



Invitation to the Annual General Meeting
of Shareholders for the year 2025

SPCG Public Company Limited

On Friday, April 18, 2025 at 14.00 hrs.

Through electronic meetings (E-AGM) only.

Under the laws and other related laws and regulations.

Guidelines for meetings

1. Shareholders wishing to attend the meeting, please proceed according to the rules for attending the Annual General Meeting of Shareholders for the year 2025 through electronic meetings (E-AGM) (according to Attachment 12)
2. The electronic meetings (E-AGM) will be open to the system on Friday, April 18, 2025 at 12:00 hrs. (2 hours before the meeting).
3. The Company will only conduct the meeting through electronic meetings (E-AGM) only without providing a meeting place for shareholders.



Privacy Notice for Annual General Meeting of Shareholders for the year 2025

SPCG Public Company Limited (“**the Company**”) greatly aware of the personal data protection of shareholders' personal information proxy and/or any other person who attended the shareholders' meeting. Therefore, we would like to inform the following information to the shareholders in accordance with the Privacy Data Protection Act B.E. 2562 (2019).

1. Personal Data to be collected

The Company is required to collect your personal data as you have informed the Company, including name, surname, address, telephone number, photograph, identification card, Securities registration numbers, information about the use of electronic systems, such as e-mail, IP addresses, etc.

In case of the proxy, the Company is required to request for the shareholder's identification card, which may contain religious information, which is deemed as sensitive personal data, appearing on the card. As the Company does not intend to collect such information, the data subject can redact such information.

The Company will record and broadcast video and audio during the meeting for the legitimate interest and the benefits of the shareholders.

2. Personal Data Collection and Disclosure of Personal Data with Other Persons or Other Agencies

The personal data will be collected directly from the data subject and will be proceeded as necessary in accordance with the expressly stated objectives. The Company may also collect personal data obtained from other sources, such as Securities Registrar or Thailand Securities Depository Company Limited (TSD) only if it is necessary and by methods specified by laws.

Including the Company may have a need to disclose personal data to other people or legal entities or government agencies which works together with the company to carry out the purposes specified in this notice as necessary, such as providing document delivery and printing services. Technology system providers, regulatory agencies, government agencies or according to the order of an official with legal authority, etc.

3. Objectives of Personal Data Collection, Usage, and Disclosure

The Company will collect, use, and disclose your personal data under the purposes as following:

- 3.1 Calling the Annual General Meeting of Shareholders for the year 2025 including organizing the Annual General Meeting of Shareholders as stipulated by law.
- 3.2 Submit the Annual Report (Form 56-1 One Report 2024) and/or the Financial Report to the Shareholders as informed.



The Company will also collect, use, and disclose your personal data and your reference person's personal data in accordance with the Personal Data Protection Act B.E. 2562 (2019), authorizing the Company to collect such data without obtaining any consent for the purposes of the legitimate interests of the Company, other persons, or other juristic persons, or for the compliance with applicable laws.

4. Duration of Personal Data Retention

The Company will retain personal data of shareholders, Proxy and/or any other person who has attended the shareholder meeting for as long as the information is required to meet the above objectives. And the disclosure of such personal data will be for the purposes specified in this notice.

5. Your Rights as Personal Data Subject

As the personal data subject, you have the rights set forth in the Personal Data Protection Act B.E. 2562 (2019), which may include the right to withdraw consent, the right to audit, the right to request for accessing to and receiving personal data, the right to request correction of personal data to be accurate and up to date, the right to request deletion or destruction of personal data, the right request to suspend use of personal data, the right to request transfer of personal data in accordance with the law, the right to complain, and the right to object to the collection, usage, or disclosure of your personal data.

However, if the personal data subject does not provide the information to the company that required for the purposes stated in this document. the personal data subject may be restricted from the meeting of shareholders or requesting related documents, etc.

6. Contact

If you have any query or require more information regarding the personal data protection, please contact via : Personal Data Protection Committee of SPCG Public Company Limited, No. 1, Capital Work Place Building, 10th Floor, Soi Jamjan, Khlong Tan Nuea Subdistrict, Watthana District, Bangkok 10110 Tel: +66 2011 8111 or Email: dpo@spcg.co.th



No. CEO-134/2025

March 17th, 2025

Subject: Invitation to the Annual General Meeting of Shareholders for the year 2025.

Attention: Shareholders

- Enclosures:
1. For Agenda 1 Copy of the minutes of the Annual General Meeting of Shareholders for the year 2024
 2. For Agenda 2 and 3 Form 56-1 One Report 2024 in QR Code (download from the meeting notice form)
 3. For Agenda 4 Dividend Policy
 4. For Agenda 7 Profiles and relevant information of the nominated persons to be directors
 5. For Agenda 8 Profiles of the nominated auditors to be elected as auditor for the year 2025
 6. Proxy Form A. Form B. and Form C. (Recommend to use Form B.)
 7. The information of Independent Director (Proxy for Shareholders)
 8. The Articles of Association, concerning to the Shareholders' Meeting.
 9. Using of QR Code for Downloading the Form 56-1 One Report 2024.
 10. Request form for the Form 56-1 One Report 2024 (Book)
 11. Form to submit question in advance for the Annual General Meeting of Shareholders for the year 2025.
 12. Guidelines for attending the Annual General Meeting of Shareholders for the year 2025, through electronic meetings (E-AGM).

The Board of Directors of SPCG Public Company Limite (the "Company") No. 1/2025 held on Friday, February 21, 2025 has passed the resolution to call the Annual General Meeting of Shareholders for the year 2025 on Friday, April 18, 2025 at 14.00 hrs. Through electronic meetings (E-AGM) only, under the laws and other related laws and regulations. The agendas of the meeting are as follows:



Agenda 1: To consider and acknowledge the minutes of the Annual General Meeting of Shareholders for the year 2024 held on Friday, April 19, 2024.

Fact and Rationale: The Annual General Meeting of Shareholders for the year 2024 held on Friday, April 19, 2024. The meeting minutes were prepared and submitted to the relevant government agencies within the time prescribed by law, and publicized on the Company's website (www.spcg.co.th), the details as per the Enclosure 1.

Board of Directors' Opinion: The Meeting should acknowledge the minutes of the Annual General Meeting of Shareholders for the year 2024 held on Friday, April 19, 2024.

Required Votes: This agenda item is only for acknowledgement; therefore, no voting is required.

Agenda 2: To consider and acknowledge the Report of the Board of Directors of the Company's operating performances for the year 2024.

Fact and Rationale: In the year 2024, the company has significant changes which affects the company operation. It can be summarized as follows:

- **Business operations**

At present, the Company has 36 solar farm projects spreading in 10 provinces, including Nakhon Ratchasima, Khon Kaen, Sakon Nakhon, Nong Khai, Udon Thani, Nakhon Phanom, Loei, Surin, Buriram and Lopburi with a total production capacity of over 260 Megawatt. Started the first commercial operation date in the year 2010 at Solar Farm (Korat 1) and completed commercial operation date for all 36 projects in the year 2014. As in the year 2024 all 36 solar farm projects able to generate up to 372.5 million units of electricity.

The company has invested in solar farm projects for use in new urban areas Eastern Economic Corridor Special Development Zone (EEC) with a total installed capacity of not less than 500 Megawatt with an investment value of not more than 23,000 million baht through SET ENERGY Co., Ltd. (SET ENERGY). Currently has registered capital 3,445,350,000 baht, in which the Company holds 75 percent of the shares together with PEA ENCOM International Company Limited (PEA ENCOM), the first subsidiary of the Provincial Electricity Authority (PEA), which holds 25 percent of the shares. SET ENERGY has signed a power purchase agreement with PEA ENCOM on November 26, 2020. The objective of the investment in the said project is to drive the EEC area into a low carbon society, a clean energy city. And environmentally friendly consistent with Sustainable Development Goals (SDGs), including helping to strengthen energy security. Supporting the long-term economic drive of the country, as well as help increase the Company's earning potential and cash flow.



In addition, the company has expanded business opportunities by investing in solar farm abroad to increase opportunities for the Company's growth as follows:

- Tottori Yonago Mega Solar Farm Project

SPCG shared investment with Kyocera Corporation (Kyocera), Japan and Tokyo Century Leasing Corporation (TCL) with a total installed capacity of 30 Megawatt at Tottori city, Japan. The project information is summarized as follows.

SPCG investment proportion	79.10%
Power Purchase Rate (FiT)	36 Yen per Unit
Power Purchase Period	20 Years
Electricity Purchaser	Chugoku Electric Power Co., Ltd.
Commercial Operation Date (COD)	April 27, 2018
Dividend Yield	Year 2018 = 1.64%
	Year 2019 = 5.74%
	Year 2020 = 6.15%
	Year 2021 = 6.19%
	Year 2022 = 5.67%
	Year 2023 = 4.96%
	Year 2024 = 4.93%

- Ukujima Mega Solar Project

SPCG invests in joint ventures with Kyocera Corporation (Kyocera), Japan, Kyudenko Corporation, Tokyo Century Corporation, Furukawa Electric Company Limited, Tsuboi Corporation and other small investors. The total installed capacity of 480 Megawatt at Sasebo City, Nagasaki Prefecture, Japan. The project information is summarized as follows.

Total project investment	178,758,689,000 Yen
D/E ratio	70:30
SPCG investment proportion 17.92%	9,000,000,000 Yen
Power Purchase Rate (FIT)	40 Yen per unit
Contract Period	17.25 Years
Electricity Purchaser	Kyushu Electric Power Co., Inc.
Construction period	Year 2019-2025
Commercial Operation Date (COD)	1 July 2025



The company has paid the capital no. 1/5 in the amount 2,316,568,000 yen as of March 26, 2020 and has paid the capital no. 2/5 amount 1,924,187,000 yen as of May 18, 2020 totaling 4,240,755,000 yen. And for the rest of the payment with the amount 4,759,245,000 yen will be gradually paid.

The “Ukujima Mega Solar Project” is a ground-mounted solar power generation project. Along with the production of solar energy combined with agriculture. This project is friendly to the environment and community. At the same time, it also contributes to the development of the agricultural base of Ukujima Island and can also reduce the release of carbon dioxide (CO₂) into the atmosphere by more than 270,000 tons/year. The project is currently under development.

- Fukuoka Miyako Mega Solar Project

SPCG has invested in a joint venture with Mitsubishi HC Capital Inc., Sumitomo Mitsui Finance and Leasing Company, Limited and TESS Holdings Co., Ltd. with a total installed capacity of 67 MW, divided into the North Phase of 23 MW and the South Phase of 44 MW in Kyushu Island, Miyako City, Japan. The project information is summarized as follows:

Total Project Cost	23,493,000,000 Yen
D/E ratio	86.7: 13.3
SPCG investment proportion 10%	314,000,000 Yen
Call Option No. 1 (30%) (On August 2 nd 2023)	94,204,080 Yen
Call Option No. 2 (70%) (On August 2 nd 2024)	219,809,520 Yen
Power Purchase Rate (FiT)	36 Yen/Unit
Power Purchase Period	North Phase 18.7 Years South Phase 17.8 Years
Electricity Purchaser	Kyushu Electric Power Co., Inc.
Construction Period	Year 2020-2023
Commercial Operation Date (COD)	North Phase: July 2021 South Phase: Febuary 2023



- Kagoshima Oura Mega Solar Project

SPCG invests with Mitsubishi HC Capital Inc. and TESS Holdings Co., Ltd., with a total installed capacity of 8.02 Megawatt at Kyushu Island, Kanoya City, Kagoshima, Japan. The project information is summarized as follows.

Total Project Cost	3,445,000,000 Yen
D/E ratio	5.81%
SPCG investment proportion 20%	100,000,000 Yen
Power Purchase Rate (FIT)	36 Yen/Unit
Power Purchase Period	18.1 Years
Electricity Purchaser	Kyushu Electric Power Co., Inc.
Construction Period	Year 2023-2025
Commercial Operation Date (COD)	April 2025

- **Financial management**

The company gives important to financial cost management and liquidity management. By focus on financial planning, financial risk management and investment management to support sustainable business growth. In the year 2024, the Company has been rated "A-" by TRIS Rating Co., Ltd. with a stable credit rating for corporate and debentures with a stable outlook.

- **Corporate governance**

The company still adheres to conducting business with good corporate governance principles. By giving importance to conducting business with social and environmental responsibility. This includes operating the business with integrity, ethics, honesty, transparency, and treating all stakeholders equally. The Company also operates in accordance with the anti-corruption policy and measures. This is considered part of the good corporate governance policy by the Company's directors, executives, employees and related persons will not solicit, take action or accept corruption for the benefit of themselves, family, friends and acquaintances in all forms. Both direct and indirect. Covering all businesses and all departments both public and private sectors where the business of the company get involved. The policy is regularly reviewed as well as reviewing the practice guidelines and operating requirements in line with changes in business, regulations and legal requirements. Also provide a secure communication channel for the Company's personnel and all stakeholders can report clues, complaints or suggestions in the event of corruption.



- **Environmental operations**

The Company has assessed its organizational carbon footprint, or the amount of greenhouse gases emitted from various organizational activities. The total greenhouse gas emissions are 919 metric tons of CO₂ equivalent (tCO₂eq), which is based on a verified assessment of the organization's emissions. With this total, 152 tCO₂eq originates from the operations of the headquarters, and 767 tCO₂eq is from the solar farm project. Meanwhile, the Company helps reduce greenhouse gas emissions from solar power generation by approximately 200,000 tons of CO₂ per year.

The Company is committed to achieving net-zero greenhouse gas emissions by implementing various measures, including energy conservation, smart energy management systems, and more. The results of this assessment have been used to develop a strategic plan aimed at achieving carbon neutrality, to provide a clear path for the Company's development in terms of social and environmental responsibility. This will contribute to Thailand and the global community's efforts in reducing greenhouse gas emissions and moving towards carbon neutrality in the future.

Additionally, the Company has declared its commitment to promoting the reduction of national greenhouse gas emissions, aiming for carbon neutrality by 2030. The Company has signed a Memorandum of Understanding (MoU) for the purchase of Renewable Energy Certificates (RECs) with InnoPower Co., Ltd., a subsidiary of the Electricity Generating Authority of Thailand (EGAT), for 36 projects with a total capacity of 260 megawatts. These projects have been registered under the renewable energy certificate trading business. In 2024, the Company sold a total of 30,540 RECs to InnoPower, equivalent to 15,270 tons of CO₂ emissions.

From the Company's operating performances according to the company's financial statements and subsidiaries for the fiscal period ended on 31st December 2024, the Company had a net profit of 746.8 million baht which is equivalent to 0.65 baht per share compared to the year 2023, with a net profit of 1,973.9 million baht which is equivalent to 1.74 baht per share. It appears that net profit decreased by 1,227.1 million baht or 62%.

So, as to comply with the Company's Articles of Association No. 31 which requires that the Annual General Meeting of the Shareholders shall consider and acknowledge the Company's past performance which information has been disclosed in the Form 56-1 One Report 2024 from January 1st, 2024 – December 31st, 2024 and distributed to the shareholders with the invitation. The details as per the QR Code and the Enclosure 2.



Board of Directors' Opinion: The Meeting should acknowledge the Report of the Board of Directors of the Company's operating performances for the year 2024.

Required Votes: This agenda item is only for acknowledgement; therefore, no voting is required.

Agenda 3 To consider and approve the Consolidated Financial Statements and the Company's Financial Statements for the fiscal period ended on December 31, 2024.

Fact and Rationale: As per section 112, The Public Limited Company Act B.E. 2535 (as amended) ("Public Limited Companies Act"), and the Company's Articles of Association, Article 3 1 and 3 4 require that the Company shall prepare its financial statement comprising its balance sheet and income statement for its fiscal year and submit to auditor prior to presenting them for an approval of the shareholders' meeting. In this regard, the Company has prepared the consolidated financial statements and the Company's financial statements 2024 for the fiscal period ended on December 31, 2024, which have been audited by the Company's auditor, examined by the Audit Committee, and approved by the Board of Directors, the details of the said audited Statement of Financial Position and Statement of Comprehensive Income (the balance sheet and profit and loss statement) and the auditor's report are presented in the section "Financial Statements" as per the Form 56-1 One Report 2024 according to QR Code in the Notification of Meeting and distributed to the shareholders with the invitation. The details as per the QR Code and the Enclosure 2.

Summary of Operating Performance and Financial Position

Operating Performance	Year 2024 (Proposed)	Year 2023
Revenues from Sales and Services (Million Baht)	2,049.2	4,125.6
Profit (Loss) for the Year (Million Baht)	746.8	1,973.9
Profit (Loss) per Share (Baht per Share)	0.65	1.74

Financial Position	As of December 31, 2024 (Proposed)	As of December 31, 2023
Assets (Million Baht)	21,419.5	23,896.9
Liabilities (Million Baht)	239.0	2,048.5
Equity (Million Baht)	21,180.5	21,848.4



Board of Directors' Opinion: The Board of Directors considered that the said financial statements have been audited by auditor. The auditor has expressed opinions on financial statements that it's correct as it should be in essence in accordance with generally accepted accounting principles and approved by the audit committee. Therefore, the Meeting should approve the consolidated financial statements and the Company's financial statements for the fiscal period ended on December 31, 2024 (the balance sheet and profit and loss statement), and acknowledge the said auditor's report.

Required Votes: This agenda requires an approval from the shareholders' meeting and proxies with a majority vote of the total number of votes of shareholders attending the meeting and casting their votes.

Agenda 4: To consider and approve the appropriation and dividend payment from the Company's operating performances for the year 2024.

Fact and Rationale: As per section 116, the Public Limited Company Act and the Company's Articles of Association, Article 38, the Company must allocate its annual net profit for legal reserve not less than 5% of annual net profit after deduction of brought forward deficit (if any) until this reserve shall be not less than 10% of the Company's registered capital.

The Company has fully allocated the legal reserve as required by the law and the Company's Articles of Association, totaling 105,579,000 baht or equivalent to 10 % of the Company's registered capital. Complete the amount required to reserve according to the laws and regulations of the company.

According to the Company Dividend Policy, the Company shall pay dividend of not less than 40 % of net profit of the Company's financial statement after deduction of legal reserve and all other reserves in compliance with the company regulations and laws. If there is no other reason and the dividend payment doesn't affect the company operation significantly. The details as per the Enclosure 3 with the invitation.

The dividend payment for the year 2024, as per section 115, the Public Company Act and the Company's Articles of Association, Article 37, specify that the company can pay dividend from profit only. If the company accumulated losses prohibiting the company dividend payment.

