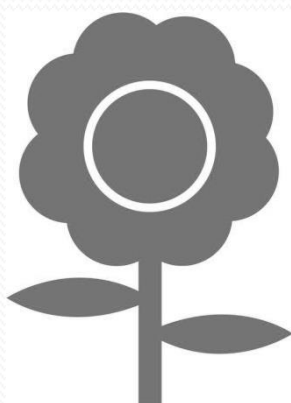


Invitation to the Annual General Meeting of Shareholders 2022



Thantawan Industry Public Company Limited

Friday April 22, 2022 at 10.00 A.M.

Via an electronic meeting only

Suntowers Building B, Meeting room; 39th floor,
123 Vibhavadi-Rangsit Road, Khwaeng Chomphon, Khet
Chatuchak, Bangkok 10900

Remark: The Company will hold the General Meeting of Shareholders via Electronic Meeting only to provide conveniences for shareholders without travelling to join the meeting in person which could make shareholders at risk of contracting of the COVID-19 infection. Shareholders can join the Annual General Meeting of Shareholders via electronic meeting only.

Privacy Notice
for the 2022 Annual General Meeting of Shareholders

Thantawan Public Company Limited (“the Company”) is greatly committed to safeguarding and respecting the privacy right of shareholders and/or proxy holders, the Company, therefore, provides the personal data protection measure for the attendees of the 2022 Annual General Meeting of Shareholders in accordance with the Privacy Data Protection Act B.E. 2562.

The Company would like to inform the shareholders and/or proxy holders regarding the information and rights under the law as follows;

1. What personal data the Company may collect, use and disclose

The Company is necessary to collect personal data regarding shareholders and/or proxy holders which Personal consists of the following:

- General Personal Data such as name, surname, identification number, date of birth, gender, nationality, shareholder identification number, image, video recording etc.
- health information for public health objectives in preventing the spread of COVID-19.
- Contact Information such as address, telephone number, and email etc.

The Company may receive and collect directly from shareholders and/or proxy holders and from Thailand Securities Depository Company Limited (“TSD”).

2. Purpose of collection, use and disclosures of personal data

The Company collects, uses and discloses personal data for following purpose:

- Determining the list of shareholders in order to inviting, holding and proceed the Annual General Meeting of Shareholders for the year 2022 in accordance with the Company’s regulation and required by law, as well as delivering documents as requested by shareholders.
- Preparing the Minute of the Annual General Meeting of Shareholders.
- Using for screening attendees who are at risk for COVID-19 to comply with the measure and guidelines for meeting arrangement issued by government agencies related to public health and communicable disease prevention.
- Probably disclosing personal data to person or agencies related to above-mentioned purpose such as Ministry of Commerce, SET or government agencies related to public health and communicable disease prevention.
- Using for providing security of the shareholder meeting, promoting the Company’s public relations under legitimate interest basis and the interests of the Company shall not override the fundamental rights and freedoms of the shareholders and/or proxy holders.

3. Retention Periods for Personal Data

The Company will retain your personal data within the period specified by relevant laws to serve the purposes of the above-mentioned activities.

4. Rights of Data Owner

As the owner of the personal data, you have the rights as stipulated in the Privacy Protection Act B.E. 2562, which include the rights to withdraw the consent, to access and obtain a copy of your personal data, to correct, delete or clean up your personal data, refuse to processing of your personal data, rights to transfer your personal data according to the legal method stipulated, rights of complaint and rights to object to the processing or disclosing your personal data.

5. Contact Information

To contact the Company to exercise those rights under the Personal Data Protection Act B.E. 2562, or state other requirements, please contact

Data Protection Officer

Thantawan Industry Public Company limited

123 Sun Towers Building A, 39th Vibhavadi-Rangsit Road, Jomphol, Jatujak District, Bangkok, Thailand 10900

hours: Monday – Friday 8:00 A.M.- 5:30 P.M.

Tel: 02-273-8333 Ext.3209

Email: pdpa@thantawan.com

(Translation)

Ref: THIP-SET/009/2022

March 7, 2022

Subject: Notice of the Annual General Meeting of Shareholders 2022

Dear: Shareholders of Thantawan Industry Public Company Limited.

