: This Agenda requires affirmative resolution of not less than two-thirds of the total number of votes of shareholders attending and casting votes at the meeting.

Agenda 7: To consider and approve the appointment of the external auditor and determination of the auditing fee for the year 2024.

Objective and Rationale: In order to comply with Section 120 of the Public Limited Company Act B.E. 2535 and Articles 59 and 60 of the Company's Articles of Association which specified that Annual General Meeting of Shareholders shall appoint the Company's auditor and determine the auditing fee of the Company every year. The former auditor may be re-appointed. In addition, the Notification of Capital Market Supervisory Board Tor Jor. 75/2561 Re: Rules, Conditions and Procedures for Disclosure regarding Financial and Non-financial Information of Securities Issuers (Issue 14), requiring the listed companies to arrange a rotation of the auditor. In the event auditor's review, or audit and express an opinion on, the Company's financial statements for 7 fiscal years, whether consecutive or not, the Company will appoint a rotational auditor as the Company's auditor after a period of least 5 consecutive fiscal years.

Opinion of the Audit Committee: The Audit Committee has considered to propose the appointment of the auditor for the year 2024 for the Board of Directors' consideration, then further propose to the Annual General Meeting of Shareholders for approval by taking into account their expertise, creditability and international auditing standards as well as for purpose of continuance on auditing work, good service rendered and useful recommendations provided to the Group of Companies on continued basis. Therefore, it is deemed appropriated to propose the existing auditor, PricewaterhouseCoopers ABAS Limited, to be the Company's auditor and it is specified that any one of the following auditors is authorized to conduct an audit and express an opinion on the Financial Statements of the Company and its 9 subsidiaries: 1) ETE Management Company Limited, 2) SYN 168 Company Limited, 3) Energy For All Company Limited, 4) ETA Solutions Company Limited, 5) Bio Green Energy 3 Company Limited, 6) ETA Woodchip Company Limited, 7) ETA Management 1 Company Limited, 8) ETA Entech Company Limited, and 9) ETA Professional Company Limited where total auditing fee of the Company and its subsidiaries is fixed at Baht 4,646,000, which excluded non-audit fee.

Name of Auditor	Certified Public Accountant (Thailand) Number	Number of Year Being the Company's Auditor
1. Miss Nuntika Limviriyalers	7358	4 years (2020-2023)
2. Miss Thitinun Wankaew	9432	-
3. Mr. Paiboon Tunkoon	4298	-
4. Miss Chalida Kongprajya	10015	-

Comparison of the auditor's remuneration of the Group of Companies proposed for the Year 2024 with the previous year.

Auditor's Remuneration	Year 2024 (Proposed Year) (Baht)	Year 2023 (Baht)
Quarterly auditing fee	2,278,500	2,278,500
Annual auditing fee	2,367,500	2,367,500
Sub-total	4,646,000	4,646,000
Non-audit fee	Nil	Nil
Total	4,646,000	4,646,000

In addition, the proposed auditors of PricewaterhouseCoopers ABAS Limited do not have relationship or interests with the Company, its subsidiaries, management, major shareholders or their related persons and they are not the shareholders of the Company and its subsidiaries which would affect the independence of their performance. Therefore, the Audit Committee has opinion that the Board of Directors should propose to the 2024 Annual General Meeting of Shareholders for approval.

Opinion of the Board: Upon consideration, the Board of Directors deemed appropriate to propose to the 2024 Annual General Meeting of Shareholders for consideration and approval on appointment of the following 4 auditors of PricewaterhouseCoopers ABAS Limited to be the Company's auditor for the year 2024:

1. Miss Nuntika Limviriyalers Certified Public Accountant No. 7358, and/or
2. Miss Thitinun Wankaew Certified Public Accountant No. 9432 and/or
3. Mr. Paiboon Tunkoon Certified Public Accountant No. 4298 and/or
4. Miss Chalida Kongprajya Certified Public Accountant No. 10015

Profiles and experiences of the Company's auditors are summarized in Enclosure No. 5, in addition, auditing fee for the year 2024 should be fixed at Baht 4,646,000, as proposed.

Required Vote: This Agenda requires affirmative resolution of a majority vote of the total number of votes of shareholders attending and casting votes at the meeting.

Agenda 8: To consider other matters (if any).

Objective and Rationale: To allow the shareholders to raise a question, consult and/or give recommendations to the Board of Directors and/or the management for business operations apart from the meeting agenda proposed for consideration. However, in case the shareholder wishes to consider and cast the vote in other matter apart from those specified in the invitation to the meeting, it must be pursuant to the conditions specified in the Paragraph Two of Section 105 of the Public Limited Company Act B.E. 2535 which specified that “Upon completion of consideration under paragraph one, the shareholders holding shares amounting to not less than one-third of the total number of sold shares may request the meeting to consider other matters in addition to those specified in the notice of meeting.”

Opinion of the Board: Upon consideration, the Board of Directors deemed appropriate to include this Agenda to allow the shareholders to propose other matter to be considered in the shareholders meeting, apart from the matters proposed by the Board of Directors above.

The Company has publicized the invitation to the 2024 Annual General Meeting of Shareholders including the relevant meeting document as per enclosures including proxy forms in the Company’s website, www.eastern-groups.com, in section Investor Relations for benefit of the shareholders as well as to optimize their rights from this Meeting. In case the shareholder wishes to contact or ask additional question about the 2024 Annual General Meeting of Shareholders or needs the Company to clarify any agenda, please contact or send enquiry in advance to Office of the Investor Relations or Office of the Company Secretary at telephone no. 02 158 2000, or via electronic mail (e-mail) at ir@eastern-groups.com or cs@eastern-groups.com.

The Company realizes the importance of the shareholders’ rights and for maximum benefit and for the shareholders’ best interest, you are kindly requested to study the Guidelines for Attending the AGM through OJ E-AGM as set forth in Enclosure No. 7.

We therefore would like to invite the shareholders to attend the 2024 Annual General Meeting of Shareholders on date and time specified above which will be held **via electronic media (E-AGM) format only**. The Company has arranged for advance registration from **March 25, 2024** onwards.

Sincerely yours,



(Mr. Raivin Lekavorrnan)

Director and Chief Executive Officer

**Minutes of the 2023 Annual General Meeting of Shareholders
Eastern Technical Engineering Public Company Limited**

Eastern Technical Engineering Public Company Limited (the “Company”) arranged the 2023 Annual General Meeting of Shareholders on Thursday, April 27, 2023 at 10.00 a.m. by a method of electronic meeting (E-AGM) in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020).

Directors attending the Meeting

- | | |
|-----------------------------------|---|
| 1. Dr. Pongsak Semson | Independent Director, Chairman of the Board of Directors, and Chairman of the Audit Committee |
| 2. ACM Bureerat Ratanavanich | Independent Director, Vice Chairman of the Board of Directors, Member of the Audit Committee, and Chairman of the Nomination and Remuneration Committee |
| 3. Miss Jirayong Anuman-rajadhon | Independent Director, and Member of the Audit Committee |
| 4. Mr. Raivin Lekavorranan | Director, Chairman of the Executive Committee, and Chief Executive Officer |
| 5. Miss Chutika Suttikanjanangkul | Director, Member of the Nomination and Remuneration Committee, Member of the Risk Management Committee, Member of the Good Corporate Governance and Sustainability Committee, and Member of the Executive Committee |
| 6. Miss Kannatha Tanunvarunkorn | Director, Member of the Risk Management Committee, and Member of the Executive Committee |
| 7. Miss Prapai Pimpa | Director, Member of the Risk Management Committee, Member of the Good Corporate Governance and Sustainability Committee, and Member of the Executive Committee |
| 8. Miss Varalee Lekhaworanan | Director |

Director attending the Meeting through electronic means

- | | |
|---------------------------|---|
| 1. Dr. Siridech Kumsuprom | Independent Director, Chairman of the Risk Management Committee, and Chairman of the Good Corporate Governance and Sustainability Committee |
|---------------------------|---|

Director who was absent from the Meeting

- Nil -

(Directors presenting in this Meeting representing for 100.00 percent of the Company’s total directors.)

Auditors attending the Meeting

PricewaterhouseCoopers ABAS Ltd.

1. Miss Nuntika Limviriyalers Certified Public Accountant No. 7358
2. Miss Chalida Kongprachya Certified Public Accountant No. 10015
3. Miss Nilawan Chanwong

Legal Advisor attending the Meeting

D Legal & Advisor Co., Ltd.

1. Miss Suda Thongnoi The voting inspector

Management attending the Meeting

1. Dr. Preecha Suan Chief Financial Officer
2. Miss Kanlaya Thanyajaroen Company Secretary

Representative from Thai Investors Association

1. Miss Teranuch Phromachot Shareholders' Right Protection Volunteer

E-AGM registration and voting system provider

OJ International Co., Ltd.

The Meeting commenced at 10.00 a.m.

Mr. Bundit Pratumta, who has been assigned to be the master of ceremony (MC), welcomed all Shareholders to the 2023 Annual General Meeting of Shareholders of Eastern Technical Engineering Public Company Limited which has been arranged pursuant to Section 98 of the Public Limited Company Act B.E. 2535 and Article 36 of the Company's Articles of Association which specified that Annual General Meeting of Shareholders shall be arranged within 4 months after the end of each fiscal year of the Company.

As the situation of Coronavirus Disease (COVID-19) pandemic still persisted, in order to reduce the risk of the spread of the COVID-19 and for safety of the participants, the Company therefore resolved to convene the shareholders meeting via electronic media (E-AGM), pursuant to criteria specified in the law relevant to electronics meeting. This meeting was arranged through live broadcasting from the meeting room of Eastern Technical Engineering Public Company Limited, Bangkok Office, No. 88 Soi Yothin Pattana, Klonghan, Bangkok, Bangkok 10240 as notified in the invitation notice to the 2023 Annual General Meeting of Shareholders via 3 channels as follows:

1. Sending invitation notice to all shareholders via postal services,
2. Publication in the newspaper,
3. Dissemination in the Company's website.

After that MC introduced the members of the Board of Directors, the management, the auditors, and the legal advisor of the Company to the Meeting. He also informed that as of the meeting commencement time, there were 7 shareholders attended the meeting in person, representing 157,657,526 shares and 26 persons by proxies, representing 183,192,555 shares, or totally 33 persons, representing 340,850,081 shares out of 560,000,000 shares of the Company which was equivalent to 60.8661 percent of the total issued shares of the Company, thus constituted a quorum pursuant to the law and the Company's Articles of Association.

Before proceeding to the meeting agenda, in order to smoothen the Meeting and pursuant to good corporate governance principles, the MC informed about the Meeting about regulations, voting and vote counting procedures with details as follows:

As this meeting has been conducted via electronic means (E-AGM), so no ballot has been printed and provided to the participants. Therefore, the shareholders and the proxy shall cast the vote in each agenda as follows:

1. The Chairman of the Meeting will conduct the meeting and consider agenda in order as specified in the invitation notice consecutively, without alternating agenda during the Meeting.
2. The Company uses OJ E-AGM system for registration and counting the votes. In order to vote, the shareholder will use E-Voting Menu Bar to cast the vote in each agenda within the specified time (1 minute).
3. To cast vote in any agenda, each shareholder will have voting right equal to the number of shares held where one share equals one vote.
4. The shareholder can cast the vote only for the followings: "Approve", "Disapprove" or "Abstain" in each agenda. Shareholders shall not split the number of shares to split the votes. No vote is required for agenda for acknowledgement.
 - After pressing Vote, system will pop-up message to ask whether to confirm the vote or not, please press OK to confirm the vote.
 - In case the shareholders wish to change the vote, they can do so by press the Vote once again.
5. Counting and casting vote for resolution
 - 5.1 Result of the vote will be announced after the Chairman of the Meeting or MC requests the shareholders cast the vote in each agenda. Votes counted are from accumulation of votes of the shareholders who attend the meeting in person and the proxy who has been granted the right to vote via E-Voting system, including from the proxy voted in advance through the proxy.
 - 5.2 In case of tie vote, the Chairman of the Meeting shall have a casting vote.
6. For making inquiry and express opinion during the Meeting or before voting in each agenda, the Chairman of the Meeting will provide opportunity to allow the shareholder or proxy to express any opinion or ask any question relevant to such agenda as appropriate.

The shareholder can ask question relevant to such agenda by 2 following means:

- By typing message (Chat):
 - 1) Go to Chat Menu in Zoom Program to type message
 - 2) Press Enter to send message to the system
 - By Conversation:
 - 1) Go to Participant Menu at the bottom, and press Raise Hand Menu to identify yourself and wait for approval from the Chairman of the Meeting.
 - 2) After the MC calls out the shareholder's name, the officer will turn on the microphone to allow for making enquiry, then such shareholder has to press Unmute and turn on his/her microphone.
 - 3) In case the shareholder cannot speak through microphone (within 1 minute), please type question via Chat, so that the MC can read the questions to the Meeting instead.
- 6.1 Before commencement to raise a question each time, both via chat or conversation, the participant is requested to notify name-surname and inform that he/she attends the Meeting in person or by proxy, for benefit on correct and complete record of minutes of meeting.
- 6.2 The Company opens opportunity for the shareholder or the participant to ask question in each agenda. In case no one asks any question within 1 minute, the Company will further proceed the Meeting.
- In case the shareholder or the participant wishes to additional ask question or express opinion, he/she can type question via Chat channel, then the MC will read the questions later. The Chairman of the Meeting will consider sequence of questions of the shareholder or the participant who has not asked the question or expressed opinion before.
- 6.3 In case the shareholder or the participant has question or opinion apart from the agenda under consideration, please do so in Agenda 9: To consider other matters.
- 6.4 The Company provided an opportunity for the shareholders to send a question, propose agenda and nominate qualified person to be elected as the Company's director for the year 2023 in advance before the meeting during the period of October 1, 2022 – December 30, 2022. The Company has disseminated such information via the Company's website and the SET's news system. However, no shareholder sent any question, proposed agenda or nominated any qualified person to be elected as the Company's director at all.

For the 2023 Annual General Meeting of Shareholders, there are 9 agenda, as per details in the meeting invitation sent to the shareholders in advance of the Meeting, so they will have time to study details of the agenda. Vote counting for meeting agenda of the 2023 Annual General Meeting of Shareholders is divided into 4 types as follows:

- Agenda which requires affirmative resolution of **a majority vote** of the shareholders attending and casting votes at the Meeting, i.e., agenda 1, agenda 3, agenda 4, agenda 5 and agenda 7.

In agenda 1, agenda 3, agenda 4 and agenda 7, only "Approve", "Disapprove" and "Abstain" votes of the shareholders who attend the Meeting and cast the vote will be used as basis for vote counting.

Agenda 5 is consideration and approval of the election of the directors in replacement of those who are retired by rotation for the year 2023, the shareholder will consider and approve the election of each director individually.

In this case, only votes of the shareholders who attend the Meeting and cast the votes as “Approve”, “Disapprove” and “Abstain” will be counted as basis for vote counting.

- Agenda 2 is the report on the operating results of the Company for the year 2022, which is for acknowledgement, so resolution from the shareholder is not required.
- Agenda which requires the resolution **of not less than two-thirds** of the total number of votes of shareholders attending and casting votes at the meeting is agenda 6 which is to consider and approve the remuneration for the Board of Directors and the Sub-Committees for the year 2023. In this case, all votes of the shareholders who attend the Meeting as “Approve”, “Disapprove” and “Abstain” will be counted as basis for vote counting.
- Agenda which requires the resolution **of not less than three-fourths** of the total number of votes of shareholders attending and casting votes at the meeting is agenda 8 which is to consider and approve the amendment to the Company’s Article of Association and the authorized directors. In this case, all votes of the shareholders who attend the Meeting as “Approve”, “Disapprove” and “Abstain” will be counted as basis for vote counting.

For transparency and compliance on good governance principle, the Company invited Miss Suda Thongnoi, Legal Advisor from D Legal & Advisor Co., Ltd., to be the witness on counting the votes.

The Company also recorded video of this meeting to disseminate on the Company’s website. In this regard, the shareholders have been protected pursuant to the Personal Data Protection Policy as specified on the Company’s website.

After that, the MC invited the Chairman to declare the Meeting open and conduct the Meeting pursuant to sequence of the meeting agenda.

Dr. Pongsak Semson, the Chairman, who presided over the meeting (Chairman of the Meeting), welcomed all shareholders to the 2023 Annual General Meeting of Shareholders of Eastern Technical Engineering Public Company Limited, then assigned the MC to conduct the meeting pursuant to the meeting agenda as follows:

Agenda 1 To consider and adopt the Minutes of the 2022 Annual General Meeting of Shareholders

The Chairman proposed the shareholders’ meeting to certify the Minutes of the 2022 Annual General Meeting of Shareholders, which was held on April 27, 2022 of which its copy has been sent to the shareholders together with the meeting invitation as per Enclosure No.1.

The Chairman opened the opportunity to the shareholders to make an inquiry or comment.

No inquiry or comment was raised, so the Chairman asked the Meeting to consider the proposed matter and cast the vote for this agenda.

This agenda requires affirmative resolution of a majority vote of the total number of votes of shareholders attending and casting votes at the Meeting.

Resolution After consideration, the Meeting resolved to certify the Minutes of the 2022 Annual General Meeting of Shareholders as per proposed, by unanimous vote of the shareholders who attend the meeting and cast their votes as follows:

Approved	340,850,081	Votes	or equivalent to	100.0000	Percent
Disapproved	0	Vote	or equivalent to	0.0000	Percent
Abstained	0	Vote	or equivalent to	0.0000	Percent
Void Ballot	0	Vote			

Agenda 2 To acknowledge the report on the operating results of the Company for the year 2022

The Chairman informed the shareholders’ meeting about the operating results of the Company for the year 2022 of which the Board of Directors has considered and deemed appropriated to report to the shareholders, as per details appeared in the 2022 Annual Report (Form 56-1 One Report) which has been sent to all shareholders in advance together with the meeting invitation (in form of QR Code). After that the development on anti-corruption has been reported to the meeting for acknowledgement as follows:

- **Development on Anti-Corruption in 2022**

The Company has announced its intention to participate in the Thai Private Sector Collective Action Against Corruption (CAC) and has been certified as the member for the first round in 2020-2023 and due date for renewal of CAC membership certification is on June 30, 2023. The Company has already invited the external auditor to audit the internal control system during self-assessment on anti-corruption in order to submit for renewal of CAC membership certification during the first quarter of 2023. Over the past years, the Company still adhered to business operations with transparency and ethics under the good corporate governance policy. The directors, executives and employees of the Company have been supervised to strictly perform duties and with responsibilities according to the framework and criteria of the anti-corruption policy. Whistle-blowing channel has been provided and penalty procedures, monitoring and prevention system have been specified.

In 2022, no issue on corruption offence has been found and in order to make sure about the efficiency of the Company’ s anti- corruption policy, the Company also put emphasis on sustainable development simultaneously under the principles on taking into consideration the economic, social and environmental impacts throughout the supply chain. The Company monitored risk assessment and impacts from business operations continually for sustainable growth of the business.

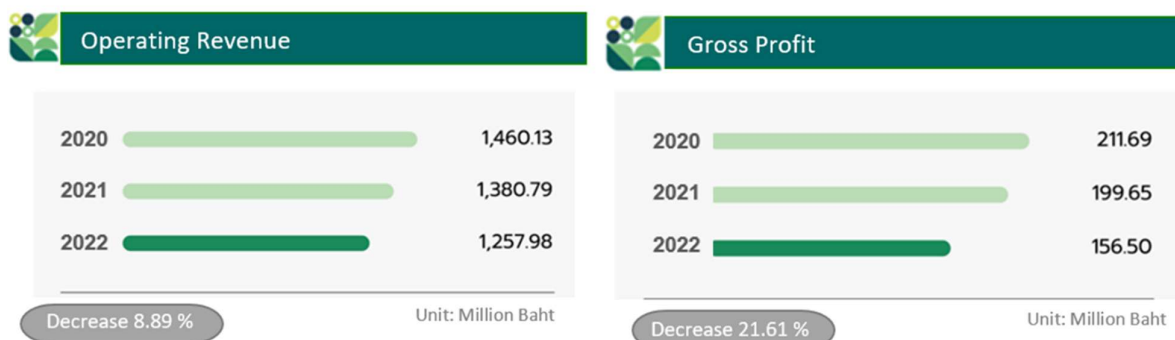
After that the Chairman assigned Mr. Raivin Lekavorrnan, Chief Executive Officer, to present the operating results of the Company in 2022 for the shareholders’ acknowledgement.