The operating performances according to the the Company's financial statements 2024 for the fiscal period ended on December 31, 2024. The company has a net profit totaling 1,571,841,066 baht, which the Board of Directors has taken into the operating performances, cash flow, and investments in various projects of the Company carefully. The Company's Board of Directors Meeting No. 1/2025,



held on February 21, 2025, has passed the resolution to propose the meeting should approve the dividend payment from operating performances for the period July 1, 2024 - December 31, 2024 and retained earnings. (second half of the year) at the rate of 0.70 baht per share, amounting to 1,055,790,000 shares, totaling 739,053,000 baht (seven hundred thirty-nine million fifty-three thousand baht only) when combined with the interim dividend payment from the operating performances for the period 1 January 2024 - 30 June 2024 and retained earnings (first half of the year) at the rate of 0.50 baht per share, amount of 1,055,790,000 shares, totaling 527,895,000 baht (five hundred twenty-seven million, eight hundred ninety-five thousand baht only) which was paid to shareholders on September 13, 2024, the dividend payment for the year 2024, totaling at the rate of 1.20 baht per share, for a total of 1,266,948,000 baht (one thousand two hundred and sixty-six million, nine hundred and forty-eight thousand baht only) or equivalent to 80.60 percent of net profit of the Company's financial statement after deduction of legal reserve and all other reserves in compliance with the company policy.

The dividend payment at the rate of 0.70 baht per share is paid from the company's net profit in the case that the dividend recipient receives a tax credit, paid from the profit of the business that is subject to corporate income tax as follows:

- Rate of 0.15 baht per share in the case that the dividend recipient receives a tax credit, paid from the profit of the business that is subject to corporate income tax at the rate of 20 percent of net profit

- Rate of 0.55 baht per share in the case that the dividend recipient receives a tax credit, paid from the profit of the business that is subject to corporate income tax at the rate of 10 percent of net profit

The date to determine the names of shareholders who are entitled to receive dividend (Record Date) on Wednesday, March 12, 2025 and the dividend payment will be determined on Friday, May 16, 2025. The right to receive such dividends is still uncertain until it is approved by the Annual General Meeting of Shareholders for the year 2025.



The comparison of dividend payment in the previous year as follow:

Detail of the dividend payment	Year 2024 (Propose)	Year 2023
1.Net Profit (the Company's financial statements) (Baht)	1,571,841,066	2,231,501,269
2.Number of share (share)	1,055,790,000	1,055,790,000
3.Earnings per share (Baht per share)	1.49	2.11
4.Total dividend paid per share (Baht per share)	1.20	0.95
4.1 first half interim dividend	0.50	0.30
4.2 second half Interim dividends	0.70	0.65
5.Number of share to dividend payment (share)	1,055,790,000	1,055,790,000
6.Total dividend payment (Baht)	1,266,948,000	1,003,000,500
7.Dividend payout ratio per net profit of the Company's financial statements (percentage)	80.60	44.95

Board of Directors' Opinion: The Meeting should approve the dividend payment from operating performances for the period July 1, 2024 - December 31, 2024 and retained earnings (second half of the year) at the rate of 0.70 baht per share, amounting to 1,055,790,000 shares, totaling 739,053,000 baht (seven hundred thirty-nine million fifty-three thousand baht only) when combined with the interim dividend payment from the operating performances for the period 1 January 2024 - 30 June 2024 and retained earnings (first half of the year) at the rate of 0.50 baht per share, amount of 1,055,790,000 shares, totaling 527,895,000 baht (five hundred twenty-seven million, eight hundred ninety-five thousand baht only), the dividend payment for the year 2024, totaling at the rate of 1.20 baht per share, for a total of 1,266,948,000 baht (one thousand two hundred and sixty-six million, nine hundred and forty-eight thousand baht only). The date to determine the names of shareholders who are entitled to receive dividend (Record Date) on Wednesday 12, 2025 and the dividend payment will be determined on Friday, May 16, 2025.

Required Votes: This agenda requires an approval from the shareholders' meeting and proxies with a majority vote of the total number of votes of shareholders attending the meeting and casting their votes.



Agenda 5: To consider and approve the remuneration of Directors, the Audit Committee, and the Nomination, Remuneration and Corporate Governance Committee for the year 2025.

Fact and Rationale: According to the Public Limited Companies Act, B.E. 2535, Section 90, the company is prohibited from paying money or any other property to directors unless it is paid as compensation according to the company's regulations. In the case where the regulations of the company do not specify that the payment of remuneration according to the first paragraph shall be in accordance with the resolution of the shareholder meeting, which consists of votes of not less than two-thirds of the total number of votes of shareholders present at the meeting.

Pursuant to Article 15 of Articles of Association of the Company, the directors shall have the rights to receive remuneration from the Company in the form of rewards, meeting allowance, gratuity, bonus or other types of benefits in accordance with the Articles of Associations or as approved by the General Meeting of Shareholders.

The Nomination, Remuneration and Corporate Governance Committee has considered the remuneration for directors, the Audit Committee, and the Nomination, Remuneration and Corporate Governance Committee by taking into the suitability of various aspects and compare with other listed companies on the Stock Exchange of Thailand with reference to the same industry, together with the company's operating performances, business size, net profits, and current economic conditions. It is deemed appropriate to determine the remuneration for the directors, the Audit Committee, and the Nomination, Remuneration and Corporate Governance Committee for the year 2025 same rate as the year 2024.

1. Monthly remuneration and meeting allowance

Details	Monthly remuneration (Only for non-executive directors)	Meeting Allowance (Only for attending the meeting)
Remuneration of the Board of Directors		
- Chairperson of the Board of Directors	35,000 Baht	20,000 Baht
- Directors	20,000 Baht	15,000 Baht
Remuneration of the Audit Committee		
- Chairperson of Audit Committee	35,000 Baht	20,000 Baht
- Member of Audit Committee	30,000 Baht	15,000 Baht



Remuneration for the Nomination, Remuneration and Corporate Governance Committee		
- Chairperson of Nomination, Remuneration and Corporate Governance Committee	-	20,000 Baht
- Member of Nomination, Remuneration and Corporate Governance Committee	-	15,000 Baht

2. Bonus for Board of Directors.

It deems to settle directors' remuneration bonus that reflect and link to Company's operating performance or net profit not over 2% of the Company's annual net profit details as follows:

- The maximum limit for payment of bonus is 1,200,000 Baht for Chairperson of the Board of Directors and Chairperson of the Audit Committee.
- The maximum limit for payment of bonus is 1,000,000 Baht for the Chief Executive Officer.
- The maximum limit for payment of bonus is 800,000 Baht for the Directors and Audit Committee.

3. Other benefits: Directors do not receive other types of remuneration.

In this regard, the Nomination, Remuneration and Corporate Governance Committee has authorization to determine the guidelines and the allocation of bonuses and to propose the Board of Directors' Meeting and the Annual General Meeting of Shareholders to consider before the actual allocation.

Remarks: Directors who act as members of many sub-committees to be paid (consists of monthly director remuneration and director bonus) at the highest rate only one position.

Board of Directors' Opinion: The Board of Directors considered the opinions of the Nomination, Remuneration and Corporate Governance Committee deems it appropriate should approve the remuneration of Directors, the Audit Committee, and the Nomination, Remuneration and Corporate Governance Committee for the year 2025 as proposed.

Required Votes: This agenda requires an approval from the shareholders' meeting and proxies with a vote of not less than two-third of the total number of votes of shareholders' attending the meeting.



Agenda 6: To consider and approve the Directors' Remuneration (Bonus) for the year 2024.

Fact and Rationale: According to Article 15 of Articles of Association of the Company, and the fact that the Board of Directors has been fully performed its duty with sacrifice. The Nomination, Remuneration and Corporate Governance Committee has considered the Directors' Remuneration (Bonus) for the year 2024 which is in accordance with the resolution of the Annual General Meeting of Shareholders for the year 2024 approving the directors' remuneration bonus that reflects and relate to Company's operating performance or net profit not over 2% of the Company's annual net profit details as follows:

- The maximum limit for payment of bonus is 1,200,000 Baht for Chairperson of the Board of Directors and Chairperson of the Audit Committee.
- The maximum limit for payment of bonus is 1,000,000 Baht for the Chief Executive Officer.
- The maximum limit for payment of bonus is 800,000 Baht for the Directors and Audit Committee.

The comparison of the Board of Directors (bonus) in the past year is as follows:

Detail	Operating Performance Year 2024 (Propose)	Operating Performance Year 2023
Net Profit (the Company's financial statements) (Baht)	1,571,841,066	2,231,501,269
Share of bonus for directors not over 2% of net profit (Baht)	31,436,821	44,630,025
The Directors' Remuneration (Bonus) (Baht)	8,000,000	8,000,000
Percentage	0.51	0.36

Board of Directors' Opinion: The Board of Directors considered the opinions of the Nomination, Remuneration and Corporate Governance Committee deems it appropriate should approve the Directors' Remuneration (Bonus) for the year 2024, totaling 8,000,000 baht (eight million baht only), or equivalent to 0.51% of the net profit according to the Company's financial statement, which is in accordance with the criteria approved by the 2024 Annual General Meeting of Shareholders.

Required Votes: This agenda requires an approval from the shareholders' meeting and proxies with a vote of not less than two-third of the total number of votes of shareholders' attending the meeting.



Agenda 7: To consider and approve the appointment of directors who are due to retire by rotation at the 2025 Annual General Meeting of Shareholders and reduction of the number of the Company's directors.

Fact and Rationale: As per section 71 of the Public Limited Company Act, and Article 14 of the Articles of Association of the Company, one-third of directors must retire by rotation at every annual general meeting of shareholders. If the number of directors cannot be divided into 3 parts, the number nearest to one-third shall be drawn (1/3). Which the director with the longest position shall be retired by rotation and may be re-elected. In addition, in the Annual General Meeting of Shareholders for the year 2025, the directors are due to retire by rotation; namely,

- | | |
|---|---|
| 1. Ms. Wandee Khunchornyakong Juljarern | Chairperson
Nomination, Remuneration and
Corporate Governance Committee |
| 2. Mr. Shoji Nishizawa | Director |
| 3. Dr. Alisa Khunchornyakong | Director |

According to the good corporate governance practice regarding the equitable treatment of shareholders, the Company would like to invite the shareholders to propose the nominate qualified candidates to be considered for election as a member of the Company's board of directors in the Annual General Meeting of Shareholders for the year 2025 from October 1, 2024 to December 31, 2024, through the Stock Exchange of Thailand and published on the Company's website. After the expiration of the said period, there was no shareholder proposing any meeting agenda items in advance or proposing any appointment for the new director.

The Nomination, Remuneration, and Corporate Governance Committee has undertaken the process of selecting directors with careful and thorough consideration, ensuring that the nominated individuals possess the necessary knowledge, skills, experience, and a strong track record. The candidates were assessed for their leadership qualities, broad vision, ethics, and good attitude toward the organization. They also demonstrated a commitment to dedicating sufficient time to contribute to the Company's operations. The Board of Directors, excluding those with conflicts of interest, believes that the nominated individuals have undergone the Company's established selection process and meet the relevant qualifications and are suitable for the Company's business. The Board has agreed with the recommendation of the Nomination, Remuneration, and Corporate Governance Committee to propose for approval at the shareholders' meeting the reappointment of one director, Dr. Wandee Khunchornyakong Juljarern, for another term, and the non-reappointment of two directors, Mr. Shoji Nishizawa and Dr. Alisa Khunchornyakong.



In this regard, profiles and relevant information of the nominated persons to be re-appointed as directors and elected as new directors, are as per the details in the Enclosure 4.

Board of Directors' Opinion: The Board of Directors, excluding those with conflicts of interest, has reviewed and agreed with the recommendation of the Nomination, Remuneration, and Corporate Governance Committee. The Board deems it appropriate to propose to the meeting for approval the reappointment of one director, Dr. Wandee Khunchornyakong Juljarern, for another term, and the non-reappointment of two directors, Mr. Shoji Nishizawa and Dr. Alisa Khunchornyakong. The appointments of the directors shall take effect from the day following the Annual General Meeting of Shareholders for the year 2025.

To ensure effective management, the number of directors on the company's Board of Directors will be reduced from 9 to 7.

Required Votes: This agenda requires an approval from the shareholders' meeting and proxies with a majority vote of the total number of votes of shareholders attending the meeting and casting their votes

Agenda 8: To consider and approve the appointment of auditors and the auditors' remuneration for the year 2025.

Fact and Rationale: According to the Public Limited Company Act and section 120 and the Company's Articles of Association, Article 31, it is required that the Annual General Meeting of Shareholders shall appoint auditors and set the remuneration of the auditor of the company every year.

The selection of auditors for the year 2025, The Audit Committee has considered the selection of auditors that has been approved by the Office of the Securities and Exchange Commission ("**SEC**") and is based on performance, experience, readiness of personnel, independence, scope of service, rates Audit fees, therefore, it was deemed appropriate to propose to the meeting to consider approving the appointment of KPMG Phoomchai Audit Ltd. ("KPMG"), the Company's auditor for the year 2024, as the Company's auditor for the year 2025, as per the names listed. Hereby, each person has the power to act alone.

- | | |
|------------------------------------|---------------------------------------|
| 1. Ms. Sophit Prompol | Certified Public Accountant No. 10042 |
| 2. Mr. Natthaphong Tantichattanont | Certified Public Accountant No. 8829 |
| 3. Ms. Dussanee Yimsuwan | Certified Public Accountant No. 10235 |
| 4. Ms. Kunnatee Kerdchana | Certified Public Accountant No. 12418 |



In this regard, profiles of the nominated auditors to be elected as auditor for the year 2025, are as per the details in the Enclosure 5.

The company's audit fee for the year 2025 has been set at 720,000 baht (seven hundred and twenty thousand baht) without any other service fees which is a reduced rate from the year 2024.

The comparison of the auditors' remuneration in the past year is as follows:

The auditors' remuneration	Year 2025 (propose)	Year 2024
Quarterly and Annual Audit Fee	720,000 Baht	780,000 Baht
Other service fees	None	None

The above-named auditors are also appointed as the year 2025 auditors of the Company's subsidiaries, total 43 companies. For the year 2024 auditor's remuneration for the Company and its subsidiaries, totals 3,000,000 baht (four million baht) without any other service charges.

Such auditor will be the person who signed for review or audit and give opinions on the financial statements of the Company and affiliates for the fifth year. None of the auditors nominated above is a related party and has conflict of interests with the Company, subsidiaries, executives, major shareholders, or related parties of those. Therefore, they remain independent in conducting and express opinion on the statutory financial statements of the Company. Furthermore, none of previously mentioned auditors has performed the audit of the Company for more than the period specified by the relevant regulations and guidelines.

Board of Directors' Opinion: The Board of Directors considered the opinions of the Audit Committee. It was deemed appropriate to propose to the meeting should approve the appointment of KPMG Phoomchai Audit Ltd. ("KPMG") as the Company's auditor for the year 2025, with the following names:

- | | |
|------------------------------------|---------------------------------------|
| 1. Ms. Sophit Prompol | Certified Public Accountant No. 10042 |
| 2. Mr. Natthaphong Tantichattanont | Certified Public Accountant No. 8829 |
| 3. Ms. Dussanee Yimsuwan | Certified Public Accountant No. 10235 |
| 4. Ms. Kunnatee Kerdchana | Certified Public Accountant No. 12418 |

The auditors' remuneration for the year 2025 has been set at 720,000 baht (seven hundred and twenty thousand baht) without any other service fees.

Required Votes: This agenda requires an approval from the shareholders' meeting and proxies with a majority vote of the total number of votes of shareholders attending the meeting and casting their votes.



Agenda 9 Other matters (if any)

According to the procedures established by the Company to provide the shareholders' right to propose agendas by receiving the proposal from the shareholders between October 1, 2024 to December 31, 2024, through the Stock Exchange of Thailand and published on the Company's website. After the expiration of the said period, there was no shareholder proposing any meeting agenda items in advance.

The Company has set the date for determining the names of shareholders who have the right to attend the Annual General Meeting of Shareholders for the year 2025 (Record Date) on Wednesday, March 12, 2025. The Company has published the meeting invitation along with meeting documents on its website www.spcg.co.th in the topic Investor Relations/Shareholder Information/Shareholder Meeting https://www.spcg.co.th/en/shareholders_meetings

For any shareholder who wishes to appoint a proxy to attend and vote at this Meeting on your behalf, please fill out and sign the proxy forms as provided in the details as per the Enclosure 6. or can download from the Company's website: www.spcg.co.th, and attach supporting documents indicated in the remarks written herebelow, and send the proxy form and supporting documents in advance of the meeting date to the Company Secretary & Governance, SPCG Public Company Limited, No. 1, Capital Work Place Building, 10th Floor, Soi Jamjan, Klongton Nua, Wattana, Bangkok 10110 Tel. 02-011-8111 ext. 1031 or present them at the registration before the commencement of the Meeting.

In addition, the Company proposes a list of independent directors together with their name, age, address, and the presence or absence of special interest in the agenda proposed at the annual general meeting of shareholders for any shareholder who wishes to appoint the Company's independent director as your proxy, in the details as per the Enclosure 7.

SPCG would like to invite shareholders to attend the meeting on the date and time mentioned through electronic meeting (e-AGM) under the law and other related regulations. The electronic meeting attendance registration system (e-AGM) will be open for operation from April 10, 2025 at 8:30 a.m. to Friday, April 18, 2025 until the meeting closes.



In this regard, the electronic meeting system will be open for access on Friday, April 18, 2025 at 12:00 hrs. (2 hours before the meeting opens) whereby shareholders or proxies use the Username and Password received and follow the manual. use in the system (Details appear in Enclosure 12)

Yours sincerely,

(Dr. Wandee Khunchornyakong Juljarern)

Chairperson

Remarks: For the benefit of checking the status and rights to attend the meeting, please proceed as follows.

1. If any shareholder wishes to attend the meeting in person. Please present the following evidence to the Company's staff to register for the meeting before entering the meeting room.

1.1 Individual shareholders

Please show National identification card or any other cards issued by the government containing a photo of the shareholder or passport (for foreigners)

1.2 Juristic Person Shareholder

- (a) Please show the original identity card or other card issued by the government or passport (In the case of a foreigner) with a photograph and has not expired of the person authorized to act on behalf of the juristic person.
 - (b) Please provide a copy of the shareholder's corporate registration certificate. Issued by the Department of Business Development Ministry of Commerce. Which was issued within 1 year and signed to certify a true copy by the person authorized to act on behalf of the juristic person with the corporate seal (if any).
2. If any shareholder wishes to appoint a proxy to attend and vote at the meeting. Please inform the person to show the following evidence to the Company's staff before entering the meeting room.
 - 2.1 Proxy form which is filled correctly and completely and signed by the proxy and proxies.



- 2.2 Copy of shareholder's identity card (Proxy) and in case of juristic person, please show a copy of shareholder's juristic person registration certificate Issued by the Department of Business Development Ministry of Commerce which was issued within 1 year and signed to certify a true copy by the person authorized to act on behalf of the juristic person with the corporate seal (if any).
- 2.3 The physical form of the identity card or other cards issued by the government or passports (In the case of a foreigner) with a photograph and not expired of the proxies.
3. Every proxy form must be affixed with a 20 baht stamp duty. However, even if there are many proxies, only one proxy can attend the meeting and vote on behalf of the shareholder.
4. Copy of all documents must be signed to certify all pages of the document by the shareholder.



SPCG Public Company Limited
Minutes of the Annual General Meeting of Shareholders for the year 2024
Held on Friday, April 19, 2024 at 14.00 hrs.
Through electronic meetings (e-AGM). Under related laws and regulations.

Directors Present at the Meeting (Equivalent to 88.88 percent of the whole Board)

- | | |
|---|---|
| 1. Dr. Wandee Khunchornyakong Juljarern | Chairperson and Chief Executive Officer |
| 2. Mr. Somsak Khunchornyakong | Director and Executive Vice President (Operation) |
| 3. Mrs. Narinporn Malasri | Director and Executive Vice President
(Business Development) |
| 4. Dr. Alisa Khunchornyakong | Director |
| 5. Mr. Shoji Nishizawa | Director |
| 6. Mr. Wanchai Lawattanatrakul | Chairperson of the Audit Committee
and Independent Director |
| 7. Dr. Art-ong Jumsai Na Ayudhya | Member of the Audit Committee
and Independent Director |
| 8. Mr. Apichat Limsethanuwat | Member of the Audit Committee
and Independent Director |

Director Absents at the meeting (Equivalent to 11.12 percent of the whole Board)

- | | |
|---------------------------|--|
| 1. Mr. Withoon Manomaikul | Director (Business leave, due to a mission to travel abroad) |
|---------------------------|--|

Executives Present at the Meeting

- | | |
|-----------------------------|---|
| 1. Ms. Rungfah Larpyuenyong | Executive Vice President (Accounting & Budgeting) |
| 2. Ms. Parichat Saipia | Assistant to Chief Executive Officer
and Company Secretary |

Legal Advisors from Baker & McKenzie Ltd.

- Ms. Warittha Jitvuttichod
- Mr. Kunthatee Duangratana

Auditor from KPMG Phoomchai Audit Ltd.

- | | |
|-------------------------------|-------------------|
| 1. Ms. Sophit Prompol | Auditor |
| 2. Mr. Theerawat Jiravittawat | Auditor Assistant |

Preliminary Proceedings

Dr. Wandee Khunchornyakong Juljarern, the Chairperson of the Board of Directors and Chief Executive Officer, presides over the Meeting as a Chairperson of the Meeting (“Chairperson”).

Ms. Parichat Saipia, the Assistant to Chief Executive Officer and Company Secretary, acted as the Secretary of the Meeting (“Secretary”).



Mr. Santisuk Humskul acted as a master of ceremonies (“MC”).

The MC welcomed and thanked the shareholders who attended the Annual General Meeting of Shareholders for the year 2024, as well as explaining details and procedures for meeting in electronic form. This is in accordance with the laws and other related laws and regulations. The company has arranged for service providers to organize meetings via electronic media that have expertise and have been certified by relevant agencies, such as the meeting control system (Cisco Webex) that has been certified and the Inventech Connect voting system that has certified the self-assessment from the Electronic Transactions Development Agency (ETDA). In addition, a representative from an outside law firm was appointed to inspect the vote and ensure the meeting was transparent, comply with the law and the Company's Articles of Association. As well as principles of good corporate governance. And introduced the Board of Directors and sub-committees which consists of the Audit Committee and the Nomination, Remuneration and Corporate Governance Committee including the management of the Company and the Company's secretary attending the shareholders' meeting this time.

The company broadcasts video and audio signals of the meeting via VDO Conference system from the meeting room of the company's head office building. The shareholders can verify their identity and register to attend the meeting according to the details in Enclosure 12 that the Company has informed the shareholders through the Company's website.

The Company has set the list of shareholders who are entitled to attend the 2024 Annual General Meeting of Shareholders (Record Date) according to the Securities and Exchange Act B.E. 2535 (Section 89/26) as Tuesday, March 12, 2024. Details can be viewed from the website of the Stock Exchange of Thailand, which will display important information of the company. Including a list of major shareholders and news information.

In this regard, the Company has given the opportunity to shareholders to nominate candidates for the nomination process to replace those who retired by rotation. Including giving opportunities to propose matters for the Board of Directors to be included in the agenda of this Annual General Meeting of Shareholders. From October 1, 2023 to December 31, 2023, the company has also notified the invitation through the electronic channel of the Stock Exchange of Thailand. However, there was no shareholder proposing an agenda or nominating a person to be considered for election as a director according to the Company's regulations.

The MC informed the meeting that in this meeting, the Company will collect, use and disclose personal information Including still images, audio and animations of all attendees for recording and preparation of meeting minutes meeting management, etc.

In order for the meeting to be in accordance with the principles of good corporate governance, the Company would like to inform and clarify the methods and criteria for meeting as follows:



- In voting at the meeting, Shareholders will have votes equal to the number of shares held by them and proxies, considering that 1 share equals to 1 vote.
- 1 shareholder has the right to vote agree, disagree, or abstain in any way only. Except for custodian shareholders who can split their votes.
- For Agenda 7 regarding the appointment of directors to replace those who retired by rotation, the method of election will be used individually in accordance with good corporate governance principles.

Rules, voting methods, vote counting, and methods for asking questions or expressing opinions are as follows:

1. The meeting will consider the matters in the order of the agenda specified in the invitation letter. Information on each agenda item will be presented and shareholders will be given an opportunity to ask questions before voting. The results of the votes will be announced to the meeting after the vote counting for that agenda has been completed respectively.

2. In voting, the shareholders can choose the agenda they wish to vote on. Then press the "Vote" button, the system will display all 3 voting channels, namely Agree, Disagree and Abstain. For multiple shareholders or proxies, the system will list all the names of all proxies, voting will be separate for each user account.

If wishing to cancel the vote, press the "Cancel Vote" button. For any shareholder who does not vote within the specified time, the Company will assume that the shareholder agrees with that agenda and voting can be edited until there is a notice to close the voting for that agenda. The company gives time to vote for 1 minute and when the voting results for each agenda are closed, the results of that agenda will be announced to the meeting.

3. In the case of shareholders accepting proxies from many shareholders. Press to select the menu "Account" and click on the "Change Account" button to access other shareholders' accounts. The system will not remove votes from the meeting base.

4. In case a shareholder wishes to leave the meeting before closing the voting for any agenda. Shareholders' votes will not be counted as a quorum for such agenda. And the votes will not be counted immediately in the remaining agenda. However, leaving the quorum in any agenda will not disqualify the shareholders' rights or proxies to return to the meeting and vote on the next agenda in the system.

5. How to ask questions or express opinions.

Before voting on each agenda, the Company will give the meeting attendees an opportunity to ask questions or express opinions on issues related to that agenda as appropriate by selecting the agenda that would like to ask questions or express opinions. Then press the "Question" button, which can be asked in 2 ways:



- Via message. The meeting attendees can type their desired inquiry. Then press the "Send Question" button, whereby the Company will answer questions in the meeting room on the agenda related to that question. Or

- Via video and audio (VDO conference) by pressing the button "Visual and audio inquiry", then press "OK" to confirm the reservation. Once authorized by the staff, turn on the camera and microphone. The attendees must inform their first and last names and status as a shareholder or proxy before asking questions every time so that the company can record in the minutes of the meeting accurately and completely.

The company reserves the right to cut off the picture and sound of shareholders who ask questions or make impolite comments or defame others or violating any laws including infringement of the rights of others or disturbing the meeting or causing trouble to other attendees.

6. In the event that there are many shareholders who want to ask questions Via video and audio in the system. In order to maintain the duration of the meeting, the Company kindly request the shareholders to ask questions via message for the staff to answer questions or bring your questions to answer at the end of the meeting or to answer on the company's website.

7. In case of shareholders having problems accessing the meeting system or voting system. Please study and follow the instructions given by the company notified on the website or by selecting the "Help" menu in the system, Inventech Call Center staff can be contacted from phone numbers and Line Official.

8. If there is a system failure during the meeting Shareholders will receive an email to return to the meeting through the backup system.

Before starting to consider various agendas, the Company gave an opportunity for shareholders or proxies to ask questions or express their opinions. It appeared that none of the shareholders or proxies asked questions or expressed their opinions.

At present, the Company has registered capital a total of 1,153,189,000 Baht and registered paid-up capital of 1,055,790,000 Baht, Common Stock of 1,055,790,000 with a par value of 1 Baht per share.

In the Meeting there are 11 shareholders attending the Meeting in person representing 4,728,565 shares and there are 5 4 proxies attending the Meeting representing 673,219,271 shares. The total number of attendees is 65 persons representing 677,947,836 shares equivalent to 64.2123 percent of the number of shares sold 1,055,790,000 shares. The Company has a total of 14,961 shareholders representing 1,055,790,000 shares. This constitutes a quorum as required by the Company's regulations, which stipulate that there must be at least 25 shareholders or proxy holders present at the meeting, or at least half of the total number of shareholders. Additionally, the total number of shares represented at the meeting



must not be less than one-third of the total number of issued shares. The MC then invited Dr.Wandee Khunchornyakong Juljarern Chairperson as Chairperson of the Shareholders' Meeting to declare the Meeting open and commence the deliberation on the following agendas:

Agenda 1 To consider and acknowledge the Minutes of the Annual General Meeting of Shareholders for the year 2023 held on Wednesday, April 19, 2023.

The Chairperson assigned Ms. Parichat Saipia, Assistant to Chief Executive Officer and Company Secretary to inform the details to the meeting.

Ms. Parichat, informed the meeting that the Company were prepared and publicized the Minutes of the Annual General Meeting of Shareholders for the year 2023 held on Wednesday, April 19, 2023. On the Company's website (www.spcg.co.th), the details as per the Enclosure 1.

The Company provided opportunities for shareholders or proxies to raise questions or express opinions, it appeared that none of the shareholders or proxies asked or expressed opinions.

The Company proposed the Meeting to consider and acknowledge the Minutes of the Annual General Meeting of Shareholders for the year 2023 held on Wednesday, April 19, 2023. Pursuant to the Company Articles of Association is only for acknowledgement, and no votes were cast.

Resolution **The Meeting acknowledged the Minutes of the Annual General Meeting of Shareholders for the year 2023 held on Wednesday, April 19, 2023.**

Agenda 2 To consider and acknowledge the Report of the Board of Directors of the Company's Operating Results for the year 2023.

The Chairperson assigned Ms. Parichat Saipia, Assistant to Chief Executive Officer and Company Secretary to inform the details to the meeting.

Ms. Parichat, informed the meeting that in the year 2023, the company has significant changes which affects the company operation and so as to comply with the Company's Articles of Association No. 31 which requires that the annual general meeting of the shareholders shall consider and acknowledge the Company's past performance which information has been disclosed in the annual registration statement/ annual report 2023 (Form 56-1 One Report) from January 1, 2023 to December, 31 2023 and distributed to the shareholders with the invitation. The details as per the QR Code and the Enclosure 2.



Company's Operating Results for the year 2023 as follows:

SPCG Public Company Limited, abbreviated SPCG, is a listed company on the Stock Exchange of Thailand under the Energy and Utilities business category, operates in the form of a Holding Company, i.e. SPCG is a major shareholder of 43 affiliated companies. SPCG has a total registered capital of 1,153,189,000 baht which has a paid-up registered capital of 1,055,790,000 baht with a par value of 1 baht per share.

Business operations

SPCG Run business in investment by holding shares in subsidiary companies and associates to operate 4 types of businesses, which are as follows;

(1) Business of investment and development of Solar Farm, Engineering, Procurement and Construction (EPC), and Operation, Maintenance and Monitoring (OM&M).

At present, the Company has 36 solar farm projects spreading in 10 provinces, including Nakhon Ratchasima, Khon Kaen, Sakon Nakhon, Nong Khai, Udon Thani, Nakhon Phanom, Loei, Surin, Buriram and Lopburi with a total production capacity of over 260 MW. Started the first commercial operation date in 2010 at Solar Farm (Korat 1) and completed commercial operation date for all 36 projects in 2014. As a result of efficient management, in the year 2023, all 36 solar farm projects able to generate up to 372,460,945 units of electricity.

(2) Business of distribute and installation of Solar Roof.

Solar Power Roof Company Limited (SPR) run business in installing solar systems for residences, offices, buildings, small business, medium-sized businesses and large business including industrial factories and others. The company has been in business since 2013 to the present and has a total revenue of over 7,000 million baht.

(3) Authorized Sales Partnership of SMA Solar Technology AG (SMA), Germany.

Solar Power Engineering Company Limited (SPE) has been appointed as the only Official Authorized Sales Partnership in Thailand. There are 4 dealers such as Baywa R.E. (Thailand) Co., Ltd., Solar Hive (Thailand) Co., Ltd., BasorThai and PROINSO.

(4) Business of manufacture, distribution and installation of Metal Steel Roofing with one-stop service.

Highlight

On September 20, 2023, the company announced the intention “To reduce greenhouse gas emissions, aiming for Carbon Neutrality by 2030” and has signed a memorandum of understanding for the purchase of renewable energy production certificates (Renewable Energy Certificate: REC) with Innopower Company Limited “INNOPOWER”, a subsidiary of the



Electricity Generating Authority of Thailand (EGAT), with the objective of promoting Thailand's greenhouse gas emissions reduction goals to achieve Carbon Neutrality by 2050 and achieve Net Zero Emissions by 2065. And promote the use and production of electricity with environmentally friendly renewable energy through the trading of Renewable Energy Certificate (REC). INNOPOWER being the representative in management, buy, sell and exchange RECs over a period of 5 years. SPCG expects that the 36 solar farm projects in Thailand, with a total production capacity of 260 megawatts, will be able to issue approximately 370,000 RECs per year. It is expected that the work will be completed by the 2nd quarter of 2024.

SPCG has also hired PTEC Energy Consulting Company Limited “PTEC” to evaluate the Carbon Footprint for Organization (CFO) and analyze the potential for reducing greenhouse gases. With various measures and using current technology that SPCG can implement. To be used in preparing the head office's greenhouse gas emissions reduction plan and solar farms to further achieve carbon neutrality. It is expected that the operation will be completed within the 2nd quarter of 2024.

In addition, the Company has expanded business opportunities by investing in solar energy businesses abroad to increase opportunities for the Company's growth as follows:

- **Tottori Yonago Mega Solar Farm Project**

SPCG shared investment with Kyocera Corporation (Kyocera), Japan and Tokyo Century Leasing Corporation (TCL) with a total installed capacity of 30 MW at Tottori city, Japan with project information summarized below:

Shareholding Proportion of SPCG	79.10%
Power Purchase Rate in FiT	36 Yen per Unit
Power Purchase Period	20 Years
Electricity Purchaser	Chugoku Electric Power Co., Ltd.
Commercial Operation Date	April 27, 2018
Dividend Yield	2018 = 1.64%
	2019 = 5.74%
	2020 = 6.15%
	2021 = 6.19%
	2022 = 5.67%
	2023 = 4.96%



- Ukujima Mega Solar Project

SPCG invests in joint ventures with Kyocera Corporation (Kyocera), Japan, Kyudenko Corporation, Tokyo Century Corporation, Furukawa Electric Company Limited, Tsuboi Corporation and other small investors. The total installed capacity of 480 MW at Sasebo City, Nagasaki Prefecture, Japan. With project information Summarized as follows.

Total project investment	178,758,689,000 Yen
Debt to equity ratio	70:30
Shareholding proportion of SPCG 17.92%	9,000,000,000 Yen
Power Purchase Rate (FIT)	40 Yen per unit
Power Purchase Period	17.25 Years
Purchaser of Electricity	Kyushu Electric Power Co., Inc.
Construction period	2019-2025
Commercial Operation Date (COD)	1 July 2025

The Company has paid the capital no.1/5 in the amount 2,289,680,925 yen as of March 26, 2020 and has paid the capital no.2/5 in the amount 1,924,187,000 yen as of May 18, 2020 and for the payment of the remaining capital will be gradually paid.

“Ukujima Mega Solar Project” is a ground-mounted solar power generation project, along with solar power generation combined with agriculture. The Project is friendly to the environment and community, at the same time, it also contributes to the development of Ukujima Island’s agricultural base and reduces the emissions of carbon dioxide (CO₂) into the atmosphere by more than 270,000 tons/year. Currently, the project is being developed.

- Fukuoka Miyako Mega Solar Project

SPCG invests with Mitsubishi HC Capital Inc., Sumitomo Mitsui Finance and Leasing Company Limited, and TESS Holdings Co., Ltd., which can be summarized as follows:

Project location	Kyushu Island, Miyako City, Japan
Total installed capacity	67 MW
	Divided into North Phase 23 MW
	South Phase 44 MW
Total project investment	23,493,000,000 Yen
D/E ratio	86.7:13.3
SPCG investment proportion 10%	314,000,000 Yen
Call Option No. 1 (30%)	94,204,080 Yen
SPCG investment proportion after Call Option No. 1	219,809,520 Yen
Power Purchase Rate (FIT)	36 yen/unit
Power Purchase Period	North Phase 18.7 years



	South Phase 17.8 years
Purchaser of Electricity	Kyushu Electric Power Co., Inc.
Construction period	2020-2023
Commercial Operation Date (COD)	North Phase, July 2021
	South Phase, February 2023
Dividend Yield	2023 = 6.62%

- **Financial management**

The Company gives important to financial cost management and liquidity management. By focus on financial planning, financial risk management and investment management to support sustainable business growth. In the year 2022 and 2023, the Company has been rated the Company and its current debentures at “A-” with a “stable” outlook and rated senior debentures in the amount not exceeding 1,500 million baht at the “A-” level by TRIS Rating Co., Ltd.

- **Corporate governance**

The Company still adheres to conducting business with good corporate governance principles. By giving importance to conducting business with social and environmental responsibility. This includes operating the business with integrity, ethics, honesty, transparency, and treating all stakeholders equally. In 2023, the Company received an evaluation score for listed companies with 5-star corporate governance of “Excellent” for the first year and received an assessment on the quality of the Annual General Meeting (AGM) for the year 2023 a full score of 100 points.

In this Regards, the Company also operates in accordance with the anti-corruption policy and measures. This is considered part of the good corporate governance policy by the Company's directors, executives, employees and related persons will not solicit, take action or accept corruption for the benefit of themselves, family, friends and acquaintances in all forms. Both direct and indirect. Covering all businesses and all departments both public and private sectors where the business of the company get involved. The policy is regularly reviewed as well as reviewing the practice guidelines and operating requirements in line with changes in business, regulations and legal requirements. Also provide a secure communication channel for the Company's personnel and all stakeholders can report clues, complaints or suggestions in the event of corruption.

From the operations, the Company and its subsidiaries overall performances for the fiscal period ended on December 31, 2023, according to consolidated financial statements, resulted in profit of 1,973.9 million baht which is equivalent to 1.74 Baht per share compared



to the year 2022, with a net profit of 2,464.3 million baht which is equivalent to 2.20 Baht per share. It appears that net profit decreased by 490.4 million baht or 20%.