Mr. Raivin Lekavorrnan, Chief Executive Officer, welcomed the shareholders and assigned Dr. Preecha Suan, Chief Financial Officer, to present the report on operating results for the year 2022 and action plans of the Company for the shareholders' acknowledgement, which could be summarized as follows:

- **Operating Results of the Consolidated Financial Statements**

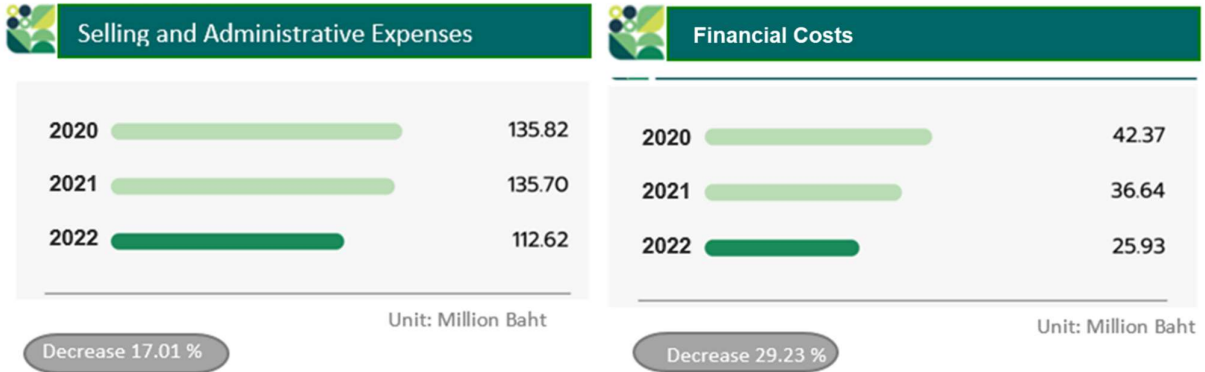
Unit: Million Baht	Operating Results of the Consolidated Financial Statements			
	2021	2022	Change	% Change
Total revenues	1,387.81	1,261.31	-126.50	-9.12%
Net profit	26.01	23.68	-2.33	-8.96%
Earnings per share (Baht)	0.05	0.04	-0.01	-12.69%

According to the operating results of the consolidated financial statements of the Company and its subsidiaries, total revenues for the year 2022 ended December 31, 2022 amounted to Baht 1,261.31 million, decreasing by Baht 126.50 million or 9.12 percent when compared with the same period of last year which has total revenues of Baht 1,387.81 million. Net profit in 2022 was Baht 23.68 million, decreasing by Baht 2.33 million or 8.96 percent when compared with the last year which was Baht 26.01 million. Earnings per share in 2022 amounted to Baht 0.04, slightly decreased by Baht 0.01 or 12.69 percent when compared with the previous which was has earnings per share of Baht 0.05.



- **Revenue**

Total revenues of the Company and its subsidiaries for the year ended December 31, 2022 amounted to Baht 1,257.98 million, decreasing by Baht 122.81 million or 8.89 percent when compared with last year which was Baht 1,380.79 million. Consequently, gross profit for the year ended December 31, 2022 amounted to Baht 156.50 million, decreasing by Baht 43.15 million or 21.61 percent when compared with previous year. Main reasons were due to reduction of revenue from the Management Services because the management team considered to accept only projects which had no risks of project delay or budget cancellation in the future in order to prevent and minimize impacts to the Group of Companies and reduction of revenue from the Constructions Services because there were due projects during period in 2021 more than 2022.



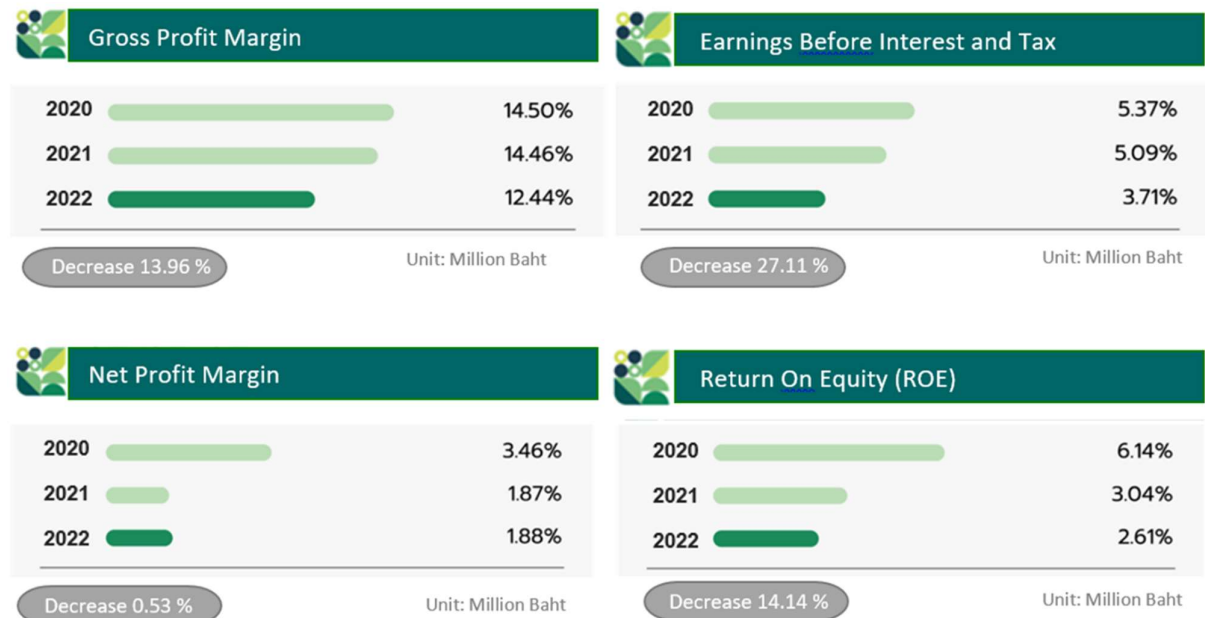
- Selling and administrative expenses

Selling and administrative expenses for the year ended December 31, 2022 amounted to Baht 112.62 million, decreasing by Baht 23.08 million or 17.01 percent when compared with the same period of last year which the amount was Baht 135.70 million. The main reason was loss on impairment on asset from power converters of alternative energy business in 2021. However, there was no such transaction in 2022. Moreover, the Company had expenses decreasing and controlling measures at office. Therefore, overall selling and administrative expenses decreased in 2022.

- Financial Costs

Financial cost for the year ended December 31, 2022 amounted to Baht 25.93 million, decreasing by Baht 10.70 million or 29.23 percent when compared with last year which the amount was Baht 36.64 million due to the gradual repayments of long-term debts from alternative energy project.

- Profitability Ratios



Based on the abovementioned operating results of the consolidated financial statements of the Company and its subsidiaries for the year 2022, total revenue and net profit had decreased when compared with the previous year. However, as the Company considered to select the works with low risks and high return profits to minimize impacts to the Company's operations, therefore profitability ratios in 2022 was 12.44 percent, decreased by 13.96 percent from the previous year which was 14.46 percent. Net profit margin in 2022 was 1.88 percent, closed to the previous year which was 1.87 percent or decreased by 0.53 percent. Earnings before interest and tax was 3.71 percent, decreased by 27.11 percent from the previous year which was 5.09 percent. Consequently, return on equity (ROE) in 2022 was 2.61 percent, decreased by 14.14 percent from the previous year which was 3.04 percent.

- **Financial Position of the Consolidated Financial Statements**

Unit: Million Baht	Financial Position of Consolidated Financial Statements			
	2021	2022	Change	% Change
Assets	1,865.44	2,138.42	272.98	14.63%
Liabilities	979.94	1,231.51	251.57	25.67%
Equity	885.50	906.91	21.41	2.42%

Total Assets

Total assets of the Company and its subsidiaries as of December 31, 2022 amounted to Baht 2,138.42 million, increasing by Baht 272.98 million or 14.63 percent from the end of 2021 due to these main reasons:

- Trade and other receivables amounted to Baht 307.99 million, increasing by Baht 88.22 million from the end of 2021 because of increase in trade receivables from construction service.
- Contract assets amounted to Baht 346.75 million, increasing by Baht 160.73 million from the end of 2021 because of increase in billing process of construction service.
- Property, plant and equipment amounted to Baht 1,093.55 million, increasing by Baht 56.14 million from the end of 2021 because of investment in biomass power generation business and the decrease of some items of property, plant and equipment during the period because they were calculated accumulated depreciation.
- Inventories amounted to Baht 60.84 million, decreasing by Baht 52.98 million from the end of 2021 because they were installed in the project of construction service business.

Total Liabilities

Total Liabilities of the Company and its subsidiaries as of December 31, 2022 amounted to Baht 1,231.51 million, increasing by Baht 251.57 million or 25.67 percent from the end of 2021 because of these main reasons:

- Bank overdrafts and short-term loans from financial institutions amounted to Baht 475.31 million, increasing by Baht 231.65 million from the end of 2021.
- Trade and other payables amounted to Baht 223.45 million, increasing by Baht 75.33 million from the end of 2021 due to increase in trade payables and accrued costs from construction.
- Contract liabilities amounted to Baht 37.61 million, increasing by Baht 32.58 million from the end of 2021 because the Company had new projects and received advance payment from contracts.
- Long-term loans from financial institutions amounted to Baht 415.76 million, decreasing by Baht 86.78 million from the end of 2021 due to regular long-term loan repayments during the period.

Shareholders' Equity

The Company and its subsidiaries had shareholders' equity as of December 31, 2022 amounted to Baht 906.91 million, increasing by Baht 21.41 million or 2.42 percent from December 31, 2021 because the Group of Companies had higher net profits. Consequently, shareholders' equity increased in line with such amount. After that Dr. Preecha Suan has proposed the 2023 business plans and strategies which followed the Company's Vision and Mission that focused on building and development of services works to respond to the variety of customer requirements by implementing the digital technology to the business operations and driving business operations for sustainable growth, as follows:

- Vision:**
- Creation of services and expansion of renewal energy business to respond to the variety of customer requirements with digital technology including driving business operations and human resources for sustainable growth.
- Mission**
- Grow business operations to create return to the participants under the good governance principles.
 - Focus on rendering quality services and building maximum satisfaction to the customers as well as seeking new opportunities and options for business expansion.
 - Develop information technology system to elevate level of business services and enhance efficiency of management within the organization.
 - Build stability on quality of life of personnel and support on development of competency of personnel on continued basis to respond to the change of business.

The Company's operating strategies in 2023 still focused on business expansion to build revenue generating process, reduce operating costs, and create favorable returns to the shareholders and the stakeholders for sustainable growth of the business, by dividing the strategies into 3 aspects as follows:

1. Revenue & Profit in 2023
 - Increase sales, revenues and profits in existing businesses and new businesses from customer groups who are public and private sectors.
2. Business Growth in 2023-2024

- Expand investment in renewable energy business, and business which implements digital technology to support operations to meet the customers' requirements.
 - Drive business operations with digital technology and enhance competitiveness.
3. Sustainable Forward in 2023
- Operate business under the good corporate governance principles by taking into consideration the organization's stakeholders covering governance, social and environmental aspects
 - Develop competency of personnel continually including build culture and security on quality of life of the personnel to be able to respond to the change of the business.

For direction of business operations in 2022, the Company still focused on target works of main businesses that it has expertise and can generate favorable returns with opportunity for future expansion. These businesses comprise of 3 main groups: engineering service business, management services business, and power generation from renewable energy business.

In conclusion, from overall operating results of the Company in 2022, even though revenue decreased from the previous year but as the Company has the policy to consider and accept the works with low risks and high profit returns, so it did not result in the decreased gross profit margin. In addition, Company has backlogs from 2022 onwards. Thus, it is expected that the Company can build up the growth of revenue and profits on continued basis.

The Chairman opened the opportunity to the shareholders to make an inquiry or comment.

No inquiry or comment was raised, so the Chairman proposed that the meeting acknowledged the report on the operating results of the Company for the year 2022. As this agenda was for acknowledgement, vote casting was not required.

Resolution The Meeting duly acknowledged the report on the operating results of the Company for the year 2022 as per proposed.

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

The Chairman proposed the shareholders' meeting to approve the Company's financial statements for the Year 2022 ended December 31, 2022, in order to comply with the Public Limited Company Act B.E. 2535 and Article 56 of the Company's Articles of Association which specified that the Company has to prepare the balance sheet and Statement of Income for of the last day of the past fiscal year which have been audited by the Certified Public Accountants. The Statement of Financial Position, Statement of Comprehensive Income, Statements of Changes in Shareholders' Equity and Statement of Cash Flow for the fiscal year ended December 31, 2022 including the Auditor's Report had been audited and certified by the auditor of PricewaterhouseCoopers ABAS Limited and had also been reviewed by the Audit Committee. Therefore, the Board of Directors was of opinion that the Company's financial statements for the Year 2022 ended December

31, 2022, as per details appeared in the 2022 Annual Report (Form 56-1 One Report) sent to the shareholders together with the meeting invitation (in QR Code format) should be proposed for the shareholders' consideration and approval.

After that the Chairman assigned Dr. Preecha Suan, Chief Financial Officer, to present the Company's financial statements for the Year 2022 ended December 31, 2022 which could be summarized as follows:

Description	Consolidated Financial Statements		Separate Financial Statements	
	(Baht)		(Baht)	
	2022	2021	2022	2021
Total Assets	2,138,417,398	1,865,437,321	1,759,648,633	1,555,154,200
Total Liabilities	1,231,508,895	979,936,254	862,463,559	675,028,189
Shareholders' Equity	906,908,503	885,501,067	897,185,074	880,126,011
Total Revenues	1,261,307,452	1,387,809,392	464,887,277	682,726,923
Net (Loss) Profit*	23,350,736	26,744,512	17,059,063	58,563,579
Earnings per Share	0.04	0.05	0.03	0.10

* Remark: Only for the parent company.

The Chairman opened the opportunity to the shareholders to make an inquiry or comment.

No inquiry or comment was raised, so the Chairman asked the Meeting to consider the proposed matter and cast the vote for this agenda.

This agenda requires affirmative resolution of a majority vote of the total number of votes of shareholders attending and casting votes at the Meeting.

Resolution After consideration, the Meeting resolved to approve the Company's financial statements for the Year 2022 ended December 31, 2022 as per proposed, by unanimous vote of the shareholders who attend the meeting and cast their votes as follows:

Approved	340,850,081	Votes	or equivalent to	100.0000	Percent
Disapproved	0	Vote	or equivalent to	0.0000	Percent
Abstained	0	Vote	or equivalent to	0.0000	Percent
Void Ballot	0	Vote			

Agenda 4 To consider and approve the allocation of net profit for the year 2022 and the omission of dividend payment.

The Chairman proposed the shareholders' meeting to approve the allocation of the Company's net profit for the year 2022 and the payment of dividend in order to comply with the Public Limited Company Act B.E. 2535 and the Company's Articles of Association which specified that the Board of Directors must propose payment or omitting of annual dividend to the Annual General Meeting of Shareholders for consideration

every year. In this regard, the Company has a policy to pay dividend of at least 40 (forty) percent of net profit after income tax of the Company's separate financial statement and after allocation of legal reserve, provided that the rate of dividend payment will depend on investment plans, conditions and restrictions specified in the credit facilities or other relevant agreements (if any), financial positions and operating results or other relevant factors of the Company.

After that the Chairman assigned Dr. Preecha Suan, Chief Financial Officer, to present the allocation of net profit for the year 2022 and the omission of dividend payment.

Dr. Preecha Suan has presented details which could be summarized as follows:

In 2022, the Company's net operating profit for the separate financial statement was Baht 17,059,063. The Company has allocated net profit as legal reserve in the amount of Baht 852,953 and omitted the dividend payment from the operating results of 2022 to the shareholders because the Company is necessary to maintain liquidity and to reserve for investment for new business expansion. The comparison of dividend payment between 2022 and 2021 are as follows:

Description	2022	2021
1. Net profit, separated financial statement (Baht)	17,059,063	58,563,579
2. Number of shares (Share)	560,000,000	560,000,000
3. Dividend per share (Baht/Share)	-	-
4. Total dividend amount (Baht)	-	-
5. Dividend payout ratio (%)	-	-

The Board of Directors deemed appropriate to propose to the shareholders' meeting for consideration and approval of the allocation of net profit for the year of 2022 and the omission of the dividend payment as follows:

- (1) Allocate net profit as legal reserve in the amount of Baht 852,953.
- (2) Omission of the dividend payment from the operating results of 2022 to the shareholders because the Company is necessary to maintain liquidity and to reserve for investment for new business expansion.

The Chairman opened the opportunity to the shareholders to make an inquiry or comment.

No inquiry or comment was raised, so the Chairman asked the Meeting to consider the proposed matter and cast the vote for this agenda.

This agenda requires affirmative resolution of a majority vote of the total number of votes of shareholders attending and casting votes at the Meeting.

Resolution After consideration, the Meeting resolved to approve the allocation of net profit for the year 2022 and the omission of dividend payment as per proposed, by unanimous vote of the shareholders who attend the meeting and cast their votes as follows:

Approved 340,850,081 Votes or equivalent to 100.0000 Percent

Disapproved	0 Vote	or equivalent to	0.0000 Percent
Abstained	0 Vote	or equivalent to	0.0000 Percent
Void Ballot	0 Vote		

Before proceeding to Agenda Item 5 which was about the consideration and approval of the election of the directors in replacement of those who are retired by rotation for the year 2023, in order to comply with the good governance principles and for transparency and to open opportunity to all shareholder to independently make inquiry and suggest opinion, the Chairman a director retiring by rotation has assigned ACM Bureerat Ratanavanich, Vice Chairman of the Board of Directors to proceed to the meeting for approval in this agenda. The MC requested all interested directors to temporary leave the meeting room until the voting for this agenda has completed. After that those directors will be invited back to the Meeting room and attend the Meeting once again.

Agenda 5 To consider and approve the election of the directors in replacement of those who are retired by rotation for the year 2023

The Chairman proposed the shareholders’ meeting to approve the election of the directors in replacement of those who are retired by rotation for the year 2023 in order to comply with the Public Limited Company Act B.E. 2535 and Article 18 of the Company’s Articles of Association which specified that during every annual general meeting of shareholders, at least one-third of directors shall retire. If number of directors is not a multiple of three, then number of directors closest to one-third shall retire. The directors who shall retire in the first and the second year after registration of the Company shall be selected by drawing lot, and for subsequently years, the longest serving directors shall be retired. A retired director may be re-elected.

Three directors who are due to retire by rotation during the 2023 Annual General Meeting of Shareholders are as follows:

1. Dr. Pongsak Semson Independent Director, Chairman of the Board of Directors, and Chairman of the Audit Committee
2. Miss Jirayong Anuman-rajadhon Independent Director, and Member of the Audit Committee
3. Miss Prapai Pimpa Director, Member of the Risk Management Committee, Member of the Good Corporate Governance and Sustainability Committee, and Member of the Executive Committee

The Board of Directors has considered and deemed that the selection process for nomination of the Company’s Directors has taken into account their qualifications in various aspects, including appropriateness of qualifications, experiences, expertise and performance as the Company’s Directors and Committee Members during the past period, as well as qualifications according to the relevant laws and the Company’s rules and regulations and it also has been approved by the Nomination and Remuneration Committee. The Company provided an opportunity for the shareholders to nominate qualified person to be elected as the Company’s director during the period of October 1, 2022 – December 30, 2022 and nomination criteria and procedures have also been disclosed in the Company’s website. However, no shareholder nominated any

qualified person to be elected as the Company’s director. Therefore, the Board of Directors has considered and deemed appropriated to propose to the shareholders’ meeting for re-election of the 3 directors to hold office for another term. The nominated persons have passed the consideration process specified by the Company and possessed qualifications pursuant to the relevant criteria and suitable for the Company’s business operation.