The Company provided opportunities for shareholders or proxies to raise questions or express opinions, it appeared that none of the shareholders or proxies asked or expressed opinions.

The Company proposed the Meeting to consider and acknowledge the Report of the Board of Directors of the Company's operating results for the year 2023. Pursuant to the Company Articles of Association is only for acknowledgement, and no votes were cast.

Resolution **The Meeting acknowledged the Report of the Board of Directors of the Company's Operating Results for the year 2023.**

Agenda 3 To consider and approve the Consolidated Financial Statements and the Company's Financial Statements for the fiscal period ended on December 31, 2023.

The Chairperson assigned Ms. Rungfah Larpyuenyong, Executive Vice President (Accounting & Budgeting) to present details to the meeting.

Ms. Rungfah, informed the meeting that The Public Limited Company Act B.E. 2535 (as amended), section 112 and the Company's Articles of Association, Article 31 and 34 require that the Company shall prepare its financial statement comprising its balance sheet and income statement for its fiscal year and have them audited prior to presenting them for an approval of the shareholders' meeting. In this regard, the Company has prepared the consolidated financial statements and the Company's financial statements 2023 for the fiscal period ended on December 31, 2023, which have been audited by the Company's auditor, examined by the Audit Committee, and approved by the Board of Directors, the details of the said audited Statement of Financial Position and Statement of Comprehensive Income (the balance sheet and profit and loss statement) and the auditor's report are presented in the section "Financial Statements" as per the annual registration statement/annual report 2023 (Form 56-1 One Report) according to QR Code in the Notification of Meeting and distributed to the shareholders with the invitation. The details as per the QR Code and the Enclosure 2.

Ms. Rungfah, presented the consolidated financial statements and the Company's financial statements for the fiscal period ended on December 31, 2023 as follows:

The Consolidated Financial Statements for the year 2023 ended December 31, 2023. The company has Revenues from Sales and Services is amount 4,125.6 million baht, Cost of Sales and Services is amount 1,641.9 million baht, Gross Profit is amount 2,483.7 million baht, Other Income is amount 86.4 million baht, Selling and Distribution Expenses is amount 55.4 million baht, Administrative Expenses is amount 236.3 million baht, Gain on Derivatives is



amount 4.5 million baht, Gain on Financial Assets is amount 2.3 million baht, Profit from Operating Activities is amount 2,285.2 million baht, Finance Costs is amount 53.2 million baht, Earning Before Tax is amount 2,232.0 million baht, Income Tax Expenses is amount 258.1 million baht, Net Profit is amount 1,973.9 million baht which is equivalent to 1.74 Baht per share.

The Company's Financial Statements for the year 2023 ended December 31, 2023. The company has dividend income of 2,250.6 million baht, interest income 43.5 million baht, other income 122.8 million baht, administrative expenses 133.2 million baht, loss from derivative 0.1 million baht, profit from operating activities 2,283.6 million baht, financial cost 52.6 million baht, profit before income tax expenses 2,231.0 million baht, tax income 0.5 million baht, total net profit of 2,231.5 million baht and earnings per share of 2.11 baht per share.

The Statement of Financial Position for the year 2023 ended December 31, 2023. The company has total assets of 23,896.9 million baht, divided into fixed assets 16,231.4 million baht and other assets 7,665.5 million baht, total liabilities and shareholders' equity 23,896.9 million baht, divided into interest-bearing liabilities of 1,556.7 million baht (1,500 million baht bond due for redemption on 1 October 2024), other liabilities of 491.8 million baht, share capital of 5,059.6 million baht, retained earnings of 14,076.4 million baht, and non-controlling shareholders of 2,712.4 million baht, with a debt to equity ratio of 0.09 times.

The Board of Directors considered that the said financial statements have been audited by auditor. The auditor has expressed opinions on financial statements that it's correct as it should be in essence in accordance with generally accepted accounting principles and approved by the audit committee.

The Company provided opportunities for shareholders or proxies to raise questions or express opinions, it appeared that none of the shareholders or proxies asked or expressed opinions and propose the Meeting to consider and approve the consolidated financial statements and the Company's financial statements for the fiscal period ended on December 31, 2023. Pursuant to the Company's Articles of Association, this agenda requires an approval from the shareholders' meeting with a majority vote of the total number of votes of shareholders attending the meeting and casting their votes.

And ask the attendees who wish to vote, disapprove or abstain, press the voting button in the electronic system. It will take approximately 1 minute to vote.

After the voting has been closed, the Chairperson assigned Ms. Rungfah Larpyuenyong, Executive Vice President (Accounting & Budgeting) to report the Meeting as follows:



Result of the Voting for Agenda 3

Resolution	Number of Votes	Equivalent To
Approved	677,455,536	100.0000
Disapproved	0	0
Abstained	379,300	Not constituted as votes
Voided Ballot	0	Not constituted as votes
Total Votes	677,834,836	-

Resolution The Meeting approved the Consolidated Financial Statements and the Company's Financial Statements for the fiscal period ended on December 31, 2023. With a majority vote of the total number of votes of shareholders and proxies attending the meeting and eligible to vote.

Agenda 4 To consider and approve the appropriation and dividend payment from the Company's operating results for the year 2023.

The Chairperson assigned Ms. Rungfah Larpyuenyong, Executive Vice President (Accounting & Budgeting) to present details to the meeting.

Ms. Rungfah, informed the meeting that The Public Limited Company Act B.E. 2535 (as amended), section 116 and the Company's Articles of Association, Article 38, the Company must allocate its annual net profit for legal reserve not less than 5% of annual net profit after deduction of brought forward deficit (if any) until this reserve shall be not less than 10% of the Company's registered capital.

The Company has already allocated the legal reserve as required by the law and the Company's Articles of Association, totaling 115,318,900 baht or equivalent to 10% of the Company's registered capital, up to the amount required to be reserved according to the laws and the Company's Articles of Association.

The Company Dividend Policy, the Company shall pay dividend of not less than 40% of net profit of the Company's financial statement after deduction of legal reserve and all other reserves in compliance with the company regulations and laws. If there is no other reason and the dividend payment doesn't affect the company operation significantly. The details as per the Enclosure 3.



The dividend payment for the year 2023, as per section 115, the Public Company Act and the Company's Articles of Association, Article 37, specify that the company can pay dividend from profit only. If the company accumulated losses prohibiting the company dividend payment.

As the Company's Financial Statements for the year 2023 that the Company have annual net profit total amount of 2,231,501,269 baht which is the Board of Directors of has carefully considered the operating results, cash flow, and investment in various projects of the Company. The Board of Directors' Meeting No. 1/2024, held on February 23, 2024 approved an interim dividend payment from the Company's operating result period 1 July 2023 - 31 December 2023 and retained earnings (second half of the year) at the rate of 0.65 baht per share, totaling 1,055,790,000 shares, totaling 686,263,500 baht (six hundred eighty-six million two hundred sixty-three thousand five hundred baht only) when combined with the interim dividend payment from the operating results for the period 1 January 2023 - 30 June 2023 and retained earnings (first half year period) at the rate of 0.30 baht per share, totaling 1,055,790,000 shares, totaling 316,737,000 baht (three hundred sixteen million seven hundred thirty-seven thousand baht only). Which was paid to shareholders on September 8, 2023. Calculated as dividends for the year 2023, totaling at the rate of 0.95 baht per share, for a total of 1,003,000,500 baht (one thousand three million five hundred baht only) or equivalent to 44.95 percent of the remaining net profit of the separate financial statements after deducting all types of various reserves. Which is in line with the company's stated dividend policy and approved the date for determining the names of shareholders who are entitled to receive dividends (Record Date) on Tuesday, March 12, 2024, and the dividend payment on Friday, May 17, 2024.

The said dividend payment at the rate of 0.65 bath is paid from the Company's net profit. In case of the person receiving the dividend that receive a tax credit is paid from the business's profit which are subject to corporate income tax at the rate of 20 percent of net profit.

The Company provided opportunities for shareholders or proxies to raise questions or express opinions, it appeared that none of the shareholders or proxies asked or expressed opinions and propose the meeting to consider and approve the interim dividend payment from the Company's operating result period 1 July 2023 - 31 December 2023 and retained earnings (second half of the year) at the rate of 0.65 baht per share, totaling 1,055,790,000 shares, totaling 686,263,500 baht (six hundred eighty-six million two hundred sixty-three thousand five hundred baht only) when combined with the interim dividend payment from the operating results for the period 1 January 2023 - 30 June 2023 and retained earnings (first half



year period) at the rate of 0.30 baht per share, totaling 1,055,790,000 shares, totaling 316,737,000 baht (three hundred sixteen million seven hundred thirty-seven thousand baht only). Calculated as dividends for 2023, totaling the rate of 0.95 baht per share, for a total of 1,003,000,500 baht (one thousand three million five hundred baht only). Which is in line with the company's stated dividend policy and approved the date for determining the names of shareholders who are entitled to receive dividends (Record Date) on Tuesday, March 12, 2024, and the dividend payment on Friday, May 17, 2024.

Pursuant to the Company's Articles of Association, this agenda requires an approval from the shareholders' meeting with a majority vote of the total number of votes of shareholders attending the meeting and casting their votes.

And ask the attendees who wish to vote, disapprove or abstain, press the voting button in the electronic system. It will take approximately 1 minute to vote.

After the voting has been closed, the Chairperson assigned Ms. Rungfah Larpyuenyong, Executive Vice President (Accounting & Budgeting) to report the Meeting as follows:

Result of the Voting for Agenda 4

Resolution	Number of Votes	Equivalent To
Approved	677,834,836	100.0000
Disapproved	0	0.0000
Abstained	0	Not constituted as votes
Voided Ballot	0	Not constituted as votes
Total Votes	677,834,836	-

Resolution The meeting acknowledged the interim dividend payment from the operating results for the period 1 January 2023 - 30 June 2023 and retained earnings at the rate of 0.30 baht per share, amounting to 1,055,790,000 shares, totaling 316,737,000 (three hundred sixteen million seven hundred thirty-seven thousand baht only) and approved the dividend payment to be paid in this period at the rate of 0.65 baht per share, totaling 686,263,500 baht (six hundred eighty-six million two hundred sixty-three thousand five hundred baht only) (together, the dividend for the year 2023 will be equal to 0.95 baht per share, totaling amount



1,003,000,500 baht (one thousand three million five hundred baht only) by specifying the list of shareholders who are entitled to receive the dividend (Record Date) on Tuesday, March 12, 2024 and the dividend payment on Friday, May 17, 2024 with a majority vote of all the votes of shareholders and proxies who attended the meeting and voted.

Agenda 5 To consider and approve the remuneration of Directors, the Audit Committee, and the Nomination, Remuneration and Corporate Governance Committee for the year 2024.

The Chairperson assigned Ms. Parichat Saipia, the Assistant to Chief Executive Officer and Company Secretary to present details to the meeting.

Ms. Parichat, informed the meeting that as per the Public Limited Company Act B.E. 2535 (as amended), section 90, shall not pay money or give any property to a director, unless it is a payment of remuneration under the articles of association of the company. Pursuant to the Articles of Association of the Company, in case of the Articles of Association does not specify that the payment of remuneration according to the first paragraph shall be in accordance with the resolution of the shareholder meeting which consists of a vote of no less than two-thirds of the number of shareholders present at the meeting.

Pursuant to Article 15 of Articles of Association of the Company, the directors shall have the rights to receive remuneration from the Company in the form of rewards, meeting allowance, gratuity, bonus or other types of benefits in accordance with the Articles of Associations or as approved by the Shareholders Meeting.

The Nomination, Remuneration and Corporate Governance Committee considered the appropriate of scope of duties of the Board of Directors, the company performance, business size, net profit and current economic conditions. The Meeting should approve the remuneration for Directors, the Audit Committee, and the Nomination, Remuneration and Corporate Governance Committee for the year 2024 same rate as the year 2023. The details are as follows:



1. The remuneration of the Board of Directors, the Audit Committee, and the Nomination, Remuneration and Corporate Governance Committee for the year 2024.

Details	Monthly Remuneration (Only for non-executive directors)	Meeting Allowance (Only for attending the meeting)
Remuneration of the Board of Directors		
- Chairperson	35,000 Baht	20,000 Baht
- Directors	20,000 Baht	15,000 Baht
Remuneration of the Audit Committee		
- Chairperson of Audit Committee	35,000 Baht	20,000 Baht
- Member of Audit Committee	30,000 Baht	15,000 Baht
Remuneration for the Nomination, Remuneration and Corporate Governance Committee		
- Chairperson of Nomination, Remuneration and Corporate Governance Committee	-	20,000 Baht
- Member of Nomination, Remuneration and Corporate Governance Committee	-	15,000 Baht

2. Bonus for Board of Directors for the year 2024

It deems to settle directors' remuneration bonus that reflect and link to Company's operating result or net profit not over 2% of the Company's annual net profit details as follows:

- The maximum limit for payment of bonus is 1,200,000 Baht for Chairperson of the Board of Directors and Chairperson of the Audit Committee.
- The maximum limit for payment of bonus is 1,000,000 Baht for the Chief Executive Officer.
- The maximum limit for payment of bonus is 800,000 Baht for the Directors and Audit Committee.

3. Other benefits: Directors do not receive other types of remuneration.

In this regard, the Nomination, Remuneration and Corporate Governance Committee has authorization to determine the guidelines and the allocation of bonuses and to propose the Board of Directors' Meeting and the Annual General Meeting of Shareholders to consider and approve before the actual allocation.



Remarks: Directors who act as members of many sub-committees to be paid (consists of monthly director remuneration and director bonus) at the highest rate only one position.

The Company provided opportunities for shareholders or proxies to raise questions or express opinions, it appeared that none of the shareholders or proxies asked or expressed opinions and proposed the Meeting to consider and approve the remuneration of Directors, the Audit Committee, and the Nomination, Remuneration and Corporate Governance Committee for the year 2024. Pursuant to the Company's Articles of Association, this agenda requires an approval from the shareholders' meeting with a vote of not less than two-third of the total number of votes of shareholders and proxies attending the meeting.

And ask the attendees who wish to vote, disapprove or abstain, press the voting button in the electronic system. It will take approximately 1 minute to vote.

After the voting has been closed, the Chairperson assigned Ms. Rungfah Larpyuenyong, Executive Vice President (Accounting & Budgeting) to report the Meeting as follows:

Result of the Voting for Agenda 5

Resolution	Number of Votes	Equivalent To
Approved	676,934,186	99.8504
Disapproved	823,650	0.1214
Abstained	190,000	0.0280
Voided Ballot	0	0.00
Total Votes	677,947,836	-

Resolution The Meeting approved the remuneration of Directors, the Audit Committee, and the Nomination, Remuneration and Corporate Governance Committee for the year 2024. With a vote of not less than two-third of the total number of votes of shareholders and proxies attending the meeting.



Agenda 6 To consider and approve the Directors' Remuneration (Bonus) for the year 2023.

The Chairperson assigned Ms. Parichat Saipia, the Assistant to Chief Executive Officer and Company Secretary to present details to the meeting.

Ms. Parichat, informed the meeting that according to Article 15 of Articles of Association of the Company, and the fact that the Board of Directors has been fully performed its duty with scarification. The Nomination, Remuneration and Corporate Governance Committee has considered the Directors' Remuneration (Bonus) for the year 2023 which is in accordance with the resolution of the Annual General Meeting of Shareholders for the year 2023 approving the directors' remuneration bonus that reflects and links to Company's operating result or net profit not over 2% of the Company's annual net profit details as follows:

- The maximum limit for payment of bonus is 1,200,000 Baht for Chairperson of the Board of Directors and Chairperson of the Audit Committee.
- The maximum limit for payment of bonus is 1,000,000 Baht for the Chief Executive Officer.
- The maximum limit for payment of bonus is 800,000 Baht for the Directors and Audit Committee.

The Board of Directors considered the opinions of the Nomination, Remuneration and Corporate Governance Committee proposed the meeting to consider and approve the Directors' Remuneration (Bonus) for the year 2023 in the aggregate amount of Baht 8,000,000 (eight million baht only) or representing 0.36 percent of the net profits of the Company stipulated in its financial statement which is in accordance with the resolutions of the Annual General Meeting of Shareholders for the year 2023.

The Company provided opportunities for shareholders or proxies to raise questions or express opinions, it appeared that none of the shareholders or proxies asked or expressed opinions. The Company proposed the meeting to consider and approve the remuneration of the Board of Directors (bonus) for the year 2023 according to the company's regulations. This agenda must be approved by a vote of not less than two-thirds of the total number of votes of shareholders and proxies attending the meeting.

And ask the attendees who wish to vote, disapprove or abstain, press the voting button in the electronic system. It will take approximately 1 minute to vote.



After the voting has been closed, the Chairperson assigned Ms. Rungfah Larpyuenyong, Executive Vice President (Accounting & Budgeting) to report the Meeting as follows:

Result of the Voting for Agenda 6

Resolution	Number of Votes	Equivalent To
Approved	676,685,786	99.8138
Disapproved	1,072,050	0.1581
Abstained	190,000	0.0280
Voided Ballot	0	0.00
Total Votes	677,947,836	-

Resolution The Meeting approved the Directors' Remuneration (Bonus) for the year 2023 in the aggregate amount of Baht 8,000,000 (eight million baht only) or representing 0.36 percent of the net profits of the Company stipulated in its financial statement which is in accordance with the resolutions of the Annual General Meeting of Shareholders for the year 2023. With a vote of not less than two-third of the total number of votes of shareholders and proxies attending the meeting.

Agenda 7 To consider and approve the appointment of directors who will be retire by rotation at the Annual General Meeting of shareholders for the year 2024.

The Chairperson assigned Ms. Parichat Saipia, the Assistant to Chief Executive Officer and Company Secretary to present details to the meeting.

Ms. Parichat, request the nominated directors to be elected as directors of the Company this time to leave the meeting room during the consideration of this agenda.

After the directors of the company that will be elected at this time have left the meeting room, Ms. Parichat, informed the meeting that the Public Limited Company Act B.E. 2535 (as amended), section 71 and Article 14 of the Articles of Association of the Company, one-third of directors must retire by rotation at every annual general meeting of shareholders. If the number of directors cannot be divided into 3 parts, the number nearest to one-third shall be drawn (1/3). Which the director with the longest position shall be retired by rotation and may be re-elected. In addition, in the Annual General Meeting of Shareholders for the year 2024, 3 directors are due to retire by rotation; namely,



- | | |
|--------------------------------|---|
| 1. Mr. Wanchai Lawattanatrakul | Independent Director, Chairperson of Audit Committee,
Chairperson of Nomination, Remuneration and Corporate Governance Committee |
| 2. Mr. Withoon Manomaikul | Director |
| 3. Mrs. Narinporn Malasri | Director and Executive Vice President
(Business Development) |

According to the good corporate governance practice regarding the equitable treatment of shareholders, the Company provides an opportunity for shareholders to propose agendas and nominate qualified candidates to be considered for election as a member of the Company's board of directors in the 2024 Annual General Meeting of Shareholders from October 1, 2023 to December 31, 2023., through the Stock Exchange of Thailand and published on the Company's website. After the expiration of the said period, there was no shareholder proposing any meeting agenda items in advance or proposing any appointment for the new director.

The Nomination, Remuneration and Corporate Governance Committee have been carefully considered and scrutinized according to the Company's processes. It is of the opinion that all 3 directors are knowledgeable, capable, experienced, and have a broad vision. Including having good morals and ethics towards the organization and being able to devote sufficient time that is beneficial to the Company's business operations. The independence of the independent directors has also been considered in terms of efficiency in performing their duties, including being able to express opinions independently and in accordance with the requirements of the Capital Market Supervisory Board and announcements of the Stock Exchange of Thailand.

The Board of Directors which does not include directors who have conflicts of interest, has considered that Mr.Wanchai Lawattanatrakul, a nominated person to be re-appointed as an independent director, has qualifications in accordance with the regulations of an independent director and agrees with the opinion of the Nomination, Remuneration and Corporate Governance Committee. The Company considered it appropriate to propose to the shareholder meeting to consider and approve the appointment of 3 directors who must be retired by rotation to return to the position of director for another term, namely Mr. Wanchai Lawattanatrakul, Mr. Withoon Manomaikul and Mrs. Narinporn Malasri. The appointment of such directors will be effective from the day following the date of the 2024 Annual General Meeting of Shareholders onwards.

Profiles and relevant information of the nominated persons to be re-appointed as directors and elected as new directors, are as per the details in the Enclosure 4.



The Company provided opportunities for shareholders or proxies to raise questions or express opinions, it appeared that none of the shareholders or proxies asked or expressed opinions and proposed the meeting to consider and approve the appointment of 3 directors who must retire by rotation, namely Mr. Wanchai Lawattanatrakul, Mr. Withoon Manomaikul and Mrs. Narinporn Malasri to be Director for another term. Pursuant to the Company's Articles of Association, this agenda requires an approval on an individual basis from the shareholders' meeting with a majority vote of the total number of votes of shareholders and proxies attending the meeting and eligible to vote.

And ask the attendees who wish to vote, disapprove or abstain, press the voting button in the electronic system. It will take approximately 1 minute to vote.

After the voting has been closed, the Chairperson assigned Ms. Rungfah Larpyuenyong, Executive Vice President (Accounting & Budgeting) to report the Meeting as follows:

Result of the Voting for Agenda 7.1 Approved the appointment of Mr. Wanchai Lawattanatrakul to be Director for another term.

Resolution	Number of Votes	Equivalent To
Approved	645,125,758	95.1752
Disapproved	32,703,478	4.8247
Abstained	118,600	Not constituted as votes
Voided Ballot	0	Not constituted as votes
Total Votes	677,947,836	-

Result of the Voting for Agenda 7.2 Approved the appointment of Mr. Withoon Manomaikul to be Director for another term.

Resolution	Number of Votes	Equivalent To
Approved	645,630,158	95.2442
Disapproved	32,237,678	4.7557
Abstained	80,000	Not constituted as votes
Voided Ballot	0	Not constituted as votes
Total Votes	677,947,836	-



Result of the Voting for Agenda 7.3 Approved the appointment of Mrs. Narinporn Malasri to be Director for another term.

Resolution	Number of Votes	Equivalent To
Approved	645,630,158	95.2442
Disapproved	32,237,678	4.7557
Abstained	80,000	Not constituted as votes
Voided Ballot	0	Not constituted as votes
Total Votes	677,947,836	-

Resolution The Meeting approved the appointment of 3 directors who must retire by rotation, namely Mr. Wanchai Lawattanatrakul, Mr. Withoon Manomaikul and Mrs. Narinporn Malasri, to be Director for another term. With a majority vote of the total number of votes of shareholders and proxies attending the meeting and eligible to vote.

Agenda 8 To consider and approve the appointment of auditors and the auditors' fee for the year 2024.

The Chairperson assigned Ms. Rungfah Larbyoenyong, Executive Vice President (Accounting & Budgeting) to present details to the meeting.

Ms. Rungfa informed the meeting that according to the Public Limited Company Act and section 120 and the Company's Articles of Association, Article 31, it is required that the annual general meeting of shareholders shall appoint auditors and set the remuneration of the auditor of the company every year.

Selection of auditors for the year 2024. The Audit Committee has considered and selected auditors who have been approved by the Office of the Securities and Exchange Commission ("SEC") and based on their performance, experience and readiness of personnel Independence of service scope, and audit fee rate. Therefore, it was deemed appropriate to propose to the meeting to consider and approve the appointment of KPMG PHOOMCHAI AUDIT CO., LTD , the Company's auditor for the year 2023, as the Company's auditor for the year 2024, as follows: By giving each person the power to act alone.



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|------------------------------------|---------------------------------------|
| 1. Ms. Sophit Prompol | Certified Public Accountant No. 10042 |
| 2. Mr. Natthaphong Tantichattanont | Certified Public Accountant No. 8829 |
| 3. Ms. Dussanee Yimsuwan | Certified Public Accountant No. 10235 |

In this regard, profiles of the nominated auditors to be elected as auditor for the year 2024, are as per the details in the Enclosure 5.

The auditors' fee for the year 2024 is set at the amount of 780,000 baht (seven hundred and eighty thousand baht) without other service fees, which is a reduced rate from 2023.

The above-named auditors are also appointed as year 2024 auditors of the Company's subsidiaries, total 43 companies. The 2024 auditors' fee for the Company and its subsidiaries, totals 4,227,000 Baht (Four million two hundred and twenty-seven thousand Baht) without other service fees.

Such auditor will be the person who signed for review or audit and give opinions on the financial statements of the Company and affiliates for the fourth year. None of the auditors nominated above is a related party and has conflict of interests with the Company, subsidiaries, executives, major shareholders, or related parties of those. Therefore, they remain independent in conducting and expressing opinion on the statutory financial statements of the Company. Furthermore, none of the previously mentioned auditors have performed the audit of the Company for more than the period specified by the relevant regulations and guidelines.

The Company provided opportunities for shareholders or proxies to raise questions or express opinions, it appeared that none of the shareholders or proxies asked or expressed opinions.

The Board of Directors considered the opinions of the Audit Committee. It was deemed appropriate to propose to the meeting to consider and approve the appointment of KPMG PHOOMCHAI AUDIT CO., LTD as the Company's auditor for the year 2024, with the following names:

- | | |
|------------------------------------|---------------------------------------|
| 1. Ms. Sophit Prompol | Certified Public Accountant No. 10042 |
| 2. Mr. Natthaphong Tantichattanont | Certified Public Accountant No. 8829 |
| 3. Ms. Dussanee Yimsuwan | Certified Public Accountant No. 10235 |

The auditors' fee for the year 2024 is set at the amount of 780,000 baht (seven hundred and eighty thousand baht) without any other service fees.

Pursuant to the Company's Articles of Association, this agenda requires an approval from the shareholders' meeting with a majority vote of the total number of votes of shareholders attending the meeting and casting their votes.

And ask the attendees who wish to vote, disapprove or abstain, press the voting button in the electronic system. It will take approximately 1 minute to vote.



After the voting has been closed, the Chairperson assigned Ms. Rungfah Larpyuenyong, Executive Vice President (Accounting & Budgeting) to report the Meeting as follows:

Result of the Voting for Agenda 8

Resolution	Number of Votes	Equivalent To
Approved	677,837,836	100.00
Disapproved	0	0.00
Abstained	110,000	Not constituted as votes
Voided Ballot	0	Not constituted as votes
Total Votes	677,947,836	-

Resolution The Meeting approved the appointment of auditors from KPMG PHOOMCHAI AUDIT CO., LTD as the auditor of the Company for the year 2024 as follows:

1. Ms. Sophit Prompol
Certified Public Accountant No. 10042
2. Mr. Natthaphong Tantichattanont
Certified Public Accountant No. 8829
3. Ms. Dussanee Yimsuwan
Certified Public Accountant No. 10235

The auditors' fee for the year 2024 is set at the amount of 780,000 baht (seven hundred and eighty thousand baht) without any other service fees. With a majority vote of the total number of votes of shareholders and proxies attending the meeting and eligible to vote.

Agenda 9 To consider and approve the capital reduction of the Company by eliminating 97,399,000 unissued ordinary shares with par value of THB 1.00 per share and the amendment to Clause 4. Registered Capital of the Company's Memorandum of Association.

The Chairperson assigned Ms. Parichat Saipia, the Assistant to Chief Executive Officer and Company Secretary to present details to the meeting.

Ms. Parichat, informed the meeting that according to the Public Limited Companies Act B.E 2535, section 140, the meeting of shareholders may pass a resolution to reduce the company's capital by decreasing the number of registered shares which have not been purchased by anyone or which have not yet been issued.



The Board of Directors agreed to propose the shareholder meeting to consider and approve the reduction of the company's registered capital from 1,153,189,000 baht to 1,055,790,000 baht by eliminating 97,399,000 ordinary shares that have not yet been issued for sale, with a par value of 1.00 baht per share, and amending the company's memorandum of association, Clause 4, regarding registered capital with the details are as follows.

- (A) Reduce registered capital from 1,153,189,000 baht to 1,055,790,000 baht by eliminating 97,399,000 ordinary shares that have not yet been issued for sale with a par value of 1.00 baht per share.
- (B) Amending the Memorandum of Association, Clause 4 , regarding registered capital to be in line with the reduction in registered capital by canceling the old message and using a new message as follows.

Item 4.	Registered capital amount	1,055,790,000 baht	(One thousand fifty-five million seven hundred and ninety thousand baht)
	Divided into	1,055,790,000 shares	(One thousand fifty-five million seven hundred and ninety thousand shares)
	Par value per share	1.00 baht	(One bath)
	By separating into		
	Common shares	1,055,790,000 shares	(One thousand fifty-five million seven hundred and ninety thousand shares)
	Net preferred shares	-None-	-None-

The Company provided opportunities for shareholders or proxies to raise questions or express opinions, it appeared that none of the shareholders or proxies asked or expressed opinions. The Company therefore proposed the Meeting to consider and approve the reduction of the Company by eliminating 97,399,000 unissued ordinary shares with par value of THB 1.00 per share and the amendment to Clause 4. Registered Capital of the Company's Memorandum of Association.

Pursuant to the Company's Articles of Association, this agenda must be approved by a vote of not less than three-quarters of the total number of votes of shareholders and proxies who attend the meeting and have the right to vote.

And ask the attendees who wish to vote, disapprove or abstain, press the voting button in the electronic system. It will take approximately 1 minute to vote.

After the voting has been closed, the Chairperson assigned Ms. Rungfah Larpyuenyong, Executive Vice President (Accounting & Budgeting) to report the Meeting as follows:



Result of the Voting for Agenda 9

Resolution	Number of Votes	Equivalent To
Approved	677,837,836	99.9837
Disapproved	0	0.00
Abstained	110,000	0.0162
Voided Ballot	0	0.00
Total Votes	677,947,836	-

Resolution The Meeting approved the reduction of the company's registered capital. By eliminating 97,399,000 ordinary shares that have not yet been issued for sale, with a par value of 1.00 baht per share, and amending clause 4 of the Company's memorandum of association regarding registered capital to be in line with the said capital reduction. With a vote of not less than three-quarters of the total number of votes of shareholders and proxies who attend the meeting and have the right to vote.

Agenda 10 To consider other matters

The Chairperson provided opportunities for shareholders or proxies to raise questions or express opinions.

Mr. Bat Guan Teo, a shareholder who attended in person asked for the progress of the Solar Farm Project for use in the new urban area the Eastern Economic Corridor Special Development Zone (EEC).

The Chairperson informed the meeting that the Solar Farm Project for use in the new urban area of the Eastern Economic Corridor Special Development Zone (EEC), that we are starting quite a few years ago that still on going. We hope that government will encourage every will possible to get the project starting so then will keep you inform the project progress of the project development.

As no shareholders or proxies made further inquiries or comments, the Chairperson thanked the shareholders and proxies for taking the time to attend the meeting today and closed the meeting.

The Meeting was adjourned at 15.30 hrs.

(Ms. Parichat Saipia)

Secretary

(Dr. Wandee Khunchornyakong Juljareern)

Chairperson



Enclosure 3 (for Agenda 4)

Dividend Policy

The company has set the dividend policy to pay dividend to shareholders not less than 40 percent of net profit of the Company's financial statements after legal reserve in compliance with the company regulations and laws, if for no other reason and such dividend payment shall have no impact on the normal operations of the business significantly concerning the board's consideration. Moreover, such operations will create the maximum benefit to the shareholders. The board resolution considering such payment must be presented for approval from the general meeting unless such payment is an interim dividend which the board of directors has the authority to approve and report this issue on the next general meeting.



Profiles and relevant information of the nominated persons
to be re-appointed as directors



1. Dr. Wandee Khunchornyakong Juljarern

Chairperson

Member of Nomination, Remuneration and Corporate Governance Committee

Chief Executive Officer

Type of director proposed to be appointed	Director
Date Appointed	1 April 2011
Age	67 Years old
Nationality	Thai
Education	<ul style="list-style-type: none">• Doctor of Philosophy (Strategic Leadership Supremacy), Suan Dusit Rajabhat University• Honorable Doctor of Science (Energy and Environmental), Sripatum University• Honorable Doctor of Business Administration, Western University• Honorary Doctor of Philosophy in Home Economics (Fashion Design and Apparel Innovation), Rajamangala University of Technology Thanyaburi• Honorary Doctor of Philosophy (Business Innovation Management), Rajamangala University of Technology Isan• Honorary Doctor of Philosophy (Community Energy and Environmental Studies), ChiangMai Rajabhat University• Master of Political Science (General Administration), Suan Sunandha Rajabhat University• Master of Science (Renewable Energy), Naresuan University



Training Record with Thai Institute of Directors (IOD)	<ul style="list-style-type: none"> • Master of Public Administration, Suan Sunandha Rajabhat Universit • Bachelor of Laws, Kasem Bundit University • Director Accreditation Program (DAP), Class 26/2004. Thai Institute of Directors (IOD) • Director Certification Program (DCP), Class 51/2004. Thai Institute of Directors (IOD)
Holding a position of director or executive in a listed company	<ul style="list-style-type: none"> • Chairperson and Chief Executive Officer, SPCG Public Company Limited • Chief Executive Officer, SPCG Public Company Limited
Holding a position of director or executive in a business other than a listed company	<ul style="list-style-type: none"> • Chairperson, Solar Power Company Limited • Chairperson and Managing Director, 34 subsidiaries of Solar Power Company Limited • Chairperson, Solar Power Asset Company Limited • Chairperson and Managing Director, 2 subsidiaries of Solar Power Asset Company Limited • Chairperson and Managing Director, Solar Power Engineering Company Limited • Chairperson and Managing Director, Solar Power Roof Company Limited • Chairperson and Managing Director, Steel Roof Company Limited • Chairperson and Managing Director, SET ENERGY Company Limited
Holding a position of director or executive in other businesses that may have conflicts of interest or have a business competition with SPCG	None
Experiences	<ul style="list-style-type: none"> • 2011 – Present Chairperson and Chief Executive Officer, SPCG Public Company Limited • 2013 - 2015 Director Universal Utilities Public Company Limited
Duration of Directorship	3 Years
Terms of Directorship	<ul style="list-style-type: none"> • Term 1: 2011-2013 • Term 2: 2013-2016 • Term 3: 2016-2019



- Term 4: 2019-2022
- Term 5: 2022-2025
- Was nominated to be a director for another term.
This will serve as the sixth term (2025-2028).

Shareholding in SPCG (including spouse and minor)

- Self : 28.32% (298,950,000 Shares)⁽¹⁾
- Spouse : None
- Minor : None
- Total : 28.32% (298,950,000 Shares)

Meeting attendance in 2023

- Board of Directors: Held 4 meetings, attended 4 meetings (accounting to 100%)
- Nomination, Remuneration and Corporate Governance Committee: Held 1 meetings, attended 1 meetings (accounting to 100%)

Forbidden qualification

- Has no criminal record in property-related offenses committed in corruption.
- There is no history of transactions that may cause conflicts of interest with SPCG Group Public Company Limited in the past year.

Remarks:

- ⁽¹⁾ Information as of the date of determining the latest list of shareholders (Record Date) on August 30, 2024.



Profiles of the nominated auditors to be elected as auditor
for the year 2025



Full Name	Ms. Sophit Prompol
Age	43 Years old
Certificate Public Accountant	Registration No. 10042
Service Period from Year	2021 to present
Total	4 Years
Auditor of	KPMG Phoomchai Audit Ltd. (“KPMG”)

Education

- Bachelor Degree in Accounting, Chulalongkorn University

Professional associations

- Member of Federation of Accounting Professions of Thailand
- Certified Public of Accountant, Thailand
- Auditor approved the Securities and Exchange Commission (SEC)

Auditing Experience

- Partner of KPMG Phoomchai Audit Ltd. (“KPMG”)

SPCG shareholding ☐ Yes (amount shares) ☒ No (Information as at December 31, 2024)

Supporting Information

1. Have any relationship or any interest with company/ subsidiaries/ holding company or juristic person in a way that may impact or conflict with the performance? **-None-**
2. Have any relationship with significant business in a way that may impact the performing task independently? **-None-**
3. Have any family relationship with directors or the major shareholders? **-None-**
4. Have any relationship as a director, employee, or any position in company and subsidiaries? **-None-**



Profiles of the nominated auditors to be elected as auditor
for the year 2025



Full Name Mr.Natthaphong Tantichattanont

Age 45 Years old

Certificate Public Accountant Registration No. 8829

Service Period from Year 2016 to 2020

Total 5 Years

Auditor of KPMG Phoomchai Audit Ltd. (“KPMG”)

Education

- Bachelor’s Degree in Business Administration, Thammasat University, Bangkok, Thailand
- Master’s Degree in Executive Business Administration, Graduate Institute of Business Administration of Chulalongkorn University, Bangkok, Thailand.