In addition, for the independent directors, who shall be proposed to the shareholders’ meeting for election, the Board of Directors considered that those nominated persons are qualified pursuant to the laws relevant to the requirements of the independent director.

Summarized information on their biodata, working experiences and qualifications of those directors been sent to the shareholders together with the meeting invitation as per Enclosure No. 3.

The Chairman opened the opportunity to the shareholders to make an inquiry or comment.

No inquiry or comment was raised, so the Chairman asked the Meeting to consider the proposed matter and cast the vote for this agenda.

This agenda requires affirmative resolution of a majority vote of the total number of votes of shareholders attending and casting votes at the Meeting.

Resolution After consideration, the Meeting resolved to approve the election of the directors in replacement of those who are retired by rotation for the year 2023 to hold office for another term which included 1) Dr. Pongsak Semson 2) Miss Jirayong Anuman- rajadhon and 3) Miss Prapai Pimpa as per proposed, by unanimous vote of the shareholders who attend the meeting and cast their votes for each director individually as follows:

1) Dr. Pongsak Semson	Independent Director, Chairman of the Board of Directors, and Chairman of the Audit Committee
Approved 340,850,081 Votes	or equivalent to 100.0000 Percent
Disapproved 0 Vote	or equivalent to 0.0000 Percent
Abstained 0 Vote	or equivalent to 0.0000 Percent
Void Ballot 0 Vote	
2) Miss Jirayong Anuman-rajadhon	Independent Director, and Member of the Audit Committee
Approved 340,850,081 Votes	or equivalent to 100.0000 Percent
Disapproved 0 Vote	or equivalent to 0.0000 Percent
Abstained 0 Vote	or equivalent to 0.0000 Percent
Void Ballot 0 Vote	
3) Miss Prapai Pimpa	Director, Member of the Risk Management Committee, Member of the Good Corporate

Governance and Sustainability Committee, and
Member of the Executive Committee

Approved	340,850,081 Votes	or equivalent to	100.0000 Percent
Disapproved	0 Vote	or equivalent to	0.0000 Percent
Abstained	0 Vote	or equivalent to	0.0000 Percent
Void Ballot	0 Vote		

After the approval on the election of the directors in replacement of those who are retired by rotation for the year 2023 has completed, the Chairman asked the MC to invite all directors who were temporarily requested to leave from the meeting room to return and attend the Meeting once again. Then Dr. Pongsak Semson, Chairman of the Board of Director, resumed to perform duty as the chairman of the meeting and proceed to the next agenda.

Agenda 6 To consider and approve the remuneration for the Board of Directors and the Sub-Committees for the year 2023

The Chairman proposed the shareholders' meeting to approve the remuneration for the Board of Directors and the Sub-Committees for the year 2023, in order to consistent with Section 90 of the Public Limited Company Act B.E. 2535 which specified that payment of the directors' remuneration shall be in accordance with the resolution of the meeting of shareholders, supported by votes not less than two-thirds of the total votes of shareholders present. In addition, Article 34 of the Company's Article of Association also specified that the Directors are entitled to earn remunerations in the form of salary, rewards, meeting allowances, gratuity, bonuses, and other benefits as stipulated in the regulations or considered by the Shareholders' Meeting. The remunerations may be in fixed amount or based on criteria set in each period with perpetual effectiveness until further notice. In addition, they are also entitled to receive allowances and welfares pursuant to the Company's regulations.

The Nomination and Remuneration Committee has considered the remuneration of the Board of Directors and the Sub-Committees by taking into account the appropriateness and concordance with duties, responsibilities of the directors, the peer companies in the same industry, as well as the operating results and business size of the Company. Therefore, it deems appropriate to propose to the Board of Directors to consider and propose to the Annual General Meeting of Shareholders to maintain monthly remuneration, meeting allowance and yearly remuneration for the Board of Directors and the Sub-Committees for the year 2023 at the same rate as the year 2022. In this regard, total monthly remuneration, meeting allowance and yearly remuneration for the year 2023 of the Board of Directors and the Sub-Committees shall not exceed Baht 4,800,000 which was the same remuneration rate of the year 2022, with details as follows:

After that the Chairman assigned Dr. Preecha Suan, Chief Financial Officer, to present details of this agenda as follows:

Comparison on Remuneration of the Directors and the Sub-Committees

Director	Year 2023 (Proposed Year) Baht/Person/Month	Year 2022 Baht/Person/Month
Chairman	50,000	50,000
Independent Director	30,000	30,000
Non-executive Director	20,000	20,000

- Remark:**
- The Company considers on payment of monthly remuneration to the Independent Directors and non-executive Directors whose name appeared in the Company's affidavit only.
 - Others remuneration: Nil

Comparison on Meeting Allowance of the Directors and the Sub-Committees

Description	Year 2023 (Proposed Year) Baht / Meeting Attendance	Year 2022 Baht / Meeting Attendance
• Board of Directors		
Chairman	25,000	25,000
Independent Director	15,000	15,000
Director	10,000	10,000
• Audit Committee		
Chairman	20,000	20,000
Independent Director	15,000	15,000
• Risk Management Committee		
Chairman	15,000	15,000
Independent Director	10,000	10,000
• Nomination and Remuneration Committee		
Chairman	15,000	15,000
Independent Director	10,000	10,000
• Good Corporate Governance and Sustainability Committee		
Chairman	15,000	15,000
Independent Director	10,000	10,000

- Remark:** The Company shall consider payment of meeting allowance per meeting which has been arranged pursuant to meeting agenda of the Board of Directors and each Committee. In case any director has been invited to attend the meeting from time to time which is not in the meeting agenda of such director, the meeting allowance will not be

paid. In addition, for meeting agenda of the Committees, the management who already has a fixed monthly salary shall not be entitled to receive the meeting allowance.

The Board of Directors deemed appropriate to propose to the shareholders’ meeting for consideration and approval the remuneration of the Board of Directors and the Sub-Committees for the year 2023 as per opinion of the Nomination and Remuneration Committee which stated that monthly remuneration, meeting allowance and yearly remuneration should be maintained at the same rate as the year 2022 and the same structure for the Board of Directors and the Sub-Committees, at total amount not exceeding Baht 4,800,000.

The Chairman opened the opportunity to the shareholders to make an inquiry or comment.

No inquiry or comment was raised, so the Chairman asked the Meeting to consider the proposed matter and cast the vote for this agenda.

This agenda requires affirmative resolution of not less than two-thirds of the total number of votes of shareholders attending and casting votes at the Meeting.

Resolution After consideration, the Meeting resolved to approve the remuneration for the Board of Directors and the Sub-Committees for the year 2023 by specifying that monthly remuneration and meeting allowance for the year 2023 will be the same rate as the year 2022 and the yearly remuneration with regards to monthly remuneration, meeting allowance and yearly remuneration of the Board of Directors and the Sub-Committees shall not exceed Baht 4,800,000 as per proposed, by unanimous vote of the shareholders who attend the meeting and cast their votes as follows:

Approved	340,850,081	Votes	or equivalent to	100.0000	Percent
Disapproved	0	Vote	or equivalent to	0.0000	Percent
Abstained	0	Vote	or equivalent to	0.0000	Percent
Void Ballot	0	Vote			

Agenda 7 To consider and approve the appointment of the external auditor and determination of the auditing fee for the year 2023

The Chairman proposed the shareholders’ meeting to approve the appointment of the Company’s auditor and determination of the auditing fee for the year 2023, in order to comply with Section 120 of the Public Limited Company Act B.E. 2535 and Articles 59 and 60 of the Company’s Articles of Association which specified that Annual General Meeting of Shareholders shall appoint the Company’s auditor and determine the auditing fee of the Company every year. The former auditor may be re-appointed.

After that the Chairman assigned Dr. Preecha Suan, Chief Financial Officer, to present details of this agenda as follows:

The Audit Committee has considered to propose the appointment of the auditor for the year 2023 for the Board of Directors' consideration, then further propose to the Annual General Meeting of Shareholders for approval by taking into account their expertise, creditability and international auditing standards as well as for purpose of continuance on auditing work, good service rendered and useful recommendations provided to the Group of Companies on continued basis. Therefore, it is deemed appropriated to propose the existing auditor from PricewaterhouseCoopers ABAS Limited to be the Company's auditor and it is specified that any one of the following auditors is authorized to conduct an audit and express an opinion on the Financial Statements of the Company and its 8 subsidiaries: 1) ETE Management Company Limited, 2) SYN 168 Company Limited, 3) Energy For All Company Limited, 4) ETA Solutions Company Limited, 5) Bio Green Energy 3 Company Limited, 6) ETA Woodchip Company Limited, 7) ETA Management 1 Company Limited, and 8) ETA Entech Company Limited, total auditing fee of the Company and its subsidiaries is fixed at Baht 4,496,000, which excluded non-audit fee.

Name of Auditor	Certified Public Accountant Number	Number of Year Being the Company's auditor
1. Miss Nuntika Limviriyalers	7358	2 years (2021-2022)
2. Miss Thitinun Wankaew	9432	-
3. Mr. Paiboon Tunkoon	4298	-

Comparison of the auditor's remuneration of the Group of Companies proposed for the year 2023 with previous year.

Auditor's Remuneration	Year 2023 (Proposed Year) (Baht)	Year 2022 (Baht)
Quarterly auditing fee	1,927,500	1,663,500
Annual auditing fee	2,568,500	2,332,500
Sub-total	4,496,000	3,996,000
Non-audit fee	-	-
Total	4,496,000	3,996,000

In addition, the proposed auditors from PricewaterhouseCoopers ABAS Limited do not have relationship or interests with the Company, its subsidiaries, management, major shareholders or their related persons and they are not the shareholders of the Company and its subsidiaries which would affect the independence of their performance.

The Chairman opened the opportunity to the shareholders to make an inquiry or comment.

No inquiry or comment was raised, so the Chairman asked the Meeting to consider the proposed matter and cast the vote for this agenda.

This agenda requires affirmative resolution of a majority vote of the total number of votes of shareholders attending and casting votes at the Meeting.


Resolution After consideration, the Meeting resolved to approve the appointment of the Company’s auditor and determination of the auditing fee for the year 2023 by appointing any one of the following auditors from PricewaterhouseCoopers ABAS Limited which included 1) Miss Nuntika Limviriyalers, Certified Public Accountant No. 7358, and/or 2) Miss Thitinun Wankaew, Certified Public Accountant No. 9432, and/or 3) Mr. Paiboon Tunkoon, Certified Public Accountant No. 4298 to be the Company’s auditor and express an opinion on the Financial Statements of the Company and its subsidiaries, the total auditing fee for the year 2023 is fixed at Baht 4,496,000 which excluded non-audit fee as per proposed, by unanimous vote of the shareholders who attend the meeting and cast their votes as follows:

Approved	340,850,081	Votes	or equivalent to	100.0000	Percent
Disapproved	0	Vote	or equivalent to	0.0000	Percent
Abstained	0	Vote	or equivalent to	0.0000	Percent
Void Ballot	0	Vote			

Agenda 8 To consider and approve the amendment to the Company’s Article of Association and the authorized directors.

The Chairman proposed the shareholders’ meeting to approve the amendment to the Company’s Article of Association and the authorized directors, in order to enhance flexibility on management and operations, therefore, the Company would like to amend the Company’s Articles of Association Clause 30: Amendment of the power of the Board of Directors, and Clause 63: Cancellation of the Company’s seal.

After that the Chairman assigned Dr. Preecha Suan, Chief Financial Officer, to present the details as follows:

Article of Association (Existing)	Article of Association (Proposed for Amendment)
<p>Clause 30. Number and names of the authorized directors are:</p> <p>Any acts shall be bound to the Company upon any two directors jointly sign their names and affix the Company’s seal.</p> <p>The Board of Director shall have the authority to specify and change a list of the authorized directors.</p>	<p>Clause 30. Number and names of the authorized directors are:</p> <p><u>Any acts shall be bound to the Company upon any two directors jointly sign their names.</u></p> <p>The Board of Director shall have the authority to specify and change a list of the authorized directors.</p>
<p>Clause 63. Company’s seal shall be as follows:</p>  <p><small>Eastern Group Eastern Technical Engineering Public Company Limited บริษัท อีสเทิร์น เทคนิคัล วิศวกรรม จำกัด</small></p>	<p><u>Cancelled.</u></p>

The Board of Directors deemed appropriate to propose to the 2023 Annual General Meeting of Shareholders to consider and approve the amendment to the Company’s Articles of Association Clause 30 and Clause 63 to enhance flexibility on management and operations as mentioned above, as well as consider and approve the Board of Directors or the person assigned by the Board of Directors to authorize to carry out including to amend any statement and carry out any relevant act in order to comply with order of the Registrar so that the registration for such matter shall be completely attained to the objective.

The Chairman opened the opportunity to the shareholders to make an inquiry or comment.

No inquiry or comment was raised, so the Chairman asked the Meeting to consider the proposed matter and cast the vote for this agenda.

This agenda requires affirmative resolution of not less than three-fourths of the total number of votes of shareholders attending and casting votes at the Meeting.

Resolution After consideration, the Meeting resolved to approve the amendment to the Company’s Articles of Association Clause 30: Amendment of the power of the Board of Directors, and Clause 63: Cancellation of the Company’s seal and the authorized directors to enhance flexibility on management and operation, and approve the Board of Directors or the person assigned by the Board of Directors to authorize to carry out including to amend any statement and carry out any relevant act in order to comply with order of the Registrar so that the registration for such matter shall be completely attained to the objective, by unanimous vote of the shareholders who attend the meeting and cast their votes as follows:

Approved	340,850,081	Votes	or equivalent to	100.0000	Percent
Disapproved	0	Vote	or equivalent to	0.0000	Percent
Abstained	0	Vote	or equivalent to	0.0000	Percent
Void Ballot	0	Vote			

Agenda 9 To consider other matters (if any)

The Chairman informed the Shareholders that they may raise a question, make an inquiry and/or give a recommendation to the Board of Directors and/or the Management on business operations apart from meeting agenda proposed for consideration.

In case the shareholders wish to consider and cast the votes in other matters other than those specified in the meeting invitation, it must be pursuant to the conditions specified in of the Public Limited Company Act B.E. 2535, Section 105, paragraph two, which specified that “ Upon concluding the meeting pursuant to the first paragraph, shareholders holding an aggregate number of shares not less than one-third of the total number of shares sold may request the meeting to consider other matters in addition to those specified in the meeting invitation.”

Since there was no shareholder raising further question, inquiry or giving additional recommendation, the Chairman thanked all shareholders for attending the Meeting and declared the 2023 Annual General Meeting of Shareholders of Eastern Technical Engineering Public Company Limited adjourned.

The Meeting was adjourned at 11.24 a.m.

- Pongsak Semson -
Signed _____ Chairman of the Meeting
(Dr. Pongsak Semson)

- Kanlaya Thanyajaroen -
Signed _____ Company Secretary /
(Miss Kanlaya Thanyajaroen) Minutes Recorder



QR Code for downloading the 2023 Annual Report (Form 56-1 One Report) and Supporting Documents for the 2024 Annual General Meeting of Shareholders



Form 56-1 One Report



Supporting Documents

for the 2024 Annual General Meeting of Shareholders

QR Code Downloading Procedures for the Meeting Document

Eastern Technical Engineering Public Co., Ltd.

Thailand Securities Depository Co., Ltd., as a securities registrar under the Stock Exchange of Thailand (SET), has developed a system to enable the listed companies in the SET to send the shareholders' meeting document and the Annual Report (Form 56-1 One Report) in an electronic format which is accessible through QR Code to enable the shareholders to access the information conveniently and speedily. Shareholders can download the aforementioned information via QR Code by following the steps below.

● For iOS System

1. Turn on the mobile camera.
2. Focus the mobile camera to QR Code to scan it.
3. The notification will appear on top of the screen. Click the notification to view the meeting document.

(In case the notification does not appear on the screen of mobile phone, the QR Code can also be scanned by using other applications, such as QR CODE READER, Facebook or Line).

● For Android System


1. Open applications, such as QR CODE READER, Facebook or Line.

How to scan the QR Code with Line application

- Open Line application and click on "Add friend"
 - Choose "QR Code"
 - Scan QR Code
2. Focus the mobile camera to QR Code to view the meeting document

Profiles of the Nominated Director due to Retire by Rotation Proposed for Re-election

Biodata of the Nominee



Proposed position : Independent Director

Name-Surname : Asst. Prof. Dr. Siridech Kumsuprom
(Proposed to hold office for another term)

Age : 51 years

Nationality : Thai

First date of holding director position : September 15, 2015

Year of service as director : 8 years 7 months (Since September 15, 2015 – April 2024)

Current position in the Company : Independent Director
Chairman of the Risk Management Committee
Chairman of the Good Corporate Governance and Sustainability Committee

Securities holding in the Company Self : None (0.00 percent of total shares)
Associated person * : None

Family relationship with director and management : Nil

Position held in other business having competing nature with the Company : Nil

Position held in other business that may have a conflict of interest with the Company : Nil

Education Ph. D.

- Ph.D. in Business Information Systems (IT Audit, Control and Governance) , RMIT University, Australia

Master Degree

- Master of Information Systems (M.Inf.Sys.), Griffith University, Australia
- Master of Business Administration, Major of Accountancy, Dhurakij Pundit University

Bachelor Degree

- Bachelor of Accountancy, Dhurakij Pundit University

Director accreditation programs: Thai Institute of Directors Association (IOD)

- Advanced Audit Committee Program, Class of 41/2021
- Director Accreditation Program, Class of 121/2015
- Risk Management Program, Class of 2/2015

Other trainings/seminars

- Driving Company Success with IT Governance, Class of 1/2016
- Course on preparation on readiness to enter into the capital market for target companies in LiVE Exchange (LiVEx) arranged by the SET (November 13, 2023)

Working experiences**Positions held in the Company**

- | | |
|---------------------|--|
| Nov. 2018 - Present | • Chairman of the Good Corporate Governance and Sustainability Committee |
| 2015 - Present | • Independent Director, Chairman of the Risk Management Committee |

Positions held in other listed companies

- | | |
|---------------------|--|
| 2018 - Present | • Independent Director, Member of the Audit Committee, Member of the Nomination and Remuneration Committee
Hydrotek Public Company Limited |
| Dec. 2019 - Present | • Independent Director, Member of the Audit Committee, Member of the Nomination and Remuneration Committee and Member of the Risk Management Committee
Beyond Securities Public Company Limited |

Positions held in other organizations or non-listed companies

- | | |
|---------------------|---|
| Aug. 2023 - Present | • Dean, International College and Director of Business Administration, Doctor of Philosophy Program, Dhurakij Pundit University |
| Feb. 2020 - Present | • Independent Director - Nara Thai Cuisine Company Limited |

Backdated working experiences (only material ones)**Professional working experiences**

- Oct. 2016 - Feb. 2017 • Consultant, Accountancy and Accounting Systems
Center Auto Lease Company Limited (Financial Business)
- Jan. 2015 - Mar. 2015 • Consultant, Risk Management
Dental Corporation Public Company Limited (Dental Business)
- Oct. 2014 - Dec. 2014 • Consultant, Risk Management
FN Factory Outlet Public Company Limited (Garment Business)
- Jun. 2012 - Dec. 2012 • Consultant, Accountancy and Accounting Systems
ASN Broker Public Co., Ltd. (Insurance Business)
- Aug. 2012 - Aug. 2012 • Consultant, Risk Management
SF Cinema City Co., Ltd. (Movie Theater Business)
- Jun. 2011 - Sep. 2011 • Consultant, Accountancy, Accounting Systems and Risk Management
Nok Airlines Public Company Limited (Airlines Business)
- Jul. 2010 - Aug. 2010 • Consultant, Internal Control and Risk Management
Kiattana Transport Public Company Limited (Transport Business)

Academic working experiences

- Sep. 2017 - Present • Dean, College of Innovative Business and Accountancy, Dhurakij Pundit University
- Jul. 2016 - Sep. 2017 • Deputy Dean of Academic Affairs, Director of Accountancy Master Program
College of Innovative Business and Accountancy, Dhurakij Pundit University
- Jun. 2012 - Jul. 2016 • Deputy Dean of Academic Affairs, Faculty of Accountancy, Dhurakij Pundit University
- Jun. 2011 - Jun. 2012 • Director of Professional Accounting Development Institute, Faculty of Accountancy, Dhurakij Pundit University
- Jun. 2010 - Jun. 2011 • Head of Accountancy Information System Program, Faculty of Accountancy, Dhurakij Pundit University

- Meeting attendance in the past year**
- Board of Directors' Meeting : 5/5 times
 - Risk Management Committee's Meeting : 5/5 times
 - Good Corporate Governance and Sustainability Committee's Meeting : 2/2 times
 - Shareholder's Meeting : 1/1 time

- Forbidden qualifications**
- No criminal record offence in crimes against property, which was done in bad faith.
 - Never enter into transaction that may cause conflict of interest against the Company during the past year.

Remark * Associated person means:

- (1) Spouse or person lives and cohabits together as husband and wife.
- (2) Minor child
- (3) A juristic person in which director, management and person under (1), and (2) collectively hold shares in an amount exceeding 30 percent of the total number of voting rights of such juristic person, and such collective shareholding is the largest proportion in that juristic person.

Qualifications of Independent Director

For agenda on appointment of the Directors, the Company has proposed one Directors to be the Independent Directors, namely Asst. Prof. Dr. Siridech Kumsuprom who are qualified pursuant to the regulations of the Office of Securities and Exchange Commission and pursuant to the qualifications of the Independent Director, specified by the Company and they do not have any other relevant relationship.

Qualifications of Independent Director

1. Holding shares not exceeding 1.00 percent of the total number of voting rights of the Company, its parent company, subsidiary, affiliate, principal shareholder or controlling person of the Company, including the shares held by related persons of such independent director.
2. Neither being nor having been an executive director, employee, staff, or advisor who receives salary, or a controlling person of the Company, its parent company, subsidiary, affiliate, same-level subsidiary, principal shareholder or controlling person of the Company unless the foregoing status has ended not less than two years prior to the date of appointment. However, such prohibited characteristics exclude the case where such Independent Director used to be the government official or the advisor of the government entity who is the major shareholder or the controlling person of the Company.
3. Not being a person related by blood or registration under laws i.e. father, mother, spouse, sibling, and child, including spouse of the children; of other directors, executives, major shareholders, controlling persons, or persons to be nominated as director executive or controlling persons of the Company or its subsidiary.
4. Not having a business relationship with the Company, its parent company, subsidiary, affiliate, major shareholder or controlling person of the Company, in the manner which may interfere with his or her independent judgment, and neither being nor having been a principal shareholder or controlling person of any person having business relationship with the Company, its parent company, subsidiary, affiliate, major shareholder or controlling person of the Company unless the foregoing relationship has ended not less than two years prior to the date of appointment.

The term 'business relationship' aforementioned under paragraph one includes any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or grant or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, including any other similar actions, which result in the Company or its counterparty being subject to indebtedness payable to the other party in the amount of three percent or more of the net tangible assets of the Company or twenty million Baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the calculation method for value of connected transactions under the Notification of the Securities and Exchange Commission concerning rules on connected transactions,

mutatis mutandis. The combination of such indebtedness shall include indebtedness taking place during the course of one year prior to the date on which the business relationship with the person commences;

5. Neither being nor having been an auditor of the Company, its parent company, subsidiary, affiliate, major shareholder or controlling person of True, and not being a principal shareholder or controlling person, or partner of an audit firm which employs auditors of the Company, its parent company, subsidiary, affiliate, major shareholders or controlling person of the Company unless the foregoing relationship has ended not less than two years from the date of appointment.
6. Neither being nor having been any professional advisor including legal advisor or financial advisor who receives an annual service fee exceeding two million Baht from the Company, its parent company, subsidiary, affiliate, major shareholders or controlling person of the Company, and neither being nor having been a principal shareholder, controlling person or partner of the professional advisor unless the foregoing relationship has ended not less than two years from the date of appointment.
7. Not being a director who has been appointed as a representative of the Company's director, major shareholder or shareholders who are related to the major shareholder;
8. Not operate any business which has the same nature as and is in significant competition with the business of the Company or subsidiary, or not being a principal partner in any partnership, or not being an executive director, employee, staff, or advisor who receives salary; or holding shares not exceeding one per cent of the total number of voting rights of any other company operating business which has the same nature as and is in significant competition with the business of True or subsidiary;
9. Not having any characteristics which make him/her incapable of expressing independent opinions with regard to the Company's business affairs;

After having been appointed as independent director with qualifications complying with the criteria under the above (1) to (9), the independent director may be assigned by the Board of Directors to take part in the business decision of the Company, its parent company, subsidiary, affiliate, same-level subsidiary, major shareholder or controlling person of True on the condition that such decision must be a collective one.

Provisions in (2) (4) (5) and (6) above on determination of qualifications of the Independent Director of the Company during the past 2 years before submission the permit application to the Office shall be applied with the permit application submitted to the Office from 1st July 2010 onwards.

In case of any person either having or having had a business relationship or professional service exceeding the amount under the above (4) or (6), such person shall be waived from the prohibition concerning neither having nor having had a business relationship or professional service by the Board of Directors' approval only if True provides the opinion of the Board of Directors which perform duty under Section 89/7 of the

Securities and Exchange Act B.E. 2535 that the appointment of such person does not impact his or her independent judgment and True shall disclose the information required by the Capital Market Supervisory Board in the notice of shareholders' meeting in the agenda for election of such Independent Director.

- a. Business relationship characteristics or provision of professional services which shall make qualification of such person do not comply with the prescribed criteria.
- b. Rationale and necessity to maintain or appoint such person to be the Independent Director.
- c. Opinion of the Board of Directors of the Company on appointment of such person to be the Independent Director.

For benefits of (5) and (6), the term "partner" means the person who is appointed by the audit firm or the professional service provider to be the signatory in the audit report or report on provision of professional service, as the case may be, on behalf of such juristic person.

Relationship Characteristic of the Nominees who have Qualifications of being the Independent Director

Relationship Characteristics	Nominees who have qualifications of being Independent Director
	Asst. Prof. Dr. Siridech Kumsuprom
Ownership in securities issued by the Company - Number of shares held - Ratio of number of shares with voting rights	 No No
Having close relationship with other directors / management / major shareholders / controlling persons / or persons to be nominated as director / management or controlling persons of the Company / its subsidiaries	 No
Having the following relationship with the Company / subsidiary company / associated company or any legal entity that may have the conflict of interests during the past 1 year - Being an executive director, an employee or an advisor who receives regular salary - Providing any professional services (i.e. auditor or legal advisor)	 No No

Profiles of the Nominated Director due to Retire by Rotation Proposed for Re-election

Biodata of the Nominee

Proposed position : Company's Director (Executive Director)

Name-Surname : Miss Chutika Suttikanjanangkul
(Proposed to hold office for another term)



Age : 49 years

Nationality : Thai

First date of holding director position : February 19, 2014

Year of service as director : 10 years 2 months (Since February 19, 2014 - April 2024)

Current positions in the Company : Executive Director
Member of the Risk Management Committee
Member of the Nomination and Remuneration Committee
Member of the Good Corporate Governance and Sustainability Committee
Member of the Executive Committee
Executive Vice President

Securities holding in the Company Self : 3,000,056 shares
(0.54 percent of total shares)

Associated person* : Nil

Family relationship with director and management : Nil

Position held in other business having competing nature with the Company : Nil

Position held in other business that may have a conflict of interest with the Company : Nil

Education • Bachelor Degree, Business Administration, Dhurakij Pundit University

Director accreditation programs: Thai Institute of Directors Association (IOD)

- The Board's Role in Mergers and Acquisitions (BMA), 2022, Class of 2/2022
- Director Certification Program (DCP), 2014, Class of 2014/193
- Advance Audit Committee Program (AAP), 2014, Class of 15/2014
- Role Of The Compensation Committee, 2014, Class of 18/2014
- Risk Management Committee Program, 2014, Class of 4/2014
- Financial Statement for Directors, 2014, Class of 25/2014
- Directors Accreditation Program, 2014, Class of SEC/2014
- Company Secretary Program (CSP), Class of 106/2020

Other trainings/seminars

- Operational Analysis for strategic Management
- Strategic Management Review & Strive
- Business Change in Digital Era, Employers' Confederation of Thailand
- SOAR Analysis for Strategic Management and OKRs & Goal Setting , Mind Tools Co., Ltd.
- The Digital Work Leader
- Woman 's Leadership Forum 2017
- Digital Business Solutions Summit 2020

Working experiences**Positions held in the Company**

- | | |
|-----------------------|---|
| Apr. 2019 - Present | • Executive Vice President |
| Nov. 2018 - Present | • Member of the Good Corporate Governance and Sustainability Committee |
| Feb. 2015 - Present | • Member of the Executive Committee, Member of the Risk Management Committee, Member of the Nomination and Remuneration Committee |
| 2014 - Present | • Director |
| Apr. 2018 – Mar. 2019 | • Executive Vice President for Business Development |
| 2015- Mar. 2018 | • Executive Assistant Officer for Business Development
Executive Assistant Officer for Strategy and Organization Management |
| 2005 – Feb 2015 | • Assistant Managing Director |

Position held in other listed companies : Nil

Positions held in other organizations or non-listed companies:

- | | |
|---------------------|---|
| May 2023 – Present | <ul style="list-style-type: none"> • Director, Terry Perfect Company Limited |
| July 2022 - Present | <ul style="list-style-type: none"> • Director, ETE Management Company Limited • Director, Energy For All Company Limited • Director, ETE Management 1 Company Limited • Director, SYN 168 Company Limited • Director, ETA Entech Company Limited • Director, ETA Professional Company Limited • Director, ETA Woodchip Company Limited • Director, Bio Green Energy 3 Company Limited • Director, ABN Global Power Company Limited |

- Meeting attendance in the past year**
- Board of Directors' Meeting : 5/5 times
 - Risk Management Committee's Meeting : 5/5 times
 - Nomination and Remuneration Committee's Meeting : 2/2 times
 - Good Corporate Governance and Sustainability Committee's Meeting : 2/2 times
 - Shareholders' Meeting : 1/1 time

- Forbidden qualifications:**
- No criminal record offence in crimes against property, which was done in bad faith.
 - Never enter into transaction that may cause conflict of interest against the Company during the past year.

Remark * Associated person means:

- (1) Spouse or person lives and cohabits together as husband and wife.
- (2) Minor child
- (3) A juristic person in which director, management and person under (1), and (2) collectively hold shares in an amount exceeding 30 percent of the total number of voting rights of such juristic person, and such collective shareholding is the largest proportion in that juristic person.

Profiles of the Nominated Director due to Retire by Rotation Proposed for Re-election

Biodata of the Nominee

<p>Proposed position : Company's Director (Executive Director)</p> <p>Name-Surname : Miss Kannatha Tanunvarunkorn (Proposed to hold office for another term)</p> <p>Age : 45 years</p> <p>Nationality : Thai</p> <p>First date of holding director position : February 19, 2014</p> <p>Year of service as a director : 10 years 2 months (Since February 19, 2014 - April 2024)</p> <p>Current positions in the Company : Executive Director Member of the Risk Management Committee Member of the Good Corporate Governance and Sustainability Committee Member of the Executive Committee Director – Business Operation</p> <p>Securities holding in the Company Self : 405,990 shares (0.07 percent of total shares) Associated person* : Nil</p> <p>Family relationship with director and management : Nil</p> <p>Position held in other business having competing nature with the Company : Nil</p> <p>Position held in other business that may have a conflict of interest with the Company : Nil</p> <p>Education • Bachelor of Sciences Program in Education Prince of Songkla University</p>	
---	---

Director accreditation programs: Thai Institute of Directors Association (IOD)

- Director Certification Program (DCP), 2014, Class of 194/2014
- Director Accreditation Program (DAP), 2014, Class of SEC/2014
- Advance Audit Committee Program (AAP), 2014, Class of 15/2014

Other trainings/seminars

- Operational Analysis for Strategic Management
- Strategic Management Review & Strive
- Financial Statement Assessment
- COSO - Enterprise Risk Management (ERM)), Mind Tools Company Limited
- Occupational Health, Safety and Environment Committee, Top Professional and Development Company Limited
- Safety Officer in Management Level, Top Professional and Development Company Limited
- Selling with Attitude, Mind Tools Company Limited
- SOAR Analysis for Strategic Management and OKRs & Goal Setting, Mind Tools Company Limited
- Executive Mini MBA, Class of 17, National Institute of Development Administration (NIDA)
- The Right People Management, 2020, HR The Next Gen
- Feasibility Study, Class of 19, Thammasat University

Working experiences**Positions held in the Company**

- | | |
|--------------------|--|
| May 2023 - Present | • Member of the Good Corporate Governance and Sustainability Committee |
| 2018 - Present | • Member of the Risk Management Committee
• Director – Business Operation |
| 2015 - Present | • Senior Director – Cost Support |
| 2014 - Present | • Director, Member of the Executive Committee |
| 2017 - 2018 | • Director – Strategy and Organization Development |
| 2008 - 2015 | • Manager, Human Resources and Administration |

Position held in other listed companies : Nil

Positions held in other organizations or non-listed companies:

- | | |
|-----------------------|--|
| Mar. 2020 - Aug. 2021 | <ul style="list-style-type: none"> • Director, ETE Management 1 Company Limited • Director, ETA Entech Company Limited • Director, ETA Professional Company Limited • Director, ETA Woodchip Company Limited • Director, ABN Global Power Company Limited |
| Feb. 2020 - Aug. 2021 | <ul style="list-style-type: none"> • Director, Energy For All Company Limited |
| 2013 – Aug. 2021 | <ul style="list-style-type: none"> • Director, ETE Management Company Limited |
| 2013 – Aug. 2021 | <ul style="list-style-type: none"> • Director, SYN 168 Company Limited |

- Meeting attendance in the past year**
- Board of Directors' Meeting : 5/5 times
 - Risk Management Committee's Meeting : 5/5 times
 - Good Corporate Governance and Sustainability Committee's Meeting : 1/1 time
 - Shareholders' Meeting : 1/1 time

- Forbidden qualifications:**
- No criminal record offence in crimes against property, which was done in bad faith.
 - Never enter into transaction that may cause conflict of interest against the Company during the past year.

Remark * Associated person means:

(1) Spouse or person lives and cohabits together as husband and wife.

(2) Minor child

(3) A juristic person in which director, management and person under (1), and (2) collectively hold shares in an amount exceeding 30 percent of the total number of voting rights of such juristic person, and such collective shareholding is the largest proportion in that juristic person.

Details of the Independent Directors whom can be appointed as the proxy during the 2024 Annual General Meeting of Shareholders

1	Dr. Pongsak Semson		
	Age	73 years	
	Address	337/1 Talad Nangleang Alley, Wat Sommanut Sub-district, Pomprab Satrupai District, Bangkok 10100	
	Current positions	Independent Director, Chairman, Chairman of the Audit Committee	
	Year of Service as Director	9 years (First appointment was on February 6, 2015)	
	Shareholding proportion	-None- (as of January 10, 2024)	
	Meeting agenda which has interest	Agenda 6: To consider and approve the remuneration for the Board of Directors and the Sub-Committees for the year 2024	
	Agenda which has special Interest	-None-	
2	ACM Bureerat Ratanavanich		
	Age	75 years	
	Address	388 Soi Sukhumvit 63 (Ekamai), Klongton Nua Sub-district, Wattana District, Bangkok 10110	
	Current positions	Independent Director, Vice Chairman, Member of the Audit Committee, Chairman of the Nomination and Remuneration Committee	
	Year of Service as Director	9 years (First appointment was on February 6, 2015)	
	Shareholding proportion	-None- (as of January 10, 2024)	
	Agenda which has interest	Agenda 6: To consider and approve the remuneration for the Board of Directors and the Sub-Committees for the year 2024	
	Agenda which has special Interest	-None-	
3	Miss Jirayong Anuman-rajadhon		
	Age	55 years	
	Address	1757/88 Phaholyothin Road, Chatuchak Sub-district, Chatuchak District, Bangkok 10900	
	Current positions	Independent Director, Member of the Audit Committee, Member of the Nomination and Remuneration Committee, Member of the Risk Management Committee	
	Year of Service as Director	10 Months (First appointment was on March 1, 2023)	
	Shareholding proportion	-None- (as of January 10, 2024)	
	Agenda which has interest	Agenda 6: To consider and approve the remuneration for the Board of Directors and the Sub-Committees for the year 2024	
	Agenda which has special Interest	-None-	

4 Asst. Prof.Dr. Siridech Kumsuprom

Age 51 years

Address 1/123 Kumpaengpetch 6 Road, Donmuang Sub-district,
Donmuang District, Bangkok 10210

Current positions Independent Director, Chairman of the Risk Management Committee,
Chairman of the Good Corporate Governance and Sustainability Committee

Year of Service as Director 9 years (First appointment was on September 15, 2015)

Shareholding proportion -None- (as of January 10, 2024)

Agenda which has interest Agenda 5: To consider and approve the election of the directors in replacement of those
who are retired by rotation for the year 2024.
Agenda 6: To consider and approve the remuneration for the Board of Directors and the
Sub-Committees for the year 2024

Agenda which has special Interest -None-



**Profiles and Experiences of the Company's Auditors
PricewaterhouseCoopers ABAS Limited (PwC)**

Name - Surname : Miss Nuntika Limviriyalers
C.P.A. (Thailand) No. : 7358
Age : 47 years



Number of years being the Company's auditor: 4 years (2020-2023)

Education:

- Master's Degree in Management, New York Institute of Technology
- Certified Public Accountant in Thailand
- Certified Public Accountant in Thailand (Approved by the Office of SEC)

Experience:

- 2018 - Present Partner, PricewaterhouseCoopers ABAS Limited, Bangkok
- 2014 - 2018 Director, PricewaterhouseCoopers ABAS Limited, Bangkok
- 2000 – 2014 Associate to Senior Manager, PricewaterhouseCoopers ABAS Limited, Bangkok

Relationship or interest with the Company, subsidiaries, executives, major shareholders or those involved with the said person: -None-

**Profiles and Experience of the Company's Auditors
PricewaterhouseCoopers ABAS Limited (PwC)**

Name - Surname : Miss Thitinun Wankaew
C.P.A. (Thailand) No. : 9432
Age : 43 years



Number of years being the Company's auditor: -

Education:

- Master of Business Administration, Chulalongkorn University
- Certified Public Accountant in Thailand
- Certified Public Accountant in Thailand (Approved by the Office of SEC)

Experience:

- 2019 - Present Partner, PricewaterhouseCoopers ABAS Limited, Bangkok
- 2015 – 2019 Director, PricewaterhouseCoopers ABAS Limited, Bangkok
- 2012 – 2015 Associate to Senior Manager, PricewaterhouseCoopers ABAS Limited, Bangkok

Relationship or interest with the Company, subsidiaries, executives, major shareholders or those involved with the said person: -None-

Profiles and Experience of the Company's Auditors
PricewaterhouseCoopers ABAS Limited (PwC)

Name-Surname : Mr. Paiboon Tunkoon

C.P.A. (Thailand) No. : 4298

Age : 55 years

Number of years being the Company's auditor: -

Education:

- Master of Business Administration (MBA), Chulalongkorn University
- PwC Asia Leadership Program, INSEAD Singapore
- OIC Advanced Insurance Institute (Class # 8), Office of Insurance Commission
- Advance Master of Management, NIDA (Class # 1)
- Director Certification Program (IOD) Class 242/2017
- Top Executive Program in Commerce & Trade (TEPCOT#9), Commerce Academy University of Thai Chamber of Commerce -Thai Chamber of Commerce & four ministries
- Executive Development Programme (EDP #10), Thailand Listed Companies Association (TCLA) & The Stock Exchange of Thailand

Experience:

- 2003 - Present Director to Partner PricewaterhouseCoopers ABAS Limited, Bangkok
- 1995 - 2002 Senior Advisor to Assistant Director
PricewaterhouseCoopers ABAS Limited, Bangkok
- 1990 – 1995 Auditor Assistant to Audit Department Manager
PricewaterhouseCoopers ABAS Limited, Bangkok

Relationship or interest with the Company, subsidiaries, executives, major shareholders or those involved with the said person: -None-

Name-Surname : Miss Chalida Kongprajya

C.P.A. (Thailand) No. : 10015

Age : 39 years

Number of years being the Company's auditor: -

Education :

- Master's Degree in Risk Management
The University of Nottingham, United Kingdom
- Bachelor of Accounting (Honor), Thammasat University
- Certified Public Accountant in Thailand

Experience :

- 2023 - Present Partner, PricewaterhouseCoopers ABAS Limited, Bangkok
- 2019 - 2023 Director, PricewaterhouseCoopers ABAS Limited, Bangkok
- 2005 - 2019 Associate to Senior Manager, PricewaterhouseCoopers ABAS Limited, Bangkok

Relationship or interest with the Company, subsidiaries, executives, major shareholders or those involved with the said person: -None-



Audit firm: PricewaterhouseCoopers ABAS Limited (PwC)
Address: 179/74-80, 15th Floor, Bangkok City Tower,
South Sathorn Road, Sathorn, Bangkok 10120
Tel. 0-2844-1000 Fax. 0-2286-5050

Company's Articles of Association concerning Shareholders Meeting

Shareholders' Meeting

Article 35 The Company's shareholders' meeting can be held in area where the Company's head office is located or in nearby provinces or other venues as specified by the Board of Directors.