Professional associations

- Member of Federation of Accounting Professions of Thailand
- Certified Public of Accountant, Thailand
- Auditor approved the Securities and Exchange Commission (SEC)

Auditing Experience

- Partner of KPMG Phoomchai Audit Ltd. (“KPMG”)
- Secondment Program KPMG London

SPCG shareholding ☐ Yes (amount shares) ☒ No (Information as at December 31, 2024)

Supporting Information

1. Have any relationship or any interest with company/ subsidiaries/ holding company or juristic person in a way that may impact or conflict with the performance? **-None-**
2. Have any relationship with significant business in a way that may impact the performing task independently? **-None-**
3. Have any family relationship with directors or the major shareholders? **-None-**
4. Have any relationship as a director, employee, or any position in company and subsidiaries? **-None-**



Profiles of the nominated auditors to be elected as auditor
for the year 2025



Full Name	Ms.Dussanee Yimsuwan
Age	44 Years old
Certificate Public Accountant	Registration No. 10235
Service Period from Year	-
Total	-
Auditor of	KPMG Phoomchai Audit Ltd. (“KPMG”)

Education

- Bachelor Degree in Accounting, Chulalongkorn University

Professional associations

- Member of Federation of Accounting Professions of Thailand
- Certified Public of Accountant, Thailand
- Auditor approved the Securities and Exchange Commission (SEC)

Auditing Experience

- Director of KPMG Phoomchai Audit Ltd. (“KPMG”)
- Secondment Program KPMG Singapore

SPCG shareholding ☐ Yes (amount shares) ☒ No (Information as at December 31, 2024)

Supporting Information

1. Have any relationship or any interest with company/ subsidiaries/ holding company or juristic person in a way that may impact or conflict with the performance? **-None-**
2. Have any relationship with significant business in a way that may impact the performing task independently? **-None-**
3. Have any family relationship with directors or the major shareholders? **-None-**
4. Have any relationship as a director, employee, or any position in company and subsidiaries? **-None-**



Profiles of the nominated auditors to be elected as auditor
for the year 2025



Full Name	Ms. Kunnatee Kerdchana
Age	38 Years old
Certificate Public Accountant	Registration No. 12418
Service Period from Year	-
Total	-
Auditor of	KPMG Phoomchai Audit Ltd. (“KPMG”)

Education

- Bachelor Degree in Accounting, Chulalongkorn University

Professional associations

- Member of Federation of Accounting Professions of Thailand
- Certified Public of Accountant, Thailand
- Auditor approved the Securities and Exchange Commission (SEC)

Auditing Experience

- Director of KPMG Phoomchai Audit Ltd. (“KPMG”)
- Secondment Program KPMG Singapore

SPCG shareholding ☐ Yes (amount shares) ☒ No (Information as at December 31, 2024)

Supporting Information

1. Have any relationship or any interest with company/ subsidiaries/ holding company or juristic person in a way that may impact or conflict with the performance? **-None-**
2. Have any relationship with significant business in a way that may impact the performing task independently? **-None-**
3. Have any family relationship with directors or the major shareholders? **-None-**
4. Have any relationship as a director, employee, or any position in company and subsidiaries? **-None-**



สิ่งที่ส่งมาด้วย 6

หนังสือมอบฉันทะ (แบบ ก.)
Proxy (Form A)

(ปิดอากร
แสตมป์)
20 บาท

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า..... สัญชาติ.....

I / We

Nationality

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Residing at No. Road Tambon/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....

Province Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท เอสพีซีจี จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น

Being a shareholder of SPCG Public Company Limited, holding total amount of share(s)

และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

and having voting rights equivalent to vote(s), the details of which are as follows:

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Ordinary share share(s), having voting rights equivalent to vote(s)

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Preferred share share(s), having voting rights equivalent to vote(s)

(3) ขอมอบฉันทะให้

hereby authorize

(1).....อายุ.....ปี อยู่บ้านเลขที่.....

age years, reside at

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Road Tambol/Khwaeng Amphoe/Khet

จังหวัด.....รหัสไปรษณีย์.....หรือ

Province Postal Code , or

(2).....อายุ.....ปี อยู่บ้านเลขที่.....

age years, reside at

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Road Tambol/Khwaeng Amphoe/Khet

จังหวัด.....รหัสไปรษณีย์.....หรือ

Province Postal Code , or



(3).....อายุ.....ปี อยู่บ้านเลขที่.....
age years, reside at
ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....
Road Tambol/Khwaeng Amphoe/Khet
จังหวัด.....รหัสไปรษณีย์.....
Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนน
แทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ในวันศุกร์ที่ 18 เมษายน 2568 เวลา 14.00 น.
ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-AGM) รูปแบบเดียวเท่านั้น ภายใต้กฎหมายและกฎระเบียบ
อื่น ๆ ที่เกี่ยวข้อง

Only one of the above to be my/our proxy holder to attend and vote on my behalf
at the Annual General Meeting of Shareholders for the year 2025 on Friday, April 18, 2025
at 14.00 hrs., through electronic meetings (e-AGM) only under related laws and regulations.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเอง
ทุกประการ

Any business carried out by the proxy holder in the said meeting shall be deemed as
having been carried out by myself/ourselves in all respects.

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

ลงชื่อ / Signed.....ผู้รับมอบฉันทะ / proxy
(.....)

ลงชื่อ / Signed.....ผู้รับมอบฉันทะ / proxy
(.....)

ลงชื่อ / Signed.....ผู้รับมอบฉันทะ / proxy
(.....)

หมายเหตุ: ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าร่วมประชุม
และออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการ
ลงคะแนนเสียงได้

Remark: The shareholder shall appoint only one proxy holder to attend the meeting and vote
at the meeting. A shareholder may not split shares and appoint more than one
proxy holder in order to split votes.



แบบหนังสือมอบฉันทะ แบบ ข.

Proxy Form B.

(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว)

(Proxy Form containing specific details)

ทำยประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Ref: Notification of Department of Business Development regarding Proxy Form (No. 5) B.E. 2550

(ปิดอากร
แสตมป์)
20 บาท

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า..... สัญชาติ.....

I / We

Nationality

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Residing at No. Road Tambon/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....

Province Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท เอสพีซีจี จำกัด (มหาชน)

being a shareholder of SPCG Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

holding the total amount of shares, and having the right to vote equal to votes

as follows:

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

ordinary share shares, having the right to vote equal to votes,

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

preference share shares, having the right to vote equal to votes.

(3) ขอมอบฉันทะให้

Hereby appoint

(1).....อายุ.....ปี อยู่บ้านเลขที่.....

age years, reside at

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Road Tambol/Khwaeng Amphoe/Khet

จังหวัด.....รหัสไปรษณีย์.....หรือ

Province Postal Code or



(2).....อายุ.....ปี อยู่บ้านเลขที่.....
age years, reside at
ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....
Road Tambol/Khwaeng Amphoe/Khet
จังหวัด.....รหัสไปรษณีย์.....หรือ
Province Postal Code or

(3).....อายุ.....ปี อยู่บ้านเลขที่.....
age years, reside at
ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....
Road Tambol/Khwaeng Amphoe/Khet
จังหวัด.....รหัสไปรษณีย์.....หรือ
Province Postal Code or

☐ นายวันชัย หล่อวัฒนตรกุล ตำแหน่งกรรมการอิสระ และประธานกรรมการตรวจสอบ อายุ 69 ปี
อยู่บ้านเลขที่ 99/80 หมู่ที่ 8 ตำบลบางคูวัด อำเภอเมืองปทุมธานี จังหวัดปทุมธานี 12000

Mr.Wanchai Lawattanatrakul Position Independent Director and Chairperson of the
Audit Committee, age 69 years, resides at 99/ 80 Moo 8, Bang Khu Wat, Amphoe Mueang
Pathum Thani, Pathum Thani Province, 12000.

☐ หรือนายอภิชาติ ลิ้มเศรษฐานุวัต ตำแหน่งกรรมการอิสระ และกรรมการตรวจสอบ อายุ 61 ปี
อยู่บ้านเลขที่ 119 หมู่ที่ 3 ตำบลลำกระต่ายทอง อำเภอพรานกระต่าย จังหวัดกำแพงเพชร 62110

or Mr. Apichat Limsethanuwat Position Independent Director and Member of the
Audit Committee, age 61 years, resides at 119 Moo 3, Tambon Tham Kratai Thong, Amphoe
Phran Kratai, Kamphaeng Phet province 62110.

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า
ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ในวันศุกร์ที่ 18 เมษายน 2568 เวลา 14.00 น.
ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-AGM) รูปแบบเดียวนั้น ภายใต้กฎหมายและกฎระเบียบ
อื่น ๆ ที่เกี่ยวข้อง

Only one of the above to be my/our proxy holder to attend and vote on my behalf
at the Annual General Meeting of Shareholders for the year 2025 on Friday, April 18, 2025
at 14.00 hrs., through electronic meetings (e-AGM) only under related laws and regulations.



(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We hereby authorize the proxy to vote on my/our behalf at this meeting as follows:

- ☐ วาระที่ 1 พิจารณารับทราบรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ซึ่งประชุมเมื่อวันที่ 19 เมษายน 2567

Agenda 1: To consider and acknowledge the Minutes of the Annual General Meeting of Shareholders for the year 2024 held on Friday, April 19, 2024.

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

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- ☐ วาระที่ 2 พิจารณารับทราบรายงานของคณะกรรมการเกี่ยวกับผลการดำเนินงานของบริษัทฯ ประจำปี 2567

Agenda 2: To consider and acknowledge the Report of the Board of Directors of the Company's operating results for the year 2024.

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

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- ☐ วาระที่ 3 พิจารณาอนุมัติงบการเงินรวมและงบการเงินเฉพาะกิจการของบริษัทฯ ประจำปี 2567 สิ้นสุดวันที่ 31 ธันวาคม 2567

Agenda 3: To consider and approve the Consolidated Financial Statements and the Company's Financial Statements for the fiscal period ended on December 31, 2024.

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



- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

☐ วาระที่ 4 พิจารณออนุมัติจัดสรรกำไรและจ่ายเงินปันผลจากผลการดำเนินงานประจำปี 2567

Agenda 4: To consider and approve the Appropriation and Dividend Payment from the Company's Operating Results for the year 2024.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

☐ วาระที่ 5 พิจารณออนุมัติกำหนดค่าตอบแทนกรรมการบริษัทฯ กรรมการตรวจสอบและกรรมการสรรหา กำหนดค่าตอบแทน และบริษัทภิบาล ประจำปี 2568

Agenda 5: To consider and approve the Remuneration of Directors, the Audit Committee, and the Nomination, Remuneration and Corporate Governance Committee for the year 2025.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

☐ วาระที่ 6 พิจารณออนุมัติจ่ายค่าตอบแทนคณะกรรมการบริษัทฯ (โบนัส) ประจำปี 2567

Agenda 6: To consider and approve the Directors' Remuneration (Bonus) for the year 2024.

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



- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

- ☐ วาระที่ 7 พิจารณออนุมัติแต่งตั้งกรรมการแทนกรรมการที่ต้องออกจากตำแหน่งตามวาระ
ในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 และลดจำนวนกรรมการของบริษัทฯ
Agenda 7: To consider and approve the Appointment of Directors who are
due to retire by rotation at the 2025 Annual General Meeting of
Shareholders and Reduction of the number of the Company's
Directors.

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

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
☐ การแต่งตั้งกรรมการทั้งชุด
Vote for all nominees as a whole
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

- ☐ การแต่งตั้งกรรมการเป็นรายบุคคล
Vote for an individual nominee

ดร.วันดี กุญชรยาคง จุลเจริญ

Dr. Wandee Khunchornyakong Juljarern

- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

- ☐ วาระที่ 8 พิจารณออนุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชี ประจำปี 2568
Agenda 8: To consider and approve the Appointment of Auditors and the
Auditors' Remuneration for the year 2025.

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

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain



☐ วาระที่ 9 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 9: Other businesses (if any)

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

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of the proxy in any agenda that is not as specified in this Proxy Form shall be considered as invalid and shall not be my/our voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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 shall have the right to consider and vote on my/ our behalf as he/ she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried out by the proxy at the said meeting, except in case that the proxy does not vote according to my/our intention(s) specified in the Proxy Form, shall be deemed as having been carried out by myself/ourselves in all respects.

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

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

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

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



หมายเหตุ:

Remarks:

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.
2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
In respect of the agenda as to the election of the directors, either the whole set of the nominated candidates or an individual nominee may be voted for.
3. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ
In case there are any further agenda apart from those specified above brought into consideration in the meeting, the Grantor may use the Allonge of the Proxy Form B. as attached.



ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.
ALLONGE OF PROXY FORM B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท เอสพีซีจี จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ในวันศุกร์ที่ 18 เมษายน 2568 เวลา 14.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-AGM) รูปแบบเดียวกันนั้น ภายใต้กฎหมายและกฎระเบียบอื่น ๆ ที่เกี่ยวข้อง

The appointment of proxy by the shareholder of SPCG Public Company Limited. In the meeting of the Annual General Meeting of Shareholders for the year 2025 on Friday, April 18, 2025 at 14.00 hrs., through electronic meetings (e-AGM) only under related laws and regulations.

☐ วาระที่.....เรื่อง.....

Agenda No. Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

☐ (ข) ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

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

☐ วาระที่.....เรื่อง.....

Agenda No. Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

☐ (ข) ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

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

☐ วาระที่.....เรื่อง.....

Agenda No. Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

☐ (ข) ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

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



- ☐ วาระที่.....เรื่อง.....
Agenda No. Re:
☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
☐ (ข) ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain
- ☐ วาระที่.....เรื่อง.....
Agenda No. Re:
☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
☐ (ข) ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain
- ☐ วาระที่.....เรื่อง.....
Agenda No. Re:
☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
☐ (ข) ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain
- ☐ วาระที่.....เรื่อง.....
Agenda No. Re:
☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
☐ (ข) ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain



(ปิดอากร
แสตมป์)
20 บาท

แบบหนังสือมอบฉันทะ แบบ ค.

PROXY Form C.

(ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น)

(For foreign shareholders who have Custodian in Thailand only)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Ref: Notification of Department of Business Development regarding Proxy Form (No. 5) B.E. 2007

เขียนที่.....

Written at

วันที่..... เดือน..... พ.ศ.....

Date Month Year

(1) ข้าพเจ้า.....

I/We

สำนักงานตั้งอยู่เลขที่.....ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Residing at No. Road Tambon/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....

Province Postal Code

ในฐานะผู้ประกอบการธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ

acting as the Custodian for

ซึ่งเป็นผู้ถือหุ้นของ บริษัท เอสพีซีจี จำกัด (มหาชน) (“บริษัทฯ”)

being a shareholder of SPCG Public Company Limited (Company)

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้
holding the total amount of share(s) and having voting rights equivalent to vote(s)

☐ หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Ordinary share share(s), having voting rights equivalent to vote(s)

☐ หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Preferred share share(s), having voting rights equivalent to vote(s)

(2) ขอมอบฉันทะให้

hereby authorize

(1) ชื่อ.....อายุ.....ปี อยู่บ้านเลขที่.....ถนน.....

Name age residing at No. Road

ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....หรือ

Tambon/Khwaeng Amphur/Khet Province Postal Code or

(2) ชื่อ.....อายุ.....ปี อยู่บ้านเลขที่.....ถนน.....

Name age residing at No. Road



ตำบล/แขวง..... อำเภอ/เขต..... จังหวัด.....รหัสไปรษณีย์.....หรือ
Tambon/Khwaeng Amphur/Khet Province Postal Code or

(3) ชื่อ.....อายุ.....ปี อยู่บ้านเลขที่.....ถนน.....
Name age residing at No. Road
ตำบล/แขวง..... อำเภอ/เขต..... จังหวัด.....รหัสไปรษณีย์.....
Tambon/Khwaeng Amphur/Khet Province Postal Code

☐ นายวันชัย หล่อวัฒนตระกูล ตำแหน่งกรรมการอิสระ และประธานกรรมการตรวจสอบ อายุ 69 ปี
อยู่บ้านเลขที่ 99/80 หมู่ที่ 8 ตำบลบางคูวัด อำเภอเมืองปทุมธานี จังหวัดปทุมธานี 12000

Mr.Wanchai Lawattanatrakul Position Independent Director and Chairperson of the
Audit Committee, age 69 years, resides at 99/ 80 Moo 8, Bang Khu Wat, Amphoe Mueang
Pathum Thani, Pathum Thani Province, 12000.

☐ หรือนายอภิชาติ ลิ้มเศรษฐานุวัต ตำแหน่งกรรมการอิสระ และกรรมการตรวจสอบ อายุ 61 ปี
อยู่บ้านเลขที่ 119 หมู่ที่ 3 ตำบลถ้ำกระต่ายทอง อำเภอพรานกระต่าย จังหวัดกำแพงเพชร 62110

or Mr. Apichat Limsethanuwat Position Independent Director and Member of the
Audit Committee, age 61 years, resides at 119 Moo 3, Tambon Tham Kratai Thong, Amphoe
Phran Kratai, Kamphaeng Phet province 62110.

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนน
แทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ในวันศุกร์ที่ 18 เมษายน 2568 เวลา 14.00 น.
ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-AGM) รูปแบบเดียวกันนี้ ภายใต้กฎหมายและกฎระเบียบอื่น ๆ
ที่เกี่ยวข้อง

Only one of the above to be my/our proxy holder to attend and vote on my behalf
at the Annual General Meeting of Shareholders for the year 2025 on Friday, April 18, 2025
at 14.00 hrs., through electronic meetings (e-AGM) only under related laws and regulations.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

I/We authorize the Proxy to attend and vote in this Meeting as follows.

☐ มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

I/We authorize all of shares and having the right to vote equal

☐ มอบฉันทะบางส่วน คือ

I/We authorize partial that

☐ หุ้นสามัญหุ้น และมีสิทธิออกเสียงลงคะแนนได้เสียง
Ordinary share share(s) and having the right to vote equal to vote(s)

☐ หุ้นบุริมสิทธิหุ้น และมีสิทธิออกเสียงลงคะแนนได้เสียง
Preference share share(s) and having the right to vote equal to vote(s)

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด.....เสียง

The total number of voting right is.....votes

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We authorize the Proxy to attend and vote in this Meeting as follows.



- ☐ วาระที่ 1 พิจารณารับทราบรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ซึ่งประชุมเมื่อวันที่ 19 เมษายน 2567

Agenda 1: To consider and acknowledge the Minutes of the Annual General Meeting of Shareholders for the year 2024 held on Friday, April 19, 2024.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve.....votes Disapprove..... votes Abstain..... votes

- ☐ วาระที่ 2 พิจารณารับทราบรายงานของคณะกรรมการเกี่ยวกับผลการดำเนินงานของบริษัทฯ ประจำปี 2567

Agenda 2: To consider and acknowledge the Report of the Board of Directors of the Company's operating results for the year 2024.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve.....votes Disapprove..... votes Abstain..... votes

- ☐ วาระที่ 3 พิจารณาอนุมัติงบการเงินรวมและงบการเงินเฉพาะกิจการของบริษัทฯ ประจำปี 2567 สิ้นสุดวันที่ 31 ธันวาคม 2567

Agenda 3: To consider and approve the Consolidated Financial Statements and the Company's Financial Statements for the fiscal period ended on December 31, 2024.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve.....votes Disapprove..... votes Abstain..... votes



☐ วาระที่ 4 พิจารณานุมัติจัดสรรกำไรและจ่ายเงินปันผลจากผลการดำเนินงานประจำปี 2567

Agenda 4: To consider and approve the Appropriation and Dividend Payment from the Company's Operating Results for the year 2024.