Article 36 The Board of Directors shall hold the Annual General Meeting of Shareholders within four (4) months from the end of the fiscal year of the Company.

All other shareholders' meetings other than the one specified in the first paragraph are called Extraordinary Meeting. The Board of Directors may summon an Extraordinary Meeting of Shareholders at any time it deems appropriate.

One or more shareholders holding the aggregate number of shares of not less than ten (10) percent of the total number of shares sold may, by subscribing their names, request the Board of Directors in writing to call an extraordinary meeting at any time, but the reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call a meeting of shareholders to be held within forty-five (45) days as from the date of the request in writing from the shareholders is received.

In case the Board of Directors fails to arrange for the meeting within such period specified under the third paragraph, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five (45) days as from the date of expiration of the period under the third paragraph. In such case, the meeting is deemed to be the shareholders' meeting called by the Board of Directors and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and shall provide facilitation, as it is deemed reasonably.

In the case where, at the meeting called by the shareholders under the fourth paragraph, the number of the shareholders presented does not constitute quorum as prescribed by Article 38, the shareholders under the fourth paragraph shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.

Article 37 In calling the shareholder meeting, the Board of Directors shall prepare a written notice calling the meeting specifying the venue, date, time, agenda and the matters to be proposed to the meeting together with appropriate details by indicating clearly whether it is the matter proposed for acknowledgement, for approval, or for consideration, as the case may be, including the opinions of the Board of Directors in the said matters. The said

notice shall be delivered to the shareholders and the Registrar of the public limited company for their information at least seven (7) days prior to the date of the meeting. The notice calling for the meeting shall also be published in a newspaper at least three (3) days for three (3) consecutive days prior to the date of the meeting.

Article 38 In order to constitute a quorum, there shall be shareholders and proxies (if any) attending at a shareholder meeting to a number of not less than twenty-five (25) persons, or not less than one half of the total member of shareholders holding shares in the aggregate of not less than one-third (1/3) of the total number of shares sold.

At any shareholder meeting, if one hour has passed from the time specified for the meeting and the number of shareholders attending the meeting is still inadequate to form a quorum, and if such shareholder meeting was convened at the request of the shareholders, such meeting shall be cancelled. If such meeting was not by the shareholders, the meeting shall be called again and the notice calling such meeting shall be delivered to the shareholders not less than seven (7) days prior to the date of the meeting. In the subsequent meeting, a quorum is not compulsory.

Proxy and Right of the Shareholders

Article 39 At the shareholders' meeting, a shareholder may authorize a person as his proxy to attend the meeting and vote on his behalf. The instrument appointing a proxy shall be made in writing and signed by the proxy holder and it shall be in accordance with the form specified by the Registrar. The proxy shall submit the said instrument to the Chairman of the Board, or to the person designated by the Chairman of the Board, at the meeting venue before entering into the meeting. The proxy form shall at least contain the following particulars:

- a. Number of shares held by proxy holder
- b. Name of proxy holder
- c. Number of meeting authorize the proxy to attend the meeting and cast the vote

Article 40 The shareholders' meeting shall be conducted in the order as arranged in the notice of the meeting unless the meeting resolves to change the order of the agenda with votes not less than two-thirds (2/3) of the number of shareholders present.

Upon concluding the meeting pursuant to the first paragraph, shareholders holding an aggregate number of shares not less than one-third (1/3) of the total number of shares sold may request the meeting to consider other matters in addition to those specified in the notice of the meeting.

In the event that the meeting is unable to conclude the meeting pursuant to the first paragraph or unable to conclude the consideration of additional matters as requested by shareholders pursuant to the second paragraph, as the case may be, and it becomes necessary to postpone the meeting, the meeting shall specify the place, date and time for the subsequent meeting. The Board of Directors shall send a notice of the meeting specifying the place, date, time and agenda of the meeting to the shareholders not less than seven (7) days prior to the date of the meeting. The notice shall be advertised in a newspaper for three (3) consecutive days and not less than three (3) days prior to the date of the meeting.

Article 41 The Chairman of the Board of Directors shall be the Chairman of the shareholders' meeting. In the event that the Chairman is absent or unable to perform his duties, if there exists a Vice-Chairman, he shall preside over the meeting. If there is no Vice Chairman or if there is but he is unable to perform his duty, the shareholders present shall elect one of them to act as chairman of the meeting.

Article 42 During the shareholders' meeting, one share is eligible for one vote.

In case any shareholder has interest in the matter considered, such shareholder will not be entitled to vote in such matter, apart from the vote on election of the director.

Article 43 In a voting for any resolution or approval for any business matter, the resolution of the Shareholder's Meeting shall be adopted by the majority of votes of shareholders present and entitled to vote, except it is specified to be otherwise herein or as per specified by the law. However, in the following cases, resolution shall be adopted by votes of not less than three-fourths (3/4) of the total votes of the shareholders present and entitled to vote:

- a. Sale or transfer of whole or substantial part of business of the Company to other persons.
- b. Acquire or acceptance of transfer of businesses transfer of other public limited companies or other companies to the Company's own.
- c. Entering, amending or terminating the contracts to lease all Company's businesses or some substantial parts; assignment other parties to operate Company's businesses or the amalgamation of the businesses with other persons with the objectives to share profit and loss.
- d. Amendment of the Memorandum of Association or Articles of Association of the Company.
- e. Increase or decrease of the Company's capital.

- f. Issuance of debentures.
- g. Amalgamation or liquidation of the Company.

Directors' Qualifications, Election Procedure and Retire by Rotation of Directors

Article 15 The Company's Board of Directors shall comprise of not less than five (5) Directors. The Board may elect one of the directors to be the Chairman and may elect Vice Chairman and other position as appropriate. At least half of the Directors must reside in the Kingdom of Thailand.

Article 16 Director is not necessary to be the Company's shareholder.

Article 17 The shareholders' meeting shall elect directors in accordance with the following rules and procedures:

- 1) Each shareholder shall be entitled to the number of votes equivalent to the number of share held by him; one share shall have one vote.
- 2) Each shareholder shall elect one or more directors. In the case that a shareholder elects more than one director, the shareholder may exercise all the votes he has, provided that he may not split his votes among any such persons.
- 3) The persons receiving the highest number of votes in respective order shall be appointed directors depending on the requirement of directors set at such time. In the event that a number of persons receives an equal number of votes for the last directorship rendering the number of directors more than is required at such time, the Chairman of the meeting shall have a casting vote.

Article 18 During every annual general meeting of shareholders, at least one-thirds (1/3) of the directors shall retire from office. If number of directors is not a multiple of three, then number of directors closest to one-third (1/3) shall retire from office. The directors who shall retire in the first and the second year following the registration of the Company shall be selected by drawing lot, and for subsequently years, the longest serving directors shall retire. A retired director may be re-appointed.

Directors' Remuneration

Article 34 Gratuity and remuneration of the director shall be as per specified by the shareholders' meeting.

The Directors are entitled to earn remunerations in the form of salary, rewards, meeting allowances, gratuity, bonuses and other benefits as stipulated in the regulations or

considered by the shareholders' meeting. The remunerations may be in fixed amount or based on criteria set in each period with perpetual effectiveness until further notice. In addition, they are also entitled to receive allowances and welfares pursuant to the Company's regulations.

The statement in paragraph one shall not affect the right of a Company's employee elected Board of Director in receiving remunerations or benefits from the Company as a Company's employee.

Payment of remuneration in paragraph one and two shall not against with or contradict with the existence of qualifications of the director on independence as per specified in the law on securities and exchange.

Dividend and Reserve

Article 48 It is prohibited to announce on dividend payment, except it is by the resolution of the shareholders' meeting or resolution of the Board of Director in case of interim payment of dividend.

The shareholders shall be notified in writing of such payment of dividends, and the notice shall also be published in a newspaper for three (3) consecutive days. Payment of dividends shall be made within one (1) month from the date of the resolution of the shareholder meeting, or of the meeting of the Board of Directors, as the case may be.

Article 49 The Board of Directors may pay interim dividend to the shareholders from time to time when they see that the Company has sufficient profit to do so and, after the dividend has been paid, they shall report to the next meeting of shareholders for information.

Article 50 Dividends shall be divided equally in accordance with the number of shares unless it is specified to be otherwise herein in case of preferred shares.

Article 51 The Company must allocate part of the annual net profit as reserve fund in an amount not less than five (5) percent of the annual net profit less the sum of accumulated loss brought forward (if any) until the reserve fund amounts to not less than ten (10) percent of the registered capital.

Apart from the above reserve fund, the Board of Directors may propose to the shareholders' meeting for the reserve fund to be used for operating the Company's business.

With approval of the meeting of shareholders, the Company may transfer other reserve funds, statutory reserve fund and premium on share capital reserve fund, respectively to compensate for the accumulated losses of the Company.

Others

- Article 53 Fiscal year of the Company shall commence on 1st January and end on 31st December of every year.
- Article 54 The Board of Director shall arrange for preparation and preservation of accounting document including the audit correctly as per the law government such matters.
- Article 55 The Board of Directors shall arrange for preparation of balance sheet and profit and loss statement at least once during the twelve-month period which is the fiscal year of the Company.
- Article 56 The Board of Directors shall arrange for preparation of balance sheet and profit and loss statement on the last day of the fiscal year of the Company to be presented to the shareholders at the Annual General Meeting of Shareholders for approval. Such balance sheet and profit and loss statement must be examined by the auditor before presenting to the shareholders meeting.
- Article 57 The Board of Directors must send the following documents to shareholders, together with the notice summoning the Annual General Meeting:
- (1) Copies of the audited balance sheet and profit and loss statement together with the report from the auditor thereon.
 - (2) Annual report of the Board of Directors including document supporting such report.
- Article 58 The Board of Directors shall arrange to have the director registration, record on minutes of the Board of Directors' meeting and the shareholders' meeting and all resolutions of the meeting shall be correctly recorded as evidences. Such evidence shall be kept at the head office of the Company or other person may be designated to keep it in the area which is the location of the head office or nearby provinces, however, it must be firstly notified to the Registrar.
- Article 59 During the annual general meeting of shareholder of every year, the auditor shall be appointed. The retired auditor may be re-appointed.
- Article 60 Remuneration of the auditor shall be determined by the shareholders' meeting.

Article 61 The Company's director, staff, employee or a person holding any position in the Company shall not be appointed as the Company's auditor.

Article 62 The auditor has the duty to attend every shareholders' meeting which considers the balance sheet, profit and loss account, and any problem regarding to Company's accounts in order to clarify the audit to the shareholders. The Company shall also deliver all the reports and documents which the shareholders are entitled to receive for such meeting to the auditor.

**Guidelines for attending the 2024 Annual General Meeting of Shareholders
via electronic media (E-AGM)**

Shareholders or proxies who wish to attend the meeting must submit documents proving their identity as specified to the Company **by April 19, 2024**. The Company shall verify the list of shareholders according to the closing information of the shareholders' register book who have the right to attend the meeting wholly and correctly. After that, the electronic conferencing service provider will send a Link to attend the meeting and the user manual to the E-mail you have sent to inform the Company. The Link will be sent two days in advance of the meeting date.

Requesting to attend the meeting via electronic media

Shareholders wishing to attend the meeting via electronic media must notify their intention to attend the meeting in two ways as follows:

1. Submit your request to attend the meeting by sending information via E-mail or postal mail.
2. Submit your request to attend the meeting by sending information via website or QR Code.

If shareholders wish to notify their intention to attend the meeting via electronic media (E-AGM) by sending information via E-mail or postal:

1. Please fill in the document requesting to attend the meeting via electronic media (E-AGM) (Enclosure No. 8) by specifying your E-mail and your mobile phone number clearly for registering for the meeting.
2. Attach a copy of proof of identity to confirm the right to attend the E-AGM meeting.

2.1 Shareholders who are natural persons:

- If a shareholder wishes to attend the meeting in person via E-Meeting:
 - Attach a copy of a valid government-issued identification document such as an ID card, government ID card, driver's license, or passport. In case of name-surname changes, shareholders are requested to attach supporting evidence.
- If a shareholder appoints another person to attend the meeting on his/her behalf via E-Meeting:
 - The Proxy Form C (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with duty stamp affixed;
 - A copy of the proxy grantor's identity document, such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed certifying the true copy of the proxy.

- A copy of the proxy's identity document, such as an ID card, a government official ID card, passport (In the case of foreigners) that have not expired and signed certifying the true copy of the proxy.

2.2 Shareholders who are juristic persons:

- If the person authorized to sign on behalf of the juristic person (director) wishes to attend the meeting in person via electronic media (E-Meeting)
 - A copy of the shareholder's juristic person registration certificate issued no later than one year before the date of the shareholders' meeting, which is duly certified by the juristic person representative (director) authorized to sign on behalf of the juristic person.
 - A copy of the identity document of the representative of the juristic person (director), such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed to certify the true copy.
- If the proxy is assigned to attend the meeting instead via electronic media (E-Meeting)
 - The Proxy Form C (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with duty stamp affixed;
 - A copy of the shareholder's juristic person registration certificate issued no later than one year before the date of the shareholders' meeting, which is duly certified by the juristic person representative (director) authorized to sign on behalf of the juristic person.
 - A copy of the identity document of the representative of the juristic person (director), such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed to certify the true copy.
 - Copy of the identity document of the proxy as in the case of natural persons as mentioned above.

Suppose the documents or evidence mentioned above are not Thai or English versions. In that case, the shareholders must present an English translation of the document signed to certify the translation by the shareholder or by an authorized signatory to bind that juristic person (in the case of a juristic person).

3. Submit the documents requesting to attend the meeting via electronic media (item 1) and proof of identity together with supporting documents (item 2) by sending to the Company **by April 19, 2024**, via the following channels:

- Via E-mail : cs@eastern-groups.com
- Via postal Service : Office of the Company Secretary, No. 88, Soi Yothin Pattana, Klongchan Sub-district, Bangkapi District, Bangkok 10240

If a shareholder wishes to submit a request to attend the meeting via electronic media (E-AGM) via the website or QR Code

1. Request to attend the meeting via Web Browser: Chrome by going to

Scan QR Code	Go to Link
	https://ete.thekoble.com/agm/emeeting/index/1

2. Fill in the information of shareholders:
 1. Securities holder account number;
 2. Name (do not include a title)
 3. Last Name
 4. ID card number;
 5. Choose to accept the terms and consent to access to personal information;
 6. Press "Confirm"
3. Check the name of the shareholder and the number of shares. If correct, please fill in shareholder information.
 1. Name - Surname (English);
 2. E-mail to receive a link to attend the meeting;
 3. Mobile phone number;

Self-Attending: Shareholder's mobile number.

Proxy: **Proxy's mobile number**. (Used to log in system).
 4. Select the attendance type:
 - i. Attend the meeting in person via E-AGM;
 - ii. Authorize the natural persons to attend the meeting via E-AGM;
 - iii. Assign a proxy to an independent director;
 5. Press "Next"

In the case of shareholders attending the meeting in person:

Prepared shareholders' identification documents

1. Attach a copy of the shareholder's identity document;
2. Attach a copy of other identity documents;
3. Press "Next";
4. The system will display a message "Information received successfully," check the name, surname, and number of shares again;
5. Close window to finish;

In the case of appointing the natural person to attend the meeting via E-AGM:

Prepared shareholders' identification documents

1. Attach a copy of the shareholder's identity document;
2. Attach a copy of other identity documents;
3. Press "Next";
4. Save the proxy's information and attach supporting documents:
 - a. Name-surname of the proxy (Thai language);
 - b. Name-surname of the proxy (English);
 - c. Attach a copy of the proxy's identity document;
 - d. Attach the proxy form with complete information and signature;
5. Press "Next";
6. The system will display a message "Information received successfully," check the name, surname, and number of shares again;
7. Close window to finish;

In the case of appointing a proxy to the Company's Independent Director:

1. Attach a copy of the shareholder's identity document (Like in the case of shareholders attending the meeting in person);
2. Attach the completed and signed proxy form;
3. Press "Next";
4. The system will display a message "Information received successfully," check the name, surname, and number of shares again;
5. Close window to finish;

Remark: The system for receiving the request to attend the meeting will be open for operation from **March 25, 2024 - April 23, 2024** or until the meeting is completed. (The system does not accept information on



Saturdays, Sundays, and public holidays.) For shareholder who wishes to request a proxy form in the document format, please contact the Company Secretary as mentioned in the company's contact channels according to the above details by **April 10, 2024**.

Suppose the documents or evidence mentioned above are not Thai or English versions. In that case, the shareholders must present an English translation of the document signed to certify the translation by the shareholder or by an authorized signatory to bind that juristic person (in the case of a juristic person).

Electronic Meeting Attendance (E-AGM):

1. Once the shareholders or proxies wish to attend the meeting and have been fully verified, you will receive an E-mail from the meeting organizer, a link for attending the meeting, and a system's user manual two days before the meeting date. Please study the manual on how to use the E-AGM meeting system in detail. If you haven't received the E-mail by April 24, 2024, please get in touch with the Company immediately at Tel. No. 02 158 2000 or contact the officer of OJ International Company Limited, the meeting organizer, at Tel. No. 02 079 1811
2. Please prepare the following information for logging in the meeting
Self-Attending: Shareholder Account Number (10 digits Number) and ID Card.
Proxy: Proxy ID Card and Proxy's Mobile Number.
3. Meeting attendance and voting via electronic media can be used with computers / notebooks / tablets and mobile phones via Web Browser: Chrome with 4G internet speed or home internet basic.

Note: In case of meeting via tablet and mobile phone, Zoom Cloud Meeting program must be installed before attending the meeting, which can be downloaded as follows:

IOS system	Android system
	
https://apps.apple.com/th/app/zoom-cloud-meetings/id546505307	https://play.google.com/store/apps/details?id=us.zoom.videomeetings

4. The system will open for meetings 60 minutes before the start of the meeting. However, the live broadcast will only start at the time of the meeting.
5. To log in, attendees must use the information of the shareholder registration number and the shareholder's ID card number.
6. Voting through the E-Voting system, you will be able to vote for each agenda only by voting for agreeing, disagreeing, or abstaining. In case of not voting in any agenda, the system will be deemed to vote as agree immediately (using the vote-counting method by pouring votes towards agreeing).
7. If attendees have any problems or problems in using the E-AGM system, you can contact OJ International Co., Ltd. at the phone number specified in the E-mail that sends you the system's user manual.