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

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve.....votes Disapprove..... votes Abstain..... votes

☐ วาระที่ 5 พิจารณานุมัติกำหนดค่าตอบแทนกรรมการบริษัทฯ กรรมการตรวจสอบและกรรมการสรรหา กำหนดค่าตอบแทน และบรรษัทภิบาล ประจำปี 2568

Agenda 5: To consider and approve the Remuneration of Directors, the Audit Committee, and the Nomination, Remuneration and Corporate Governance Committee for the year 2025.

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

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve.....votes Disapprove..... votes Abstain..... votes

☐ วาระที่ 6 พิจารณานุมัติจ่ายค่าตอบแทนคณะกรรมการบริษัทฯ (โบนัส) ประจำปี 2567

Agenda 6: To consider and approve the Directors' Remuneration (Bonus) for the year 2024.

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

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve.....votes Disapprove..... votes Abstain..... votes



- ☐ วาระที่ 7 พิจารณานุมัติแต่งตั้งกรรมการแทนกรรมการที่ต้องออกจากตำแหน่งตามวาระในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 และลดจำนวนกรรมการของบริษัทฯ

Agenda 7: To consider and approve the Appointment of Directors who are due to retire by rotation at the 2025 Annual General Meeting of Shareholders and Reduction of the number of the Company's Directors.

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

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:

- ☐ การแต่งตั้งกรรมการทั้งชุด

Vote for all nominees as a whole

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง

Approve.....votes Disapprove..... votes Abstain..... votes

- ☐ การแต่งตั้งกรรมการเป็นรายบุคคล

Vote for an individual nominee

ดร.วันดี กุญชรยาคง จุลเจริญ

Dr. Wandee Khunchornyakong Juljarern

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง

Approve.....votes Disapprove..... votes Abstain..... votes

- ☐ วาระที่ 8 พิจารณานุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชี ประจำปี 2568

Agenda 8: To consider and approve the Appointment of Auditors and the Auditors' Remuneration for the year 2025.

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

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง

Approve.....votes Disapprove..... votes Abstain..... votes



☐ วาระที่ 9 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 9: Other businesses (if any)

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ จดออกเสียง.....เสียง
Approve.....votes Disapprove..... votes Abstain..... votes

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of the proxy in any agenda that is not as specified in this Proxy Form shall be considered as invalid and shall not be my/our voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

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 shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried out by the proxy at the said meeting, except in case that the proxy does not vote according to my/our intention(s) specified in the Proxy Form, shall be deemed as having been carried out by myself/ourselves in all respects.

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

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/proxy
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/proxy
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/proxy
(.....)



หมายเหตุ:

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศ และแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
 - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
 - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)
3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
5. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ

Remark:

1. Only foreign Warrant-holders whose names appear in the registration book and have appointed a Custodian in Thailand can use the Proxy Form C.
2. Evidence to be attached with this Proxy Form are:
 - (1) Power of Attorney from the Warrant-holder authorizing a Custodian to sign the Proxy Form on behalf of the shareholder.
 - (2) Letter of certification to certify that a person executing the Proxy Form has obtained a permit to act as a Custodian.
3. The Shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of Unit to several proxies for splitting votes.
4. In agenda regarding the appointment of new directors, the appointment can be made for all directors or for individual director.
5. In case there are any further agenda apart from those specified above brought into consideration in the meeting, the Grantor may use the Allonge of the Proxy Form C. as attached.



ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.

Allonge of Proxy Form C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท เอสพีซีจี จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ในวันศุกร์ที่ 18 เมษายน 2568 เวลา 14.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-AGM) รูปแบบเดียวเท่านั้น ภายใต้กฎหมายและกฎระเบียบอื่น ๆ ที่เกี่ยวข้อง

The appointment of proxy by the shareholder of SPCG Public Company Limited in the meeting of the Annual General Meeting of Shareholders for the year 2025 on Friday, April 18, 2025 at 14.00 hrs., through electronic meetings (e-AGM) only under related laws and regulations.

☐ วาระที่.....เรื่อง.....

Agenda No.

Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

☐ (ข) ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐งดออกเสียง.....เสียง

Approve.....votes Disapprove..... votes Abstain.....votes

☐ วาระที่.....เรื่อง.....

Agenda No.

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- ☐ วาระที่.....เรื่อง.....
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Approve.....votes Disapprove..... votes Abstain.....votes



The information of Director (Proxy for Shareholder)



Mr. Wanchai Lawattanatrakul

Independent Director⁽¹⁾

Chairperson of Audit Committee

Chairperson of the Nomination, Remuneration and Corporate Governance Committee

Age 69 years.

Nationality Thai

Address • 99/80 Moo 8, Bang Khu Wat, Amphoe Mueang Pathum Thani,
Pathum Thani Province 12000

Proportion of Total Shares Held (%)

- Self : None⁽²⁾
- Spouse : None
- Minor : None
- Total : None

Conflict of special interest in the proposed agenda

- Have no conflict of interest in any agenda according to Section 33 of the Public Company Limited Act (“**Public Company Act**”), which causes them to not have the right to vote on that matter.
- No conflict of interest in any agenda (according to AGM Checklist guidelines)

Remarks:

⁽¹⁾ The qualification of independent director according to the definition announced by the company and under the requirements of the Capital Market Supervisory Board and the announcement of the Stock Exchange of Thailand.

⁽²⁾ Information as of the date of determining the latest list of shareholders (Record Date) on August 30, 2024.



The information of Director (Proxy for Shareholder)



Mr. Apichat Limsethanuwat

Independent Director ⁽¹⁾

Member of Audit Committee

Member of the Nomination, Remuneration and Corporate Governance Committee

Age	61 years
Nationality	Thai
Address	<ul style="list-style-type: none">No. 119 Moo. 3, Tham Kratai Thong Sub-district, Phran Kratai District, Kamphaeng Phet Province 62110
Proportion of Total Shares Held (%)	<ul style="list-style-type: none">Self : None ⁽²⁾Spouse : NoneMinor : NoneTotal : None
การมีส่วนได้เสียเป็นพิเศษในวาระที่เสนอ	<ul style="list-style-type: none">Have no conflict of interest in any agenda according to Section 33 of the Public Company Limited Act (“Public Company Act”), which causes them to not have the right to vote on that matter.Have no conflict of interest in any agenda (according to AGM Checklist guidelines).

Remarks:

- ⁽¹⁾ The qualification of independent director according to the definition announced by the company and under the requirements of the Capital Market Supervisory Board and the announcement of the Stock Exchange of Thailand.
- ⁽²⁾ Information as of the date of determining the latest list of shareholders (Record Date) on August 30, 2024.



- **Authority and Responsibility of the Board of Director, the Audit Committee, the Nomination, Remuneration and Corporate Governance Committee and Chief Executive Officer**

The Board of Director

The Board of Directors has the authority and responsibility to manage the company to be in accordance with the law, objectives and regulations of the company as well as the shareholders' meeting resolution with integrity, cautions and to protect the company's interest as follow:

1. Set the Company's goal, guideline, policies, framework and budget; control and govern administration and management of the Executive Board to be in line with the assigned policies effectively
2. Supervise the company to comply with the Securities and Exchange law, the set of the main market requirements such as transactions connected and purchase or sale of significant assets in accordance with the set or applicable laws of the company's business.
3. Arrange shareholders' meeting as annual ordinary meeting within 4 months commencing from the end of company's accounting period.
4. To provide the company's corporate governance policy in writing and agree to the policy and to review the policies and procedures regularly at least once a year.
5. To provide code of business ethics in writing to all directors, executives and employees understand the ethical standards that the company uses to conduct their business and support them with serious compliance with such code.
6. Consider the conflict of interest carefully. The consideration of transactions that may have conflicts of interest should have a clear and beneficial approach to the company's interests and overall shareholders. The stakeholders should not participate in the decision-making and supervise compliance with the process requirements, procedures, and disclosure of the transactions that may contain conflicts of interest.
7. Provide operational control system, Financial reporting and compliance rules and policies include providing individuals or entities that are independent of the duties responsible for monitoring such control systems and reviewing important systems at least once a year and disclosed in the annual report.
8. To determine the risk management policy that covers the entire organization and review the system or assess the effectiveness of risk management at least once a year and to be disclosed in the annual report.
9. The Board of Directors or the Audit Committee shall review the adequacy of the internal control system and risk management in the annual report.



10. Provide clear guidelines to those who wish to notify the clues through the website or the report directly to the company. By the way the notification of a clue may be prescribed through an independent director or audit committee of the company in order to verify the information in accordance with the process prescribed by the Company and report to the Board of Directors

11. The Board of Directors shall provide authority to one or more directors or any other person to perform any action on behalf of the Board. Under the control of the Board of Directors or to be authorized to provide such persons with the power of the Board of Directors and within the period that the Board deems appropriate. The Board of Directors may revoke, change or amend the authorized person or authority when appropriate. The Board of directors may provide the management with the authority to perform operations with details of the jurisdiction of the management's duties, which shall not be a delegation under the authority of management with a conflict of interest in the company or its subsidiaries.

12. To ensure the company's subsidiaries to maintain the benefits of the company's investments by considering the suitability of the persons to be submitted as a director of the subsidiary to control the management of the company's policies and transactions according to the laws and regulations of the Securities and Exchange Act and the announcement of the SET.

13. To appoint the company secretary under Securities and Exchange law in order to create and retain documents, to conduct various activities of the Board of Directors, including the Board of Directors ' meeting, shareholders ' meeting, and other legal and regulatory counsel to the company's board of directors. The company secretary should be trained and continually updated on the knowledge of the law, accounting and other duties of the company secretary



The Company's definition on Independent Director which is in accordance with the requirements of the Capital Market Supervisory Board and the Stock Exchange of Thailand.

1. Holding no more than 1% of total voting shares including the parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company and including the shareholding of persons related to the independent directors.

2. Not currently be or never been the company's executive director, worker, employee, salaried consultant, or controlling parties including the parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company. Exception: It has been at least two years before the date of appointment as an independent director.

3. Not by blood or legally registered with other directors, executives, major shareholders, controlling parties, or persons who will be nominated as directors, executives, or controlling parties of the company or subsidiary.

4. Not currently having or never had any relations with the company including the parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company in the way that such relation may impede the person from having independent views. Including neither being nor having been a significant shareholder or the controlling person who has a business relationship with the company, its subsidiaries, joint venture, major shareholders, or controlling person of the company. Exception: It has been at least two years before the date of appointment as an independent director.

Business relationship under the first paragraph, including normal business transaction for business operations, rental or rental of real estate, transaction related assets or services. Or giving or financial supporting by accepting or lending loans and guarantees of assets as collateral for liabilities, including other similar circumstances which the company or partners of contract has an obligation to pay to the other parties from 3% of the net tangible asset of the company or more than 20 million baht. Moreover, the calculation of debt obligation shall be in accordance with the calculation method for value of related parties transaction under the notification of the Capital Market Supervisory Board on the rule for conducting related parties transaction mutatis mutandis. But when considering the said debt burden shall include debt burdens incurred during one year before the date of having a business relationship with the same person.



5. Not currently being or never been the company's auditor including the parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company and not having been a significant shareholder or the controlling person who has a business relationship with the company, its subsidiaries, joint venture, major shareholders, or controlling person of the company. Exception: It has been at least two years before the date of appointment as an independent director.

6. Not currently be providing or never provided professional services, legal consulting, nor financial consulting services to the company with a fee more than THB 2 million per year including the company, the parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company. Also, the person should not currently be or never be a significant shareholder, controlling person, or partners of current service providers. Exception: It has been at least two years before the date of appointment as an independent director.

7. Not currently a director appointed to represent the company's directors, major shareholders, or the shareholder related to major shareholder of the company.

8. Not currently be operating under similar business nature and significant competition to the company or subsidiary; or not a significant partner of the partnership, executive director, salaried worker, employee, or consultant; or holding more than 1% of voting shares of any other companies operating under similar business nature and significant competition to the company and subsidiary.

9. Not under any conditions that may impede the person from having independent views towards the company's operations

After being appointed as an independent director with characteristics according to No. 1. - 9. Independent directors may be assigned by the Board of Directors to make decisions in the business operations of the Company, subsidiaries, associated companies, same level subsidiaries, legal entities that may have a conflict major shareholders or the Company's controlling person, with a collective decision in the form of a collective decision.

In the event that the person appointed by the Company to be an independent director is a person who has or has had a business relationship or provided professional services exceeding the value specified in Clauses 4 or 6, the Company shall be exempted from the prohibition of having or having had a business relationship or provided professional services exceeding such value only when the Company has provided the opinion of the Company's Board of Directors indicating that it has considered in accordance with the principles of the Securities and Exchange Act B.E. 2535 Section 89/7 that the appointment of such person does not affect the performance of duties and the provision of independent opinions and has provided for the disclosure of information in the meeting invitation letter on the agenda to



consider the appointment of independent directors in accordance with the relevant laws and regulations.

The Audit Committee

1. Review and ensure that the company has correct and sufficient financial report.
2. Review and ensure that the company has appropriate and effective internal control and internal audit and to consider the independent of internal audit sector as well as approve on the appoint, transfer, lay off the head of internal audit or other divisions that are responsible for internal audit.
3. Review and ensure that the company practices according to Securities and Exchange of Thailand laws, regulations of Stock Exchange of Thailand and other laws related to the Company's business.
- 4 . Consider, select and propose to appoint independent individual to stand in the Company's auditor and propose remuneration of the said person, including attend a meeting at least once a year with the auditor and without the presence of the management team.
5. Review related transactions or transaction that may have conflict of interest, to be in line with the laws and regulations of Stock Exchange of Thailand. This is to ensure that the aforementioned transactions are reasonable and is for the Company's highest interest.
6. Prepare audit committee reports by disclosure in the Company's annual report. The aforementioned reports must be signed by the Chairperson of the Audit Committee and must at least consist of the following information.
 - 6.1. Opinion regarding correctness, completeness and reliable of the Company's financial reports.
 - 6.2. Opinion regarding adequacy of the Company's internal control.
 - 6.3. Opinion regarding practices in accordance to the Securities and Exchange of Thailand laws, Stock Exchange of Thailand regulations or laws that are related to the Company's business.
 - 6.4. Opinion regarding the appropriateness of auditors.
 - 6.5. Opinion regarding transactions that may have conflict of interest.
 - 6.6. The frequency of the audit committee meetings and the attendance of each audit committee members.
 - 6.7. Overall opinion or notable points that the audit committee received from performing their duties in accordance to the charter.
 - 6.8. Other matters that shareholders and general investors should acknowledge under the scope of duties and responsibilities that were assigned by the Board of Director.
7. Act on issues that were assigned by the Board of Director upon approval of the Audit Committee



The Nomination, Remuneration and Corporate Governance Committee

Nomination

1. Select and recruit individual that is suitable to be proposed to the director with principles by which the individual that was proposed must have knowledge, competence, independence, perform director's duties with carefulness, faithfulness, able to fully dedicate their time, have appropriate age, healthy, able to attend directors' meeting regularly. This is also to consider from other name list which the shareholders propose as candidate to be nominated as the company's director.
2. Prepare in advance the name list of suitable individuals to be directors and/or in the case where there's vacant in the director or chief executive officer position.
3. Asking for opinions from Board of Director and/or other committees to include in the consideration of recruiting before proposing to the committee or shareholders meeting, depending on the case to consider and appoint.
4. Evaluate performance of committee, subcommittee and chief executive officer according to the operating performance of each year.
5. Considers the qualifications of the Top Executive to suit the business management of the company and its subsidiaries, covering education, experience, knowledge, and expertise.
6. Supervises to ensure that the Company arranges orientation programs to the newly appointed director(s) to perform the roles and responsibilities.
7. Perform other duties as assigned by the Board of Directors.

Remuneration

1. Consider remuneration for committee and subcommittee, which also includes monthly allowance, meeting allowance, yearly bonus and other benefits, both monetary and non-monetary with principles and structure that are fair and reasonable to propose to the board of directors and shareholders meeting for approval.
2. Consider remuneration for the chief executive officer which includes wages, yearly bonus and other benefits, both monetary and non-monetary with principles or method and structure that are fair and reasonable.
3. Reconsider remuneration for committee, subcommittee and chief executive officer by considering from performance and Company's operating performance as well as regulations in industry and top listed companies in Stock Exchange of Thailand and scope of responsibilities.
4. Disclose the remuneration policy and available options and comments from the Nomination, Remuneration and Corporate Governance Committee in the Annual Report.
5. Perform other duties as assigned by the Board of Directors



Corporate Governance

1. Define corporate governance policies, practices, and related operations including sustainability management and corporate social responsibility aspects to conform with principles, standards, and requirements as stipulated by the Stock Exchange of Thailand, the Securities and Exchange Commission, and other recognized institutions domestically and internationally.
2. Define guidelines, as well as supervise and monitor process, to ensure that the Company's operations are in compliance with established policies and practices.
3. To be regulator, consult, evaluation, and reviewer of policies based on the principle of good governance and good ethics to develop the good governance of the Company.
4. To prepare and report the performance of the Nomination, Remuneration and Corporate Governance Committee to the Board of Directors and disclose in the Annual Report which is signed by the Chairperson of the Nomination, Remuneration and Corporate Governance Committee
5. Perform other duties as assigned by the Board of Directors.

Chief Executive Officer

1. Manage Company business and daily operation and administration in accordance with the business policies, plans and strategies that the Board of Director approved.
2. Has the authority to approve in doing any transaction in Company's general business operating including compile proposal in entering into procurement contract or in accordance with the authorization regulations which the Board of Director had set periodically.
- 3 . Assign duties and responsibilities in Company's managing and operating to the management team and company's staff in line with the organization structure that the Board of Director had approved; to conform the law and regulations of the company.
4. Have the authorities to authorize a substituted agent and/or assigned other individual to perform one or many tasks instead of the Chief Executive Officer under the scope of authorities that the Chief Executive Officer was assigned to and in accordance with the regulations and laws. In authorizing a substituted agent, must be in accordance with the Company's laws and regulations, order or resolution of the Board of Director and/or what the Company had specified.
5. Have the authority to hire, appoint, transfer, lay-off and set salary for employees that are lower than the executives position, along with appoint employer representative in the Company's provident fund committee
6. Has the authority to instruct on the regulations, announcement and records regarding employees operations to be in accordance with the company's policies and to protect the company's interest as well as maintain discipline within the organization.
7. Perform duties on matters assigned by the Board of Director.



Regardless, the scope and operations of the chief executive officer is under the regulations of the board of directors' governance so as to be in line with the company's policy set forth by the board and act within the laws and regulations of the company. The chief executive officer must accept policies set forth by the board and act on them accordingly. As well as set up annual reports of all operations to the board.



The Articles of Association, concerning to the Shareholders' Meeting

Regulation 11: The Company may suspend register of any share transfer during period 21 days prior to date of each Shareholders' Meeting by issue of public announcement at the Company's headquarters and all branch offices not less than 14 days in advance of scheduled book closing date.

Regulation 14: One-third of director must retire by rotation at every annual general meeting of shareholders. If the number of directors cannot be divided into 3 parts, the number nearest to one-third shall be drawn.