***** This E-AGM meeting will be an electronic meeting only and will not be held in a conventional meeting venue; therefore, shareholders are requested not to come to the Company. *****

If a shareholder wishes to appoint the Company's Independent Director as a proxy:

Suppose any shareholders cannot attend the E-AGM meeting in person or cannot appoint other proxies to attend the E-AGM meeting and wish to appoint an independent director as a proxy. In this regard, they can send a proxy form (Enclosure No. 9) specifying the proxy as one of the independent directors as specified by the Company along with supporting documents to the Company by the date **by April 19, 2024** via the following channels:

- Via E-mail : cs@eastern-groups.com
- Via postal Service : Office of the Company Secretary, No. 88, Soi Yothin Pattana, Klongchan Sub-district, Bangkok District, Bangkok 10240

Note: If the shareholders specify their votes in each agenda, the Independent Directors will cast their votes as specified in the proxy form. In which the voting in each agenda, shareholders have the right to vote in agreeing, disagreeing, or abstaining only and cannot divide a partial vote (unless it is a Custodian vote).

Submitting advice or questions related to business, industry, the Company's operating results, or related to any agenda which will be considered at the E-AGM meeting:

If shareholders wish to submit suggestions or questions, they can be done in two ways as follows:

1. Send advice or questions **in advance** to the Company before the meeting date through the following channels:
 - E-mail : cs@eastern-groups.com or ir@eastern-groups.com
 - Telephone : 02 158 2000

- Postal Service : Office of the Company Secretary, No. 88, Soi Yothin Pattana, Klongchan Sub-district, Bangkok District, Bangkok 10240
2. Submit advice or questions **during the meeting** to those attending the E-AGM meeting. The attendee must specify his/her first and last name and state whether his/her is a shareholder attending the meeting himself/herself or a proxy. Before every suggestion or question is submitted, the Company has opened channels for sending advice and questions during the meeting as follows:
- Chat channel for text messages;
 - An audio chat channel where attendees press the raising hand button and turn on the microphone on their device after the operator sends you an invitation to chat. Please turn off the microphone after the conversation is finished every time (For more details, please refer to the user manual sent to the attendees' E-mails).

In this regard, if shareholders have questions about the meeting, they can contact the following staff:

1. Regarding submitting documents confirming identity to attend the shareholders' meeting via E-Meeting, please contact the Company Secretary of the Company for further information via the Company's contact channels as detailed above.
2. Regarding the process of attending the meeting and voting via E-Meeting, in the case of correct and complete identity verification, please contact OJ International Co., Ltd., the meeting organizer, at the phone number specified in the E-mail that sends you the system's user manual.

คู่มือนี้จัดทำโดย บริษัท โอเจ อินเตอร์เนชั่นแนล
ห้ามมิให้นำไปใช้ต่อโดยไม่ได้รับอนุญาต

How to participate in an E-AGM

1. Please submit the form and required document (per an attachment no. #). Once your document is verified. You will receive an email from E-Meeting Service by OJ International Co., Ltd. (e-agm@ojconsultinggroup.com). There is a Link to log – in an E-AGM in this email.
2. Please read an email and check that all information is yours. The link will be valid as the date mention in an email. (You cannot log in before the date / time mentioned in an email.)
3. On the valid date, please click at the link in an email. The web browser will be opened. Please fill shareholder account number (10 digits) and Identification Number (Thai ID Card No.) or Passport Number. Then check at term and condition. Finally, click Register.

E-AGM: ระบบประชุมผู้ถือหุ้นและลงคะแนนผ่านสื่ออิเล็กทรอนิกส์

บริษัท เอบีซีดี จำกัด (มหาชน)
(ABCD PUBLIC COMPANY LIMITED)
การประชุมสามัญผู้ถือหุ้นประจำปี 25XX
(Annual General Meeting of Shareholder in Year 20XX)
วันจันทร์ที่ 00 เมษายน 25XX เวลา 14:00 น.
(Monday, April 00, 20XX at 2.00 p.m.)

กรุณาระบุนามเพื่อลงทะเบียนเข้าร่วมประชุม
(Please provide information for meeting registration)

เลขที่บัญชีผู้ถือหุ้น
(Shareholder Account Number)

เลขที่บัตรประชาชน
(Identification Number/Passport Number)

ผู้ถือหุ้นได้อ่านและตกลงผูกพันตามข้อตกลงและเงื่อนไขในการเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์ รวมถึงให้ความยินยอมเกี่ยวกับข้อมูลส่วนบุคคล แล้ว
(Shareholder has read and accepted the term and condition about attendance of shareholder meetings through E-Meeting and has given consent to use personal information)

ลงทะเบียนเข้าร่วมประชุม

(Register)

คู่มือนี้จัดทำโดย บริษัท โอเจ อินเทอร์เน็ตชั่นแนล
ห้ามมิให้นำไปใช้ต่อโดยไม่ได้รับอนุญาต

4. Review your information (Name and No. of shares) then click at “Confirm to attend the meeting”

E-AGM: ระบบประชุมผู้ถือหุ้นและลงคะแนนผ่านสื่ออิเล็กทรอนิกส์

บริษัท เอบีซีดี จำกัด (มหาชน)
(ABCD PUBLIC COMPANY LIMITED)
การประชุมสามัญผู้ถือหุ้นประจำปี 25XX
(Annual General Meeting of Shareholder in Year 20XX)
วันจันทร์ที่ 00 เมษายน 25XX เวลา 14:00 น.
(Monday, April 00, 20XX at 2.00 p.m.)

ยินดีต้อนรับ นาย โอเจ มีหุ้นเยอะ
(Welcome นาย โอเจ มีหุ้นเยอะ)

ถือหุ้นจำนวน 300,000,000 หุ้น
(No. of shares: 300,000,000 shares)

ยืนยันเข้าร่วมประชุม
(Confirm to attend the meeting)

5. Once you successfully log in, there are 2 main buttons. E-Meeting (blue) and E-Voting (green) as below

E-AGM: ระบบประชุมผู้ถือหุ้นและลงคะแนนผ่านสื่ออิเล็กทรอนิกส์

บริษัท เอบีซีดี จำกัด (มหาชน)
(ABCD PUBLIC COMPANY LIMITED)
การประชุมสามัญผู้ถือหุ้นประจำปี 25XX
(Annual General Meeting of Shareholder in Year 20XX)
วันจันทร์ที่ 00 เมษายน 25XX เวลา 14:00 น.
(Monday, April 00, 20XX at 2.00 p.m.)

ยินดีต้อนรับ นาย โอเจ มีหุ้นเยอะ
(Welcome นาย โอเจ มีหุ้นเยอะ)

ถือหุ้นจำนวน 300,000,000 หุ้น
(No. of shares: 300,000,000 shares)

E-Meeting **E-Voting**

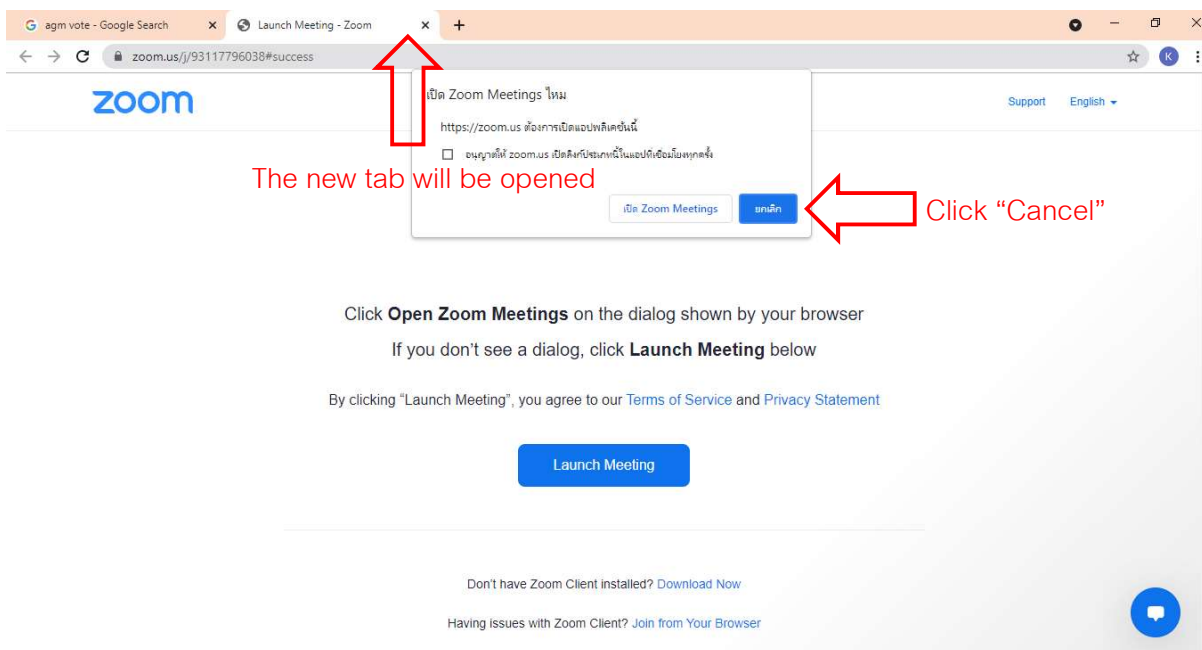
6. Click at “E-Meeting” in order participate Live Meeting by Zoom

7. Click at “E-Voting” to cast your vote.

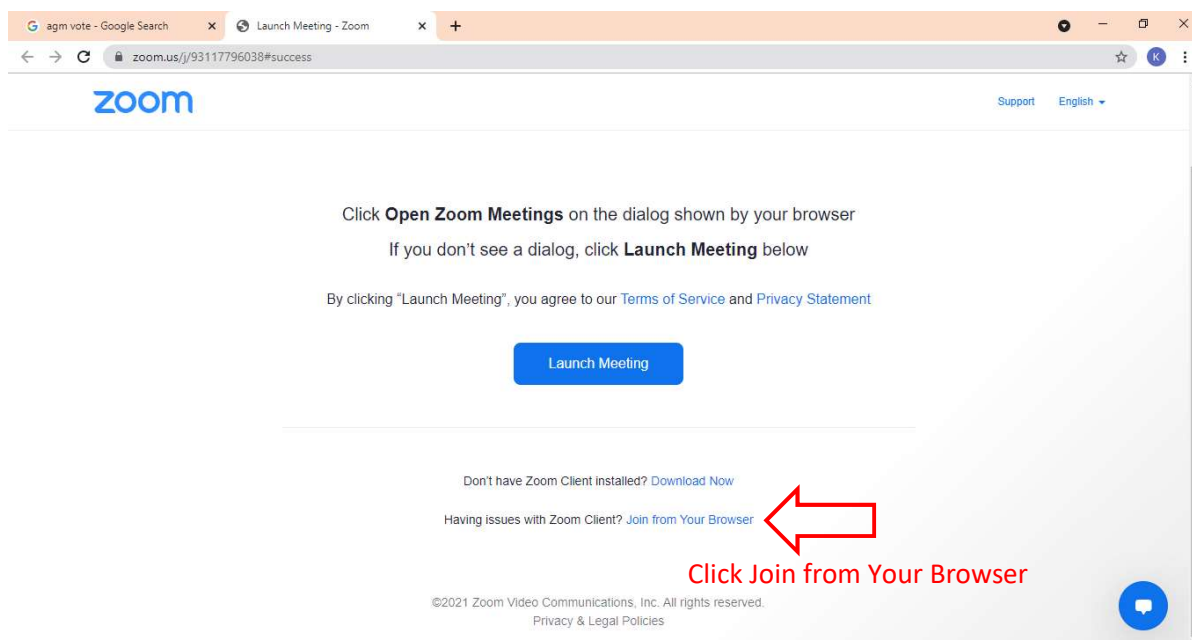
คู่มือนี้จัดทำโดย บริษัท โอเจ อินเทอร์เน็ตชั้นนำ
ห้ามมิให้นำไปใช้ต่อโดยไม่ได้รับอนุญาต

Instruction : E-Meeting

1. Once you click at “E-Meeting”. If you are in Desktop or Laptop, the new tab will be opened as below

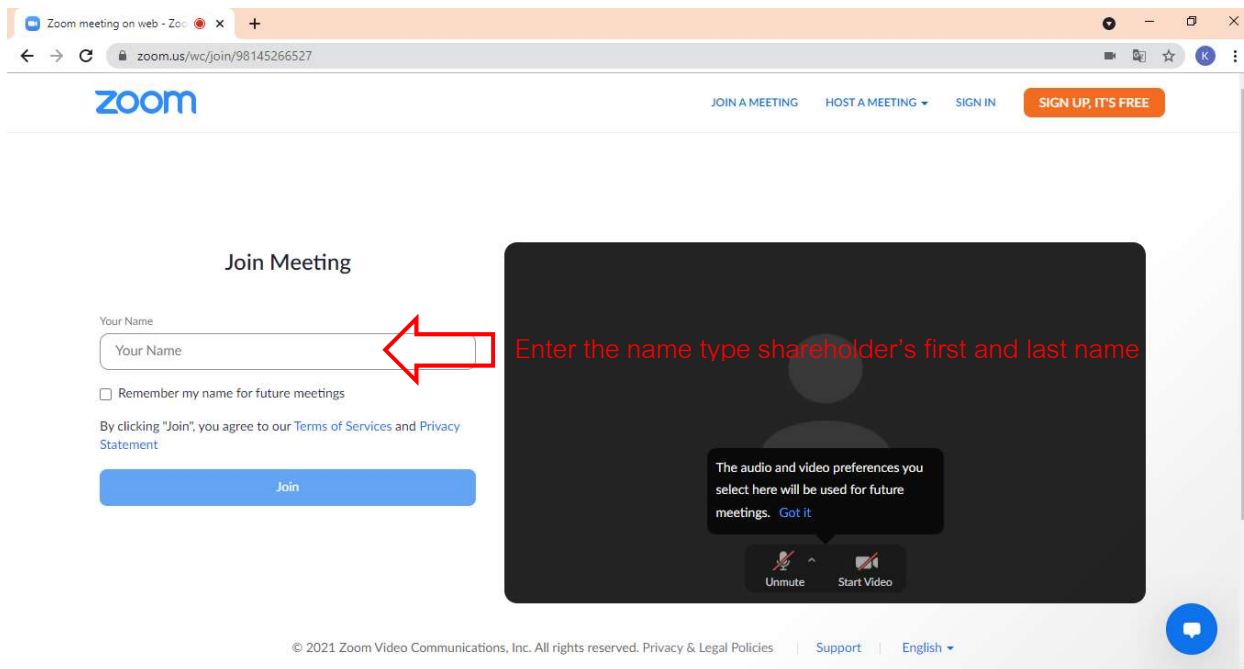


2. If you have Zoom Meeting software, you can use. Or You can click at Cancel then click at “click here” as below

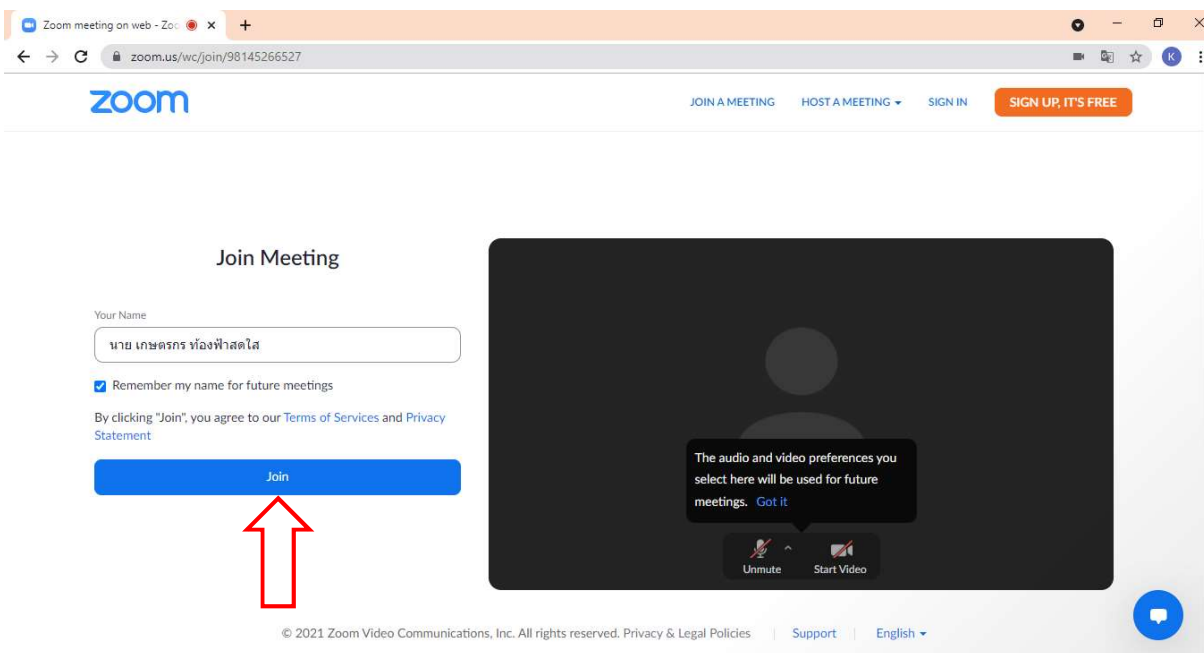


คู่มือนี้จัดทำโดย บริษัท โอเจ อินเทอร์เน็ตชั้นนำ
ห้ามมิให้นำไปใช้ต่อโดยไม่ได้รับอนุญาต

3. Please type shareholder's first and last name in below text box.




4. Click "Join" as below.



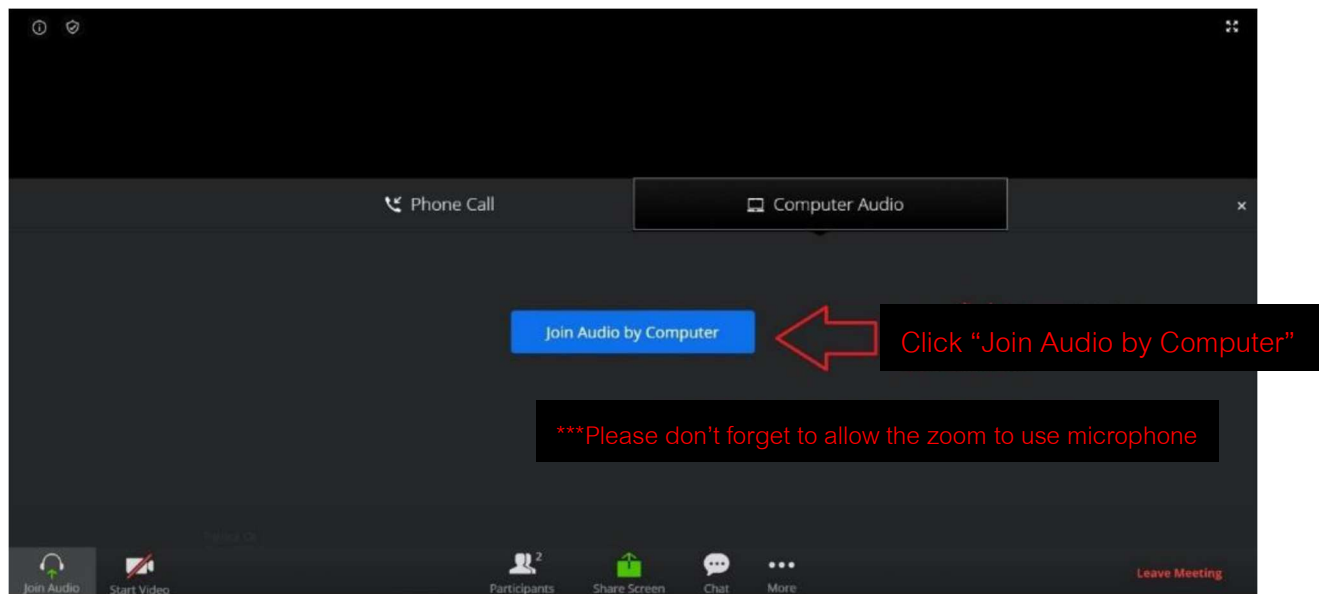
คู่มือนี้จัดทำโดย บริษัท โอเจ อินเทอร์เน็ตชั้นนำ
ห้ามมิให้นำไปใช้ต่อโดยไม่ได้รับอนุญาต

5. Then “Please wait, the meeting host will let you in soon.” Message will be displayed. Please wait until the host verify all information and let you in the meeting.