Directors who have to retire in the first year and the second year after the registration of the conversion of the company, the lottery shall be conducted to determine who will be retired. In the subsequent years, the director with the longest position shall be retired by rotation and may be re-elected.

Regulation 15: The directors have the right to receive remuneration from company in the rewards, meeting allowance, gratuities, bonus, or other benefits in accordance with the regulations or approved by the shareholders' meeting.

Which may be specified as a definite amount or guideline and may be scheduled from time to time or will remain in effect until the change is possible. In addition to receiving allowance and benefit in accordance with the regulation of the company.

The provision in the first paragraph does not effect the rights of the employees who was elected as a director in order to receive remuneration and benefit as an employee of the company.

Regulation 26: The Board of Directors must ensure that an Ordinary General Shareholders' Meeting is called within 4 months following the ending of the Company's fiscal year.

Any other Shareholders' Meeting will be referred to as Extraordinary Shareholders' Meeting. The Board of Directors may call an Extraordinary Shareholders' Meeting at any time as and when circumstance justifies, or Shareholders holding aggregate share of not less than 20% of total share or no. of shareholders not less than 25 shareholders holding aggregate share of not less than 10% of total share may put in written request to the Board of Directors to call an Extra Ordinary Shareholders' Meeting with clearly specified agenda justifying the Shareholders' Meeting. In such case, the Board of directors will call the Extra Ordinary Shareholders' Meeting within 1 month after receiving the written request.



Regulation 27: In calling for an Extraordinary Shareholders' Meeting, the Board of Directors must issue Notice for attending the Extraordinary Shareholders' Meeting clearly stated venue of Meeting, Date and Time of Meeting, Agenda of Meeting and matters to be raised at the meeting with relevant details, and clearly specified matters requiring acknowledgement, requiring approval or requiring consideration, together with the Board of Directors' recommendation for each matter, dispatch to Shareholders and Registrar not less than 7 days in advance of Meeting date. A public announcement must be placed in daily newspaper for 3 consecutive days not less than 3 days before scheduled Meeting date.

For all shareholders' Meetings, meeting may be held at the venues within province where its Head Quarter is located or any other provinces within the Kingdom of Thailand.

Regulation 28: At the Shareholders' Meeting, any shareholder may authorized other persons as proxies to attend and vote on their behalf. The instrument appointing proxy shall be dated and duly authorized by the Shareholder given on the form provided by the Company's registrar.

The proxy form must be handed to the Chairman or the person assigned by the Chairman at the Meeting prior to attending the Meeting.

Regulation 29: For any Shareholders' Meeting a quorum is formed by the presence of at least 25 shareholders attending in person or by his/her proxy (if any) or at least one half of the total member of shareholders and must represent shareholding of not less than one-third of total shares.

In the case where one hour has passed since the time for which the meeting is scheduled and the number of shareholders attending the meeting is still in adequate for a quorum, if such meeting called as a result of a request by the shareholders, such meeting shall be cancelled. But in any other cases, such meeting failing to form a quorum will be postponed and re-scheduled by sending out Notice of Attending the Re-scheduled Shareholder' Meeting not less than 7 days prior to the rescheduled meeting date. The rescheduled shareholders meeting will not require a quorum to be formed.

In any Shareholders Meeting, the Chairman of the Board of Directors will chair the Meeting. Without the Chairman of the Board of Directors or the Chairman of the Board of Directors is not present at the Shareholders' Meeting, a Vice Chairman of the Board of Directors (if such designation exists) may chair the Meeting. If without the Vice Chairman of the Board of Directors or not present or unable to chair the Shareholders' Meeting, the Meeting may elect any shareholder in attendance to chair the Shareholders' Meeting.



Regulation 30: Resolution at the Shareholders' Meeting will be by voting, each share carries one vote.

- (1) In normal cases, resolution will be by majority vote present at the Meeting. In a tied-vote situation, the Chairman of the Meeting can cast the deciding vote.
- (2) In the following cases, at least 3 quarters of votes is required for such resolution
 - a. Sell-out or transfer of part of or the entire business to third party.
 - b. Purchase of or acquire by transfer of other company or private business to become part of the Company.
 - c. Enter into contract, amending or canceling contract pertaining to leasing the Company's business whole or significant part of. Assignment to third party to manage the Company's business or merging business with third party with intent of profit sharing.
 - d. Amendment to the Company's Memorandum of Association.
 - e. Capital increase or decrease or issue of convertible debenture.
 - f. Merging or terminating the Company
 - g. Issue of share for debt settlement as per law governing public company. (Issue No.2) year B.E 2544.

Regulation 31: Issues deem appropriate for the Annual General Shareholders' Meeting

- (1) To consider and acknowledge Reports of The Board of Directors proposed to the Meeting on the operational performance of the Company for the preceding fiscal year.
- (2) To consider and approve the Audited Balance Sheets and profit and loss statements for the preceding fiscal year.
- (3) To consider apportioning the profit and retained earnings for reserve.
- (4) To elect Directors to replace Retiring Directors due to end of tenure and fix remuneration.
- (5) Appointment of Auditor and fix Auditor's fee.
- (6) Any other issue.

Regulation 34 : The Board of Directors must prepare the financial report, balance sheet at the end of company fiscal year to present to the general annual meeting to consider. The financial report and balance sheet must be verified by the audit before presenting to the meeting of shareholders.

Regulation 37: Dividend shall not be paid from other money apart from profit. If the company sustains and accumulated loss, the dividend shall not be paid.



Except in the case of preferred shares specified otherwise. Appropriation of dividend shall be according to number of share equally.

Dividend Payment must be approved from The Annual General Meeting of Shareholder.

The Board of Directors may payout transitory dividend to the shareholders from time to time when it appears that the company has profit to do such, and report to the next general meeting.

The payment of such dividend must be made within 1 month from the resolution of the shareholder meeting or from the Board of Director, as the case may be. This must be notified in writing to the shareholder and to be announced in the newspaper. No interest is paid to the company, if the dividends are paid within the period specified by law.

Regulation 38: The Company shall appropriate money as reserve of at least 5% of net profit for the year of the company less accumulated until that reserve is 10% of the registered capital.

When approve from shareholders, the Company may transfer the others reserve, the reserve abide by law, or excess reserve accordingly to compensate the company cumulative loss.



QR Code for Downloading Form 56-1 One Report 2024

The Thailand Securities Depository Co., Ltd., as a securities registrar under the Stock Exchange of Thailand, has developed a system which allows SET Listed Companies to send to the shareholders documents regarding the General Meeting of Shareholders and Form 56-1 One Report 2024 in the form of E-books accessible through QR Code, thus allows the shareholders to access the information with ease.

The shareholder can download information via QR Code in the Notification of Meeting form by following the steps below.

1. For iOS System (iOS 11 and above)

- 1.1. Turn on the mobile camera.
- 1.2. Turn the mobile camera to the QR Code to scan it.
- 1.3. The notification will appear on top of the screen. Click on the notification to access Form 56-1 One Report.

Remark: If the notification does not appear on the mobile phone, the QR Code can be scanned with other applications such as QR CODE READER, Facebook or Line.

2. For Android System

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

How to scan the QR Code with Line application

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

- 1.2 Scan the QR Code to access Form 56-1 One Report 2024.



Request form for the Form 56-1 One Report 2024 (Book)

Dear Shareholders,

According to the realization of global warming impact, SPCG Public Company Limited has arranged QR code as appeared in the Notification of Meeting of the Annual General Meeting of Shareholders for the year 2025 so that shareholders may download Form 56-1 One Report 2024 in the electronic form from that QR code.

Nevertheless, any shareholder who would like to receive a hard copy of Form 56-1 One Report 2024, please fill in the form below and send it back to us via the channels as follow:

1. E-mail: ir@spcg.co.th or info@spcg.co.th
2. By post to the Company Secretary and Corporate Governance
SPCG Public Company Limited
No. 1 Capital Work Place Building 10th Flr.,
Soi. Jamjan, Klongton-Nua, Watthana
Bangkok 10110

To: Company Secretary and Corporate Governance

I, Mr. / Mrs. / Ms. _____
Address no. _____ Road _____ Subdistrict _____
District _____ Province _____ Postal code _____
Telephone _____ Email _____

Would like to receive the following documents in book form (Book) (Please mark the boxes)

- ☐ Form 56-1 One Report 2024 (Thai version)
- ☐ Form 56-1 One Report 2024 (English version)



Advance Question Form
for the Annual General Meeting of Shareholders for the year 2025
SPCG Public Company Limited
On Friday, April 18, 2025 at 14.00 hrs.
Through electronic meetings (e-AGM) only.
Under laws and other related laws and regulations.

The Company realizes the right of shareholders and equal treatment of shareholders. In order to comply with the principles of good corporate governance, the Company provides an opportunity for shareholders who wish to submit questions in advance regarding matters contained in this agenda item. Please fill out the following form in writing and send back to the company by one of the channels mentioned below within Thursday, April 17, 2025.

I Mr. / Mrs. / Ms. _____

Telephone no./ Mobile no. _____ E-mail _____

☐ Shareholders of SPCG Public Company Limited. Total number of shares held _____ shares

☐ Proxies from _____ who is a Shareholders of SPCG Public Company Limited, Total number of shares held _____ shares

Agenda No.

Questions

_____	_____

_____	_____

_____	_____

Channels for sending questions in advance:

1. E-mail: ir@spcg.co.th or info@spcg.co.th
2. By post to the Company Secretary and Corporate Governance
SPCG Public Company Limited
No. 1 Capital Work Place Building 10th Fl.,
Soi. Jamjan, Klongton-Nua, Watthana, Bangkok 10110



Enclosure 12


Guidelines for attending the Annual General Meeting of Shareholders
for the year 2025 through electronic media (e-AGM)

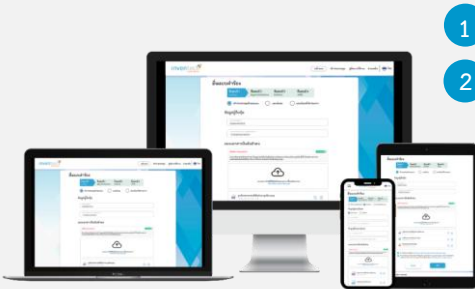
(Details appear in the Inventech Connect user manual)

Guidelines for attending of Electronic Meeting by Inventech Connect

Shareholders and proxies wishing to attend the meeting can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows :

Step for requesting Username & Password from via e-Request system

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://inv.inventech.co.th/SPCG288595R/#/homepage> or scan QR Code  and follow the steps as shown in the picture



- 1 Click link URL or scan QR Code in the letter notice Annual General Meeting

- 2 Choose type request for request form to 4 step

Step 1 Fill in the information shown on the registration

Step 2 Fill in the information for verify

Step 3 Verify via OTP

Step 4 Successful transaction, The system will display information again to verify the exactitude of the information

**** Merge user accounts, please using the same email and phone number ****

- 3 Please wait for an email information detail of meeting and Password

2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from 8 April 2025 at 8:30 a.m. and shall be closed on 18 April 2025 Until the end of the meeting.

3. The electronic conference system will be available on 18 April 2025 at 12:00 p.m. (2 hours before the opening of the meeting). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.

Appointment of Proxy to the Company's Directors

For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, The Shareholders can submit a request to attend the meeting by Electronic Means of the specified procedures or send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company by Thursday 17, April at 5.00 p.m.

SPCG Public Company Limited

Company Secretary and Corporate Governance Dapartment

1 Capital Work Place Building, 10th Floor,

Soi Jamjan Klongton Nua Sub-District, Wattana, Bangkok Thailand 10110

If you have any problems with the software, please contact Inventech Call Center



02-460-9225



@inventechconnect



The system available during 8 - 18 April 2025 at 08.30 a.m. – 05.30 p.m.
(Specifically excludes holidays and public holidays)

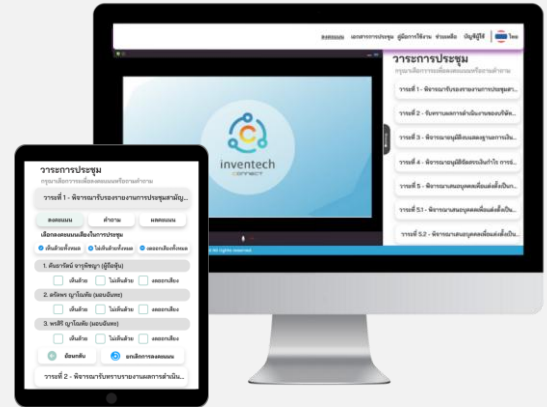


Report a problem

@inventechconnect

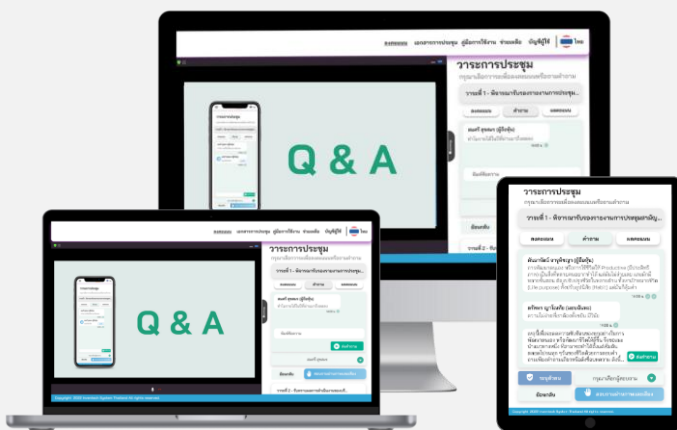
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 1 Get email and password that you received from your email or request OTP
- 2 Click on “Register” button, the system has already registered and counted as a quorum.
- 3 Click on “Join Attendance”, Then click on “Accept” button
- 4 Select which agenda that you want to vote
- 5 Click on “Vote” button
- 6 Click the voting button as you choose
- 7 The system will display status your latest vote



To cancel the last vote, please press the button “Cancel latest vote (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result) Shareholders can conduct a review of the votes on an agenda basis. When the voting results for that agenda are closed.

Step to ask questions via Inventech Connect



- Select which agenda
 - Click on “Question” button
- 1 Ask a question
 - Type the question then click “Send”
 - 2 Ask the question via video
 - Click on “Conference”
 - Click on “OK” for confirm your queue
 - Please wait for the queue for you then your can

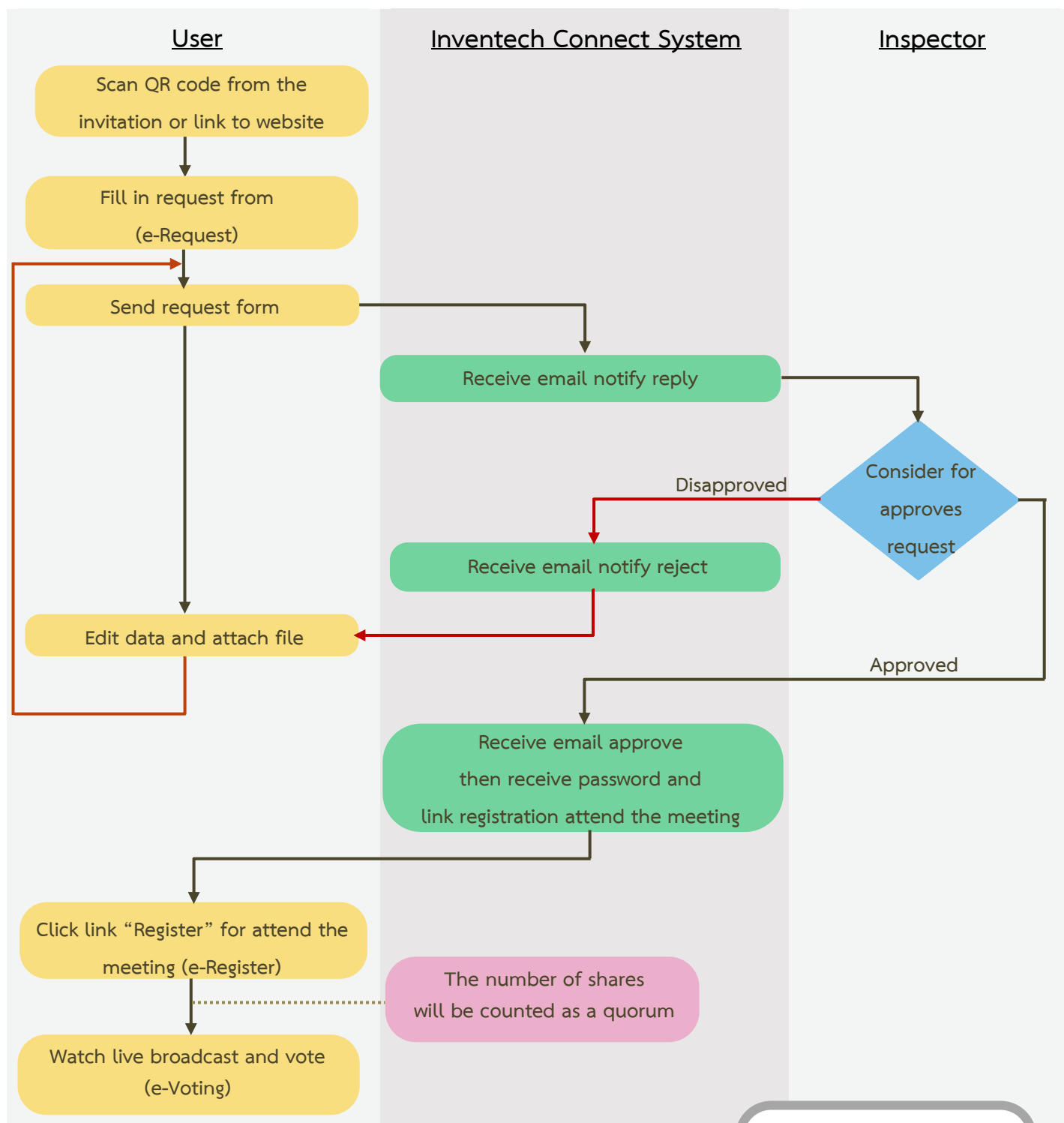
How to use Inventech Connect



User Manual and Video of using Inventech Connect

* Note Operation of the electronic conferencing system and Inventech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

1. Internet speed requirements
 - High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
 - High Quality Video: Must be have internet speed at 1.0 Mbps.
 - Standard Quality Video: Must be have internet speed at 0.5 Mbps.
2. Equipment requirements.
 - Smartphone/Tablet that use IOS or android OS.
 - PC/Laptop that use Windows or Mac OS.
3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge **** The system does not supported internet explorer.**



Condition of use

In case Merge account/change account

In case filing request multiple by using the same email and phone number, the systems will merge account or in case user has more than 1 account, you can click on "Change account" and the previous account will still count the base in the meeting.

In case Exit the meeting

Attendees can click on "Register to leave the quorum", the systems will be number of your shares out from the meeting base.