Please wait, the meeting host will let you in soon. 

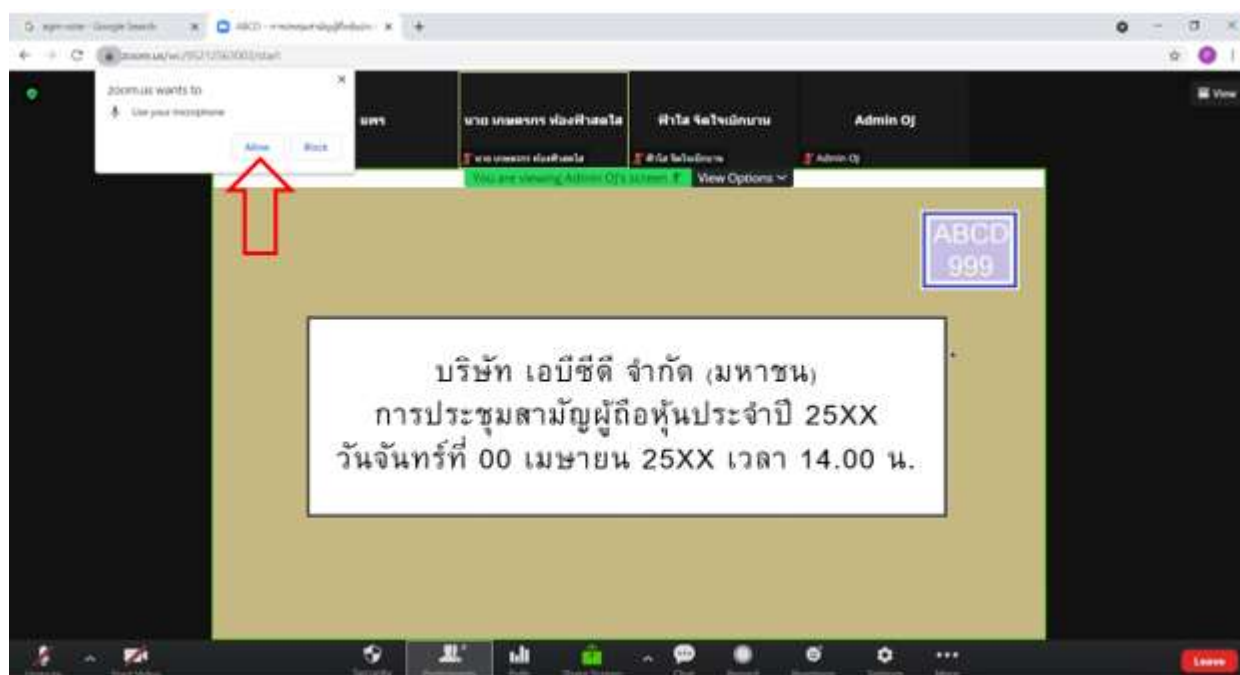
ABCD - การประชุมสามัญผู้ถือหุ้นประจำปี 25xx

6. Once you are in the E-Meeting, please click at Join with Computer Audio to hear Live as below picture. (If you would like to speak, please don't forget to allow the zoom to use microphone)

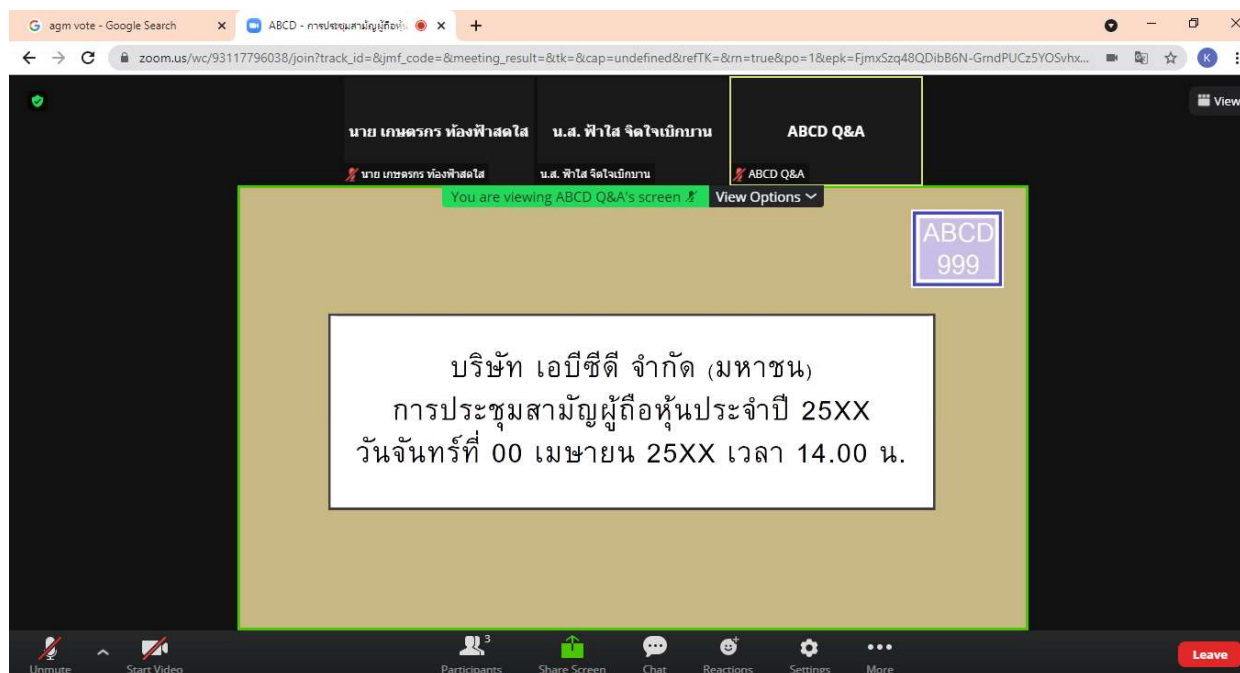


คู่มือนี้จัดทำโดย บริษัท โอเจ อินเทอร์เน็ตชั่นแนล
ห้ามมิให้นำไปใช้ต่อโดยไม่ได้รับอนุญาต

7. Click “Allow”



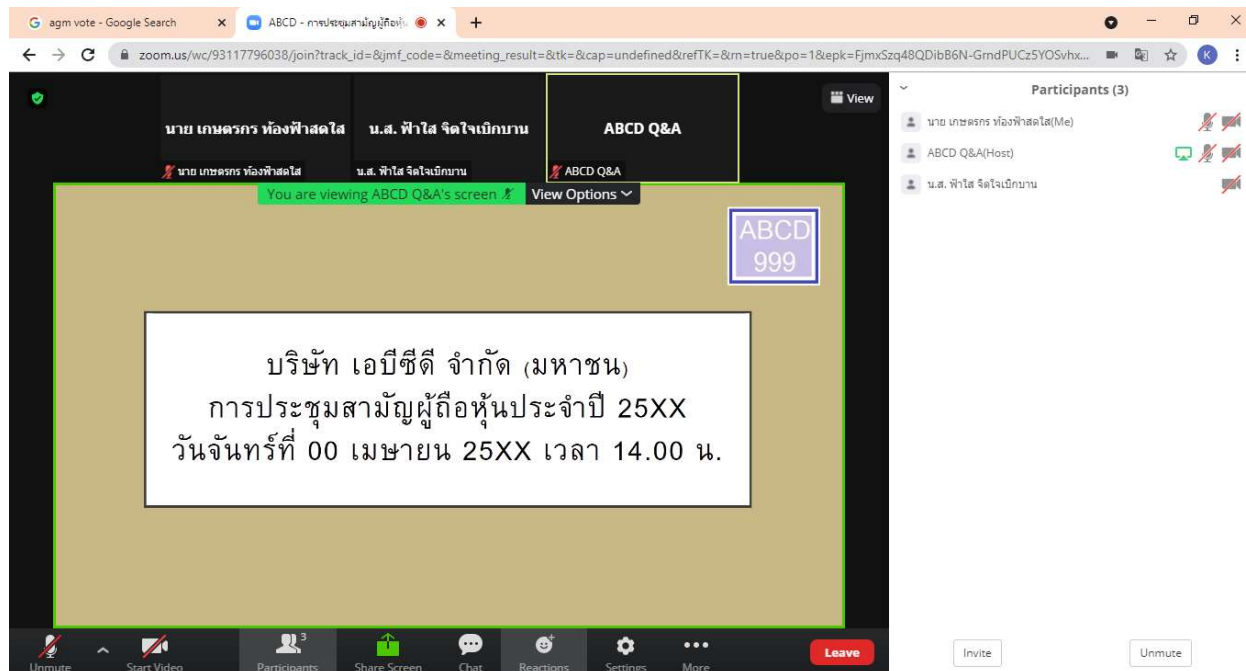
8. Once you successfully join the E-Meeting. You will see all menu as below.



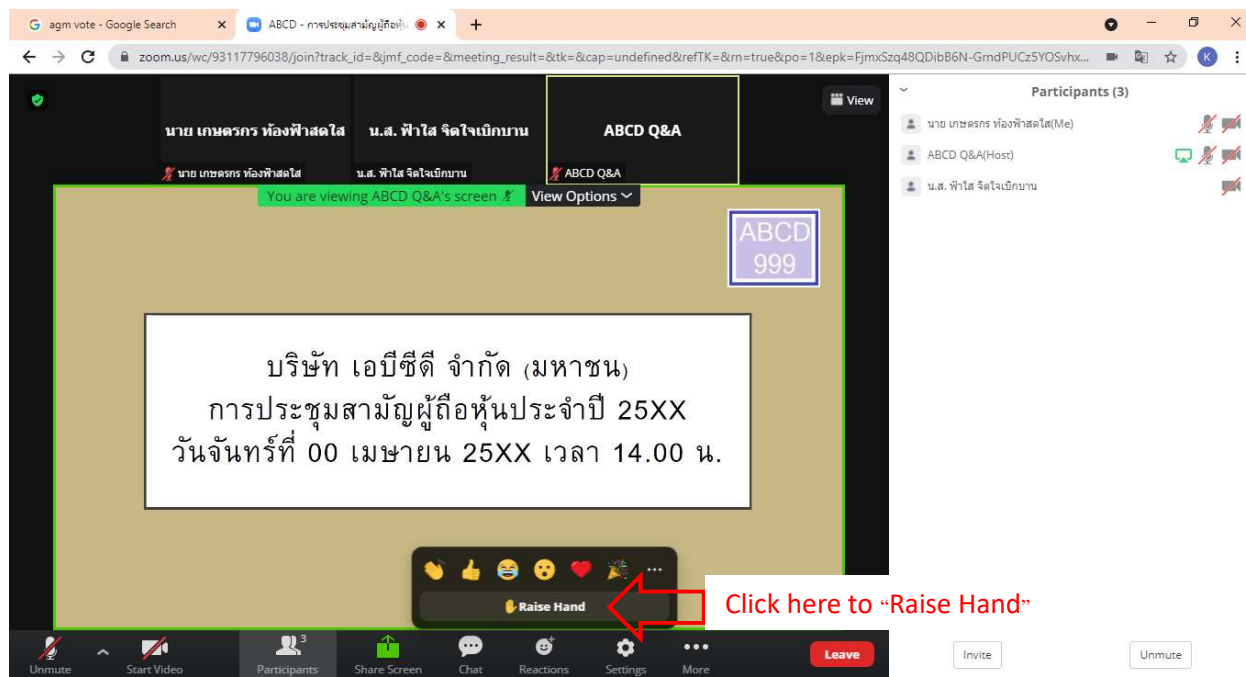
คู่มือนี้จัดทำโดย บริษัท โอเจ อินเทอร์เน็ตชั้นนำ
ห้ามมิให้นำไปใช้ต่อโดยไม่ได้รับอนุญาต

How to ask question by speak through microphone

1. Click at “Reaction” as below

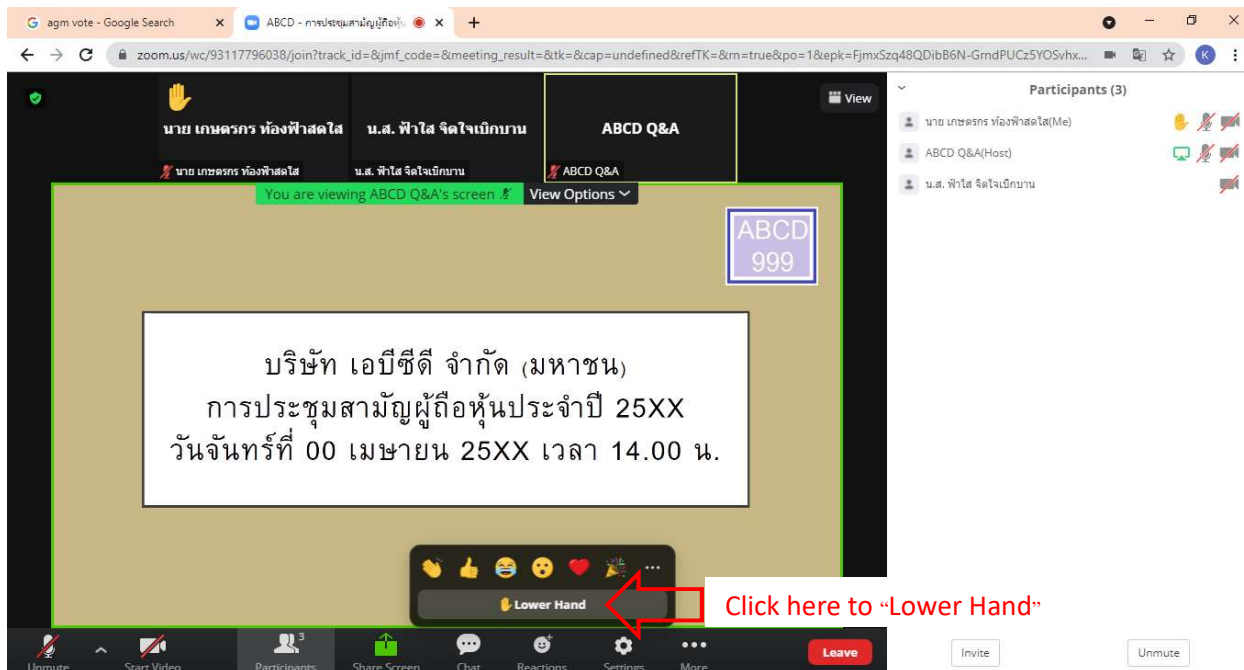


2. Click “Raise Hand” and the sign will be displayed beside your name as below



คู่มือนี้จัดทำโดย บริษัท โอเจ อินเทอร์เน็ตชั่นแนล
ห้ามมิให้นำไปใช้ต่อโดยไม่ได้รับอนุญาต

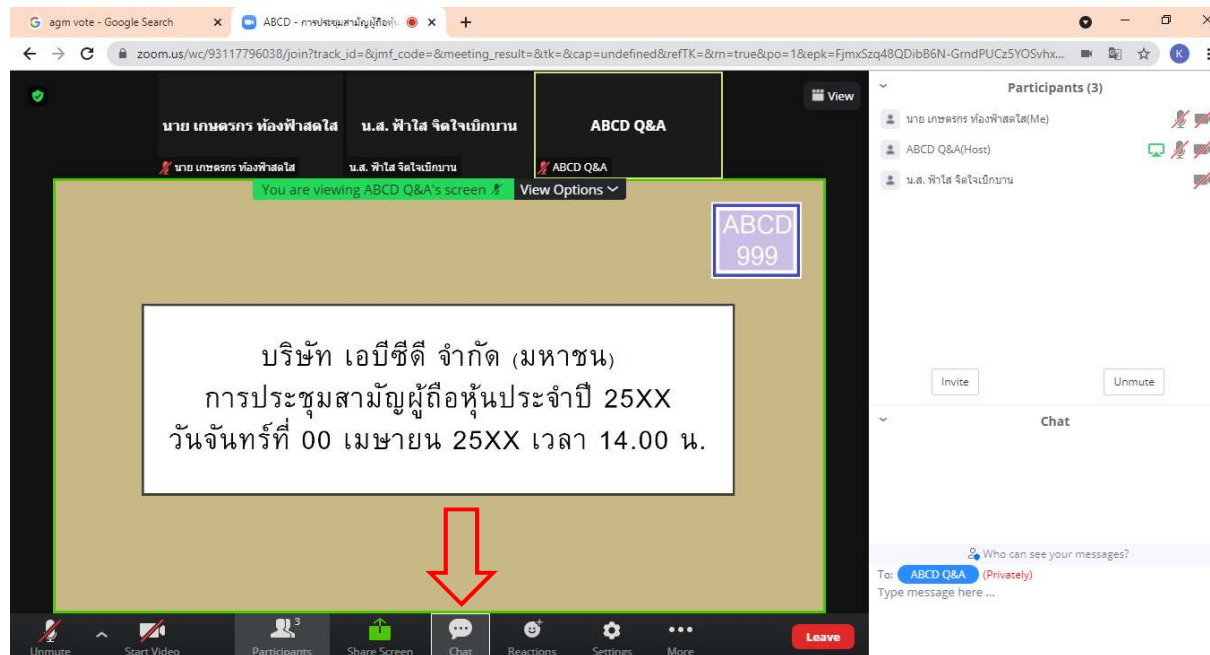
3. Host will allow you to unmute your microphone to ask your question. Please click unmute. Once you finish, please click “Lower Hand”



คู่มือนี้จัดทำโดย บริษัท โอเจ อินเทอร์เน็ตชั้นนำ
ห้ามมิให้นำไปใช้ต่อโดยไม่ได้รับอนุญาต

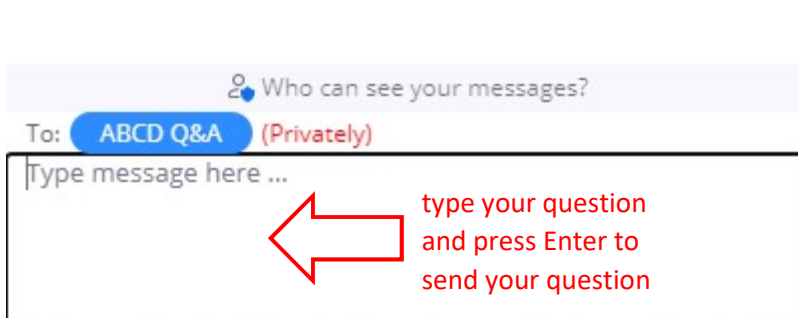
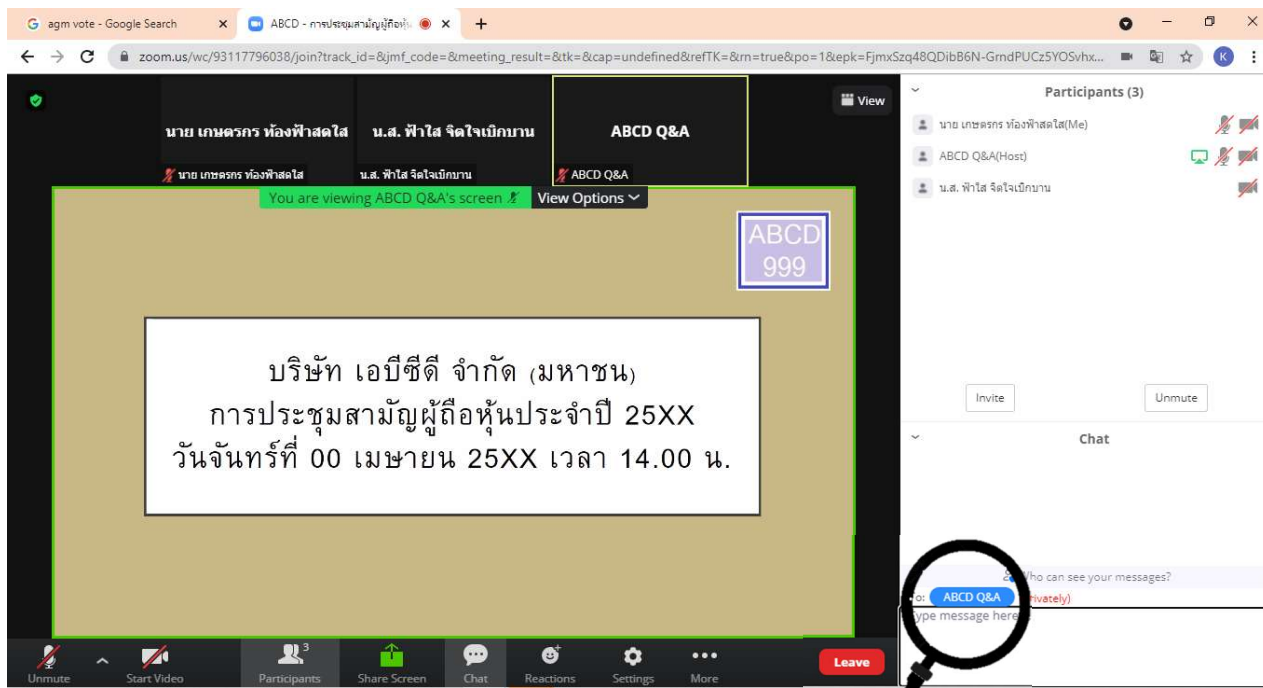
How to ask question by Chat

1. Click at "Chat" as below



คู่มือนี้จัดทำโดย บริษัท โอเจ อินเตอร์เนชั่นแนล
ห้ามมิให้นำไปใช้ต่อโดยไม่ได้รับอนุญาต

2. The text box will displayed as below. To type a message by Chat, you have to select a recipient to send ABCD Q&A question only. If you do not select, your question will not be sent to the company. You can type your question and press Enter to send your question to ABCD Q&A



คู่มือนี้จัดทำโดย บริษัท โอเจ อินเทอร์เน็ตชั้นนำ
ห้ามมิให้นำไปใช้ต่อโดยไม่ได้รับอนุญาต

How to case your vote by E-Voting

1. When you would like to cast your vote, please go to main tab (in Chrome) then click at “E-Voting”. There are 3 options to vote in each agenda (Approve, Disapprove and Abstain)

วาระที่ 1: พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 25XX

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

(Approve)

(Disapprove)

(Abstain)

**วาระที่ 2: พิจารณารับทราบรายงานประจำปีของคณะกรรมการบริษัท เกี่ยวกับ
กิจกรรมของบริษัท**

แจ้งเพื่อทราบ

วาระที่ 3: พิจารณาอนุมัติงบการเงินประจำปี 25XX สิ้นสุด วันที่ XX ธันวาคม 25XX

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

(Approve)

(Disapprove)

(Abstain)

2. Once you cast your vote, there is a pop up for you to make a confirmation. If you would like to change your vote, you can do by do the same. However, you cannot change or vote if the agenda is closed.
3. Once you finish your vote, please switch back to the E-Meeting Tab (Zoom) to resume your meeting.



ใบตอบรับเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์ บริษัท บูรพา เทคนิคอล เอ็นจิเนียริ่ง จำกัด (มหาชน)
Acceptance for the invitation of online meeting of Eastern Technical Engineering Public Company Limited

วันที่.....เดือน.....พ.ศ.....

Date Month Year

- (1) ข้าพเจ้า.....หมายเลขบัตรประชาชน/หนังสือเดินทาง.....

I/We, Identification Card/Passport number

สัญชาติ.....บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

Nationality Residing at No. Road Sub district

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....

District Province Postal Code

- (2) เป็นผู้ถือหุ้นของ บริษัท บูรพา เทคนิคอล เอ็นจิเนียริ่ง จำกัด (มหาชน)

Being a shareholder of Eastern Technical Engineering Public Company Limited

โดยถือหุ้นรวมทั้งสิ้น หุ้น

Holding the total amount of shares

ประสงค์จะร่วมประชุมและลงคะแนนผ่านสื่ออิเล็กทรอนิกส์สำหรับการประชุมสามัญผู้ถือหุ้นประจำปี 2567

I would like to participate the E-AGM for the 2024 Annual General Meeting of Shareholders

เข้าร่วมประชุมด้วยตัวเอง เบอร์โทรศัพท์มือถือ.....(โปรดระบุ)

(Self-Attending) Mobile Number Please fil in the blank.

มอบฉันทะให้ (นาย/นาง/นางสาว).....ได้เข้าร่วมประชุมดังกล่าวข้างต้น

Proxy to attend the meeting.

เบอร์โทรศัพท์มือถือของผู้รับมอบฉันทะ.....(โปรดระบุ เพื่อใช้ในการเข้าระบบ)

Proxy's Mobile Number Please fil in the blank.

- (3) ข้อมูลในการจัดส่ง URL เพื่อเข้าประชุมและวิธีการเข้าร่วมประชุม

Please send the Link to join the meeting by below email

อีเมล.....(โปรดระบุ)

E-Mail Please fil in the blank.

- (4) จัดส่งเอกสารเพื่อยืนยันตัวตน ตามสิ่งที่แนบมาด้วย 7 ข้อปฏิบัติ/วิธีการเข้าร่วมประชุม ภายในวันที่ 19 เมษายน 2567

Please submit the required document per an enclosure no. 7 by **April 19, 2024**

- (5) เมื่อได้รับการยืนยันตัวตน บริษัทจะจัดส่งลิงค์การเข้าร่วมประชุมและวิธีการเข้าร่วมประชุมไปยังอีเมลที่ท่านได้ระบุ

Once you have verified, the company will send the Link to join the meeting via email

- (6) ในวันประชุมผู้ถือหุ้นจะต้องเตรียม เลขบัญชีผู้ถือหุ้น และเลขบัตรประชาชนไว้ สำหรับการเข้าร่วมประชุม

Please prepare your Account Number and your Identification Card Number for log in the meeting.

ลงชื่อ/Signed.....ผู้ถือหุ้น/Shareholder

(.....)

Proxy Form A
(General Form)

Duty Stamp 20 Baht

Written at _____

Date _____ Month _____ Year _____

(1) I/We _____ age _____ years nationality _____ residing at _____ Road _____
Sub-district _____ District _____ Province _____ Postal Code _____

(2) being a shareholder of Eastern Technical Engineering Public Company Limited
Holding the total amount of _____ shares and having the right to vote equal to _____ votes as follows:
Ordinary share _____ shares and having the right to vote equal to _____ shares
Preferred share _____ shares and having the right to vote equal to _____ shares

(3) Hereby appoint 1. _____ Age _____ years
Residing at _____ Road _____ Sub-district _____
District _____ Province _____ Postal Code _____ or

Please mark X in the box of 1 of Proxy Holder only

2. **Mr. Pongsak Semson**, Independent Director, Chairman, Chairman of the Audit Committee, 73 years old
Residing at House No. 337/1 Talad Nangleang Alley, Wat Sommanut Sub-district, Pomprab Satrupai District,
Bangkok 10100, **or**
3. **ACM Bureerat Ratanavanich**, Independent Director, Vice Chairman, Member of the Audit
Committee, Chairman of the Nomination and Remuneration Committee, 75 years old
Residing at House No. 388, Soi Sukhumvit 63 (Ekamai), Klongton Nua Sub-district, Wattana District,
Bangkok 10110, **or**
4. Miss Jirayong Anuman-rajadhon, Independent Director, Member of the Audit Committee, Member of
the Nomination and Remuneration Committee, Member of the Risk Management Committee
55 years old, Residing at House No. 1757/88 Phaholyothin Road, Chatuchak Sub-district, Chatuchak
District, Bangkok 10900, **or**
5. **Mr. Siridech Kumsuprom** Independent Director, Chairman of the Risk Management Committee,
Chairman of the Good Corporate Governance and Sustainability Committee, 51 years old
Residing at House No. 1/123 Kumpaengpetch 6 Road, Donmuang Sub-district, Donmuang District,
Bangkok 10210

Anyone of the above as my/our proxy holder to attend and vote at the 2024 Annual General Meeting of the Shareholders to be held on Thursday, April 25, 2024 at 10.00 a.m. via electronic media (E-AGM) format only, or any adjournment at any date, time and place thereof.

Any act performed by the proxy holder at said meeting shall be deemed as having been performed by myself/ourselves in all respects.

Signed _____ Grantor

(_____)

Signed _____ Proxy Holder

(_____)

Signed _____ Proxy Holder

(_____)

Signed _____ Proxy Holder

(_____)

Remark: The shareholder shall authorize only one proxy holder to attend and vote at the meeting and shall not split the number of shares to several proxy holders for splitting votes.

Proxy Form B
(Proxy Form Containing Specific Details)

Duty Stamp 20 Baht

Written at _____

Date _____ Month _____ Year _____

(1) I/We _____ age _____ years nationality _____ residing at _____ Road _____
Sub-district _____ District _____ Province _____ Postal Code _____

(2) being a shareholder of **Eastern Technical Engineering** Public Company Limited

Holding the total amount of _____ shares and having the right to vote equal to _____ votes as follows:

Ordinary share _____ shares and having the right to vote equal to _____ shares

Preferred share _____ shares and having the right to vote equal to _____ shares

(3) Hereby appoint 1. _____ age _____ years

Residing at _____ Road _____ Sub-district _____

District _____ Province _____ Postal Code _____ or

Please mark X in the box of 1 of Proxy Holder only

2. Mr. Pongsak Semson, Independent Director, Chairman, Chairman of the Audit Committee, 73 years
Residing at House No. 337/1 Talad Nangleang Alley, Wat Sommanut Sub-district, Pomprab
Satrupai District, Bangkok 10100, **or**

3. ACM Bureerat Ratanavanich, Independent Director, Vice Chairman, Member of the Audit
Committee, Chairman of the Nomination and Remuneration Committee, 75 years old
Residing at House No. 388, Soi Sukhumvit 63 (Ekamai), Klongton Nua Sub-district, Wattana District,
Bangkok 10110, **or**

4. Miss Jirayong Anuman-rajadhon, Independent Director, Member of the Audit Committee,
Member of the Nomination and Remuneration Committee, Member of the Risk Management Committee,
55 years old Residing at House No.1757/88 Phaholyothin Road, Chatuchak Sub-district, Chatuchak District,
Bangkok 10900, **or**

5. Mr. Siridech Kumsuprom, Independent Director, Chairman of the Risk Management
Committee, Chairman of Good Corporate Governance and Sustainability Committee, 51 years old
Residing at House No. 1/123 Kumpaengpetch 6 Road, Donmuang Sub-district, Donmuang District,
Bangkok 10210

Anyone of the above as my/our proxy holder to attend and vote at the 2024 Annual General Meeting of the Shareholders to be held on Thursday, April 25, 2024 at 10.00 a.m. via electronic media (E-AGM) format only, or any adjournment at any date, time and place thereof.

(4) In this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

Agenda 1: To consider and adopt the Minutes of the 2023 Annual General Meeting of Shareholders.

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

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

Approve

Disapprove

Abstain

Agenda 2: To acknowledge the report on the operating results of the Company for the year 2023.

This agenda is for acknowledgement, so the shareholders' votes are not required.

Agenda 3: To consider and approve the Company's Financial Statements for the year 2023 ended December 31, 2023.

- (a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects
- (b) To grant my/our proxy holder to vote at my/our desire as follows:
- Approve Disapprove Abstain

Agenda 4: To consider and approve the allocation of net profit for the year 2023 and dividend payment.

- (a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects
- (b) To grant my/our proxy holder to vote at my/our desire as follows:
- Approve Disapprove Abstain

Agenda 5: To consider and approve the election of the directors in replacement of those who are retired by rotation for the year 2024.

- (a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects
- (b) To grant my/our proxy holder to vote at my/our desire as follows:
- Vote for all directors as a whole
- Approve Disapprove Abstain

Vote for an individual director

(1) Director's Name: Asst. Prof. Dr. Siridech Kumsuprom

- Approve Disapprove Abstain

(2) Director's Name: Miss Chutika Suttikanjanangkul

- Approve Disapprove Abstain

(3) Director's Name: Miss Kannatha Tanunvarunkorn

- Approve Disapprove Abstain

Agenda 6: To consider and approve the remuneration for the Board of Directors and the Sub-Committees for the year 2024.

- (a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects
- (b) To grant my/our proxy holder to vote at my/our desire as follows:
- Approve Disapprove Abstain

Agenda 7: To consider and approve the appointment of the external auditor and determination of the auditing fee for the year 2024.

- (a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects
- (b) To grant my/our proxy holder to vote at my/our desire as follows:
- Approve Disapprove Abstain

Agenda 8: To consider other matters (if any).

- (a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects
- (b) To grant my/our proxy holder to vote at my/our desire as follows:
- Approve Disapprove Abstain

(5) Voting of proxy holder in any agenda that is not as specified in this proxy shall be considered as invalid and not be my voting as a shareholder.

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

Any act performed by the proxy holder at said meeting shall be deemed as having been performed by myself/ourselves in all respects.

Signed _____ Grantor
(_____)

Signed _____ Proxy Holder
(_____)

Signed _____ Proxy Holder
(_____)

Signed _____ Proxy Holder
(_____)

Remark:

The shareholder shall authorize only one proxy holder to attend and vote at the meeting and shall not split the number of shares to several proxy holders for splitting votes.

Supplemental Proxy Form B

This supplemental Proxy is granted by a shareholder of Eastern Technical Engineering Public Company Limited

For the 2024 Annual General Meeting of the Shareholders to be held on Thursday, April 25, 2024 at 10.00 a.m. via electronic media (E-AGM) format only, or any adjournment at any date, time and place thereof.

Agenda No. _____ Re: _____

- (a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects
- (b) To grant my/our proxy holder to vote at my/our desire as follows:
 - Approve
 - Disapprove
 - Abstain

Agenda No. _____ Re: _____

- (a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects
- (b) To grant my/our proxy holder to vote at my/our desire as follows:
 - Approve
 - Disapprove
 - Abstain

Agenda Item No. _____ Re: To consider and approve the re-election of directors who are due to retire by rotation (continued)

- (a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects
- (b) To grant my/our proxy holder to vote at my/our desire as follows:
 - Vote for all directors as a whole
 - Approve
 - Disapprove
 - Abstain
 - Vote for an individual director

The Director's Name: _____

- Approve
- Disapprove
- Abstain

The Director's Name: _____

- Approve
- Disapprove
- Abstain

The Director's Name: _____

- Approve
- Disapprove
- Abstain

The Director's Name: _____

- Approve
- Disapprove
- Abstain

PRIVACY NOTICE FOR THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Eastern Technical Engineering Public Limited Company (“the Company”) respects the privacy rights and places importance on protection of Personal Data which is relevant to or has transaction with the Company to ensure you that your Personal Data obtained by the Company will be used pursuant to the specified objectives and in compliance with the Personal Data Protection Act B.E. 2562. Thus, for the 2024 Annual General Meeting of Shareholders, the Company would like to notify information for your acknowledgement as follows:

1. Collected Personal Data

It is necessary for the Company to collect your Personal Data for legitimate interest on arrangement of the 2024 Annual General Meeting of Shareholder and attending in the meeting by the shareholders, such as, name, surname, address, telephone number, facsimile number, identification card number or passport number, bank account, email address, shareholder’s registration number or information relevant to securities including electronic traffic data in case of arrangement of meeting via electronic media. In addition, the Company will record and broadcast video and audio of this meeting for legitimate interest and benefits of the shareholders.

2. Source of Personal Data Collected by the Company

The Company will collect Personal Data which is directly provided by the Data Subject and will gather from other sources, such as the securities registrar or Thailand Securities Depository Company Limited (TSD), the Company’s securities registrar.

3. Purposes on Collecting and Possessing of Personal Data

The Company will collect, use, and disclose your Personal Data for the purpose on convening and arranging the 2024 Annual General Meeting of Shareholders as per required by the law. In addition, the Company will collect, use, and disclose your Personal Data and Personal Data of the person you mentioned, such as, the person who has been nominated to be elected as the company director pursuant to the authorization granted by the Personal Data Protection Act B.E. 2562 on collection without requiring to have consent for legitimate interest of the Company or other person or juristic person or for compliance with the law by the Company.

4. Disclosure of Personal Data

The Company may be necessary to disclose Personal Data of the Data Subjects to other person or juristic person including any other relevant agencies in accordance with the law and the specified corporate governance principle for benefit on operations of the Company and for provision of services to the Data Subject as per purposes specified in this Notice.

With regards to disclosure of the Personal Data to those persons, the Company will arrange the suitable measures to make those persons keep confidence of Personal Data and will not use it for other purposes apart from the scopes specified by the Company.

5. Retention Period and Personal Data Security Measures

The Company has the appropriate Personal Data security measures and will retain your Personal Data during the period necessary for usage of such data for the purpose notified to the Data Subject of Personal Data only. After these periods elapse, the Company will either destroy or anonymize such personal data.

6. Rights of the Data Subject

- Right to access to and obtain copy of Personal Data, or right to ask for disclosure on acquisition of Personal Data for which consent has not been given (Right to Access).
- Right to object the collection, use, or disclosure of Personal Data (Right to Object).
- Right to request to erase or destroy, or anonymize Personal Data to become anonymous data which cannot identify the Data Subject (Right to Erasure).
- Right to request to restrict the use of Personal Data (Right to Restriction of Processing).
- Right to withdraw consent for processing Personal Data which has already given consent (Right to Withdraw Consent). However, the withdrawal of consent will not affect the collection, use, or disclosure of Personal Data that the Data Subject has already given consent.
- Right to rectify the incorrect or incomplete Personal Data (Right to Rectification).
- Right to transfer Personal Data (Right to Data Portability).

7. Contact Channels

Data Protection Officer (DPO)

Tel. No. 063 956 9780

Email: pdpa.ete@eastern-groups.com

Address:

Address: Eastern Technical Engineering Public Company Limited

Bangkok Office, Located at No. 88, Soi Yothin Pattana,

Khlongchan Sub-district, Bangkok District, Bangkok 10240

Tel. No. 02 158 2000 Fax. No. 02 158 6148



BANGKOK Office

สำนักงานกรุงเทพฯ

88 ซอยโยธินพัฒนา แขวงคลองจั่น เขตบางกะปิ
กรุงเทพมหานคร 10240
โทรศัพท์ 02-158 2000 โทรสาร 02-158 6148

88 Soi Yothinpattana ,Klong Chan
Bangkapi, Bangkok, Thailand 10240
TEL. 02-158 2000 FAX. 02-158 6148

SURAT THANI Office

สำนักงานสุราษฎร์ธานี

59/21-22 หมู่ที่ 1 ถนนเลี้ยวเมือง ตำบลบางกุ้ง
อำเภอเมืองสุราษฎร์ธานี จังหวัดสุราษฎร์ธานี 84000
โทรศัพท์ 077-295316-8 โทรสาร 077-295320

59/21-22 Moo 1 Leangmuang Rd., Bangkung,
Muang, Suratthani Thailand 84000
TEL. 077-295316-8 FAX. 077-295320



ONE REPORT 2023



SUSTAINABILITY REPORT 2023



WWW.EASTERN-GROUPS.COM