Enclosures:

1. Copy of Minutes of Annual General Meeting of Shareholders 2021.
2. Annual report 2021 comprising of financial statements for the year ended December 31, 2021 in the form of QR Code.
3. Profile of the nominated of Directors to replace Retirement by rotation.
4. Definition and qualification of independent director(s) of the Company.
5. Profile of Auditor(s).
6. Submission of questions related to the Company in advance of the meeting.
7. Proxy Form A, B and C
8. Names and information of independent directors who are proposed as a proxy holder.
9. Explanation of proxy procedure, registration, identification documents required to attend the meeting and voting at the Shareholders' Meeting.
10. The Articles of Association on the Shareholders' Meeting.
11. Rules for attending the shareholders' meeting via electronic media
12. Form of Acceptance for the invitation of online meeting

The Board of Director of Thantawan Industry Public Company Limited ("THIP" or "the Company") has resolved, in its meeting no.3/2022 on Friday March 4, 2022, to convene the 2021 Annual General Meeting of Shareholders (AGM) which will be held on Friday April 22, 2022 from 10:00 A.M., via an electronic meeting only in accordance with the Royal Decree on Electronic Meetings B.E. 2563 (as amended) and other related rules and regulations. That live from Sun Towers Building B, Meeting room; 39th floor, 123 Vibhavadi-Rangsit Road, Khwaeng Chomphon, Khet Chatuchak, Bangkok 10900 and fix the Record Date for the shareholders to attend and vote at the Annual General Meeting of Shareholders on Wednesday March 18, 2022.

In setting the 2022 AGM agendas, the Company had announced on the Company's website to invite shareholders to propose agenda(s) for the meeting in advance from Wednesday September 1, 2021 to Tuesday November 30, 2021. However, there was no any proposal of the agenda to the Company. The Company, then, proposed the following agendas as adhere to the resolution of the Board of Director:

Agenda 1. To approve and certify the minutes of the 2021 Annual General Meeting of Shareholders

Objective and Reason: The Company held the 2021 Annual General Meeting of shareholders on Monday April 26, 2020. Via an electronic meeting. And The minutes of the meeting was submitted to the Stock Exchange of Thailand (SET) together with the copy to the Securities and Exchange Commission (SEC) within 14 days and the Ministry of Commerce according to the laws. In addition, the Company also disclosed the minutes on the Company's website at www.thantawan.com (for more details, please see [Enclosure 1](#)).

Opinions of the Board of Directors: The Board of Director's meeting has considered that the minute of the 2021 AGM of Shareholders is accurate and it's deemed appropriate to propose to the Shareholders' Meeting to certify the minutes of the 2021 Annual General Meeting of Shareholders.

Vote requirement: The resolution under this agenda has to be passed by the majority vote of shareholders attending and voting in the meeting. The Chairman of the meeting shall have a casting vote in case votes on this agenda are equal.

Agenda 2. To acknowledge the Company's operating results of the year 2021.

Objective and Reason: The report of operating results of the year 2021 is shown in the Annual Report ([Enclosure 2](#)) which has been sent to shareholders together with the notice of this meeting.

Opinions of the Board of Directors: Deemed appropriate to report the Company's operating result of the year 2021 to Shareholders for acknowledgement.

Vote requirement: This agenda is for shareholders' acknowledgment; therefore, voting is not required.

Agenda 3. To consider and approve the financial Statements for the year ended December 31, 2021.

Objective and Reason: The Financial Statements was prepared pursuant to the Generally Accepted Accounting Principles, and already reviewed and verified by CPAs (Certified Public Accountants), and approved by the Audit Committee and the Board of Director. Details were shown in the financial statements of the Annual Report 2021.

Opinions of the Board of Directors: Deemed appropriate to proposed to the Shareholders' Meeting for considering approving the financial statements for the year ended December 31, 2021, which has been considered by the Audit Committee and audited by the Certified Public Accountant.

Vote requirement: The resolution under this agenda has to be passed by the majority vote of shareholders attending and voting in the meeting. The Chairman of the meeting shall have a casting vote in case votes on this agenda are equal.

Agenda 4. To consider and approve the allocation of operating profit for the year 2021 and dividend payment.

Objective and Reason: The Company has the net profit for the year 2021 at 382.82 Million Baht with no accumulated loss. Consequently, the Company could consider paying dividend to the shareholders in accordance with article 44 of the Articles of Association which does not allow the Company to pay the dividend out of any fund other than profits. The dividend payments shall be distributed according to the number of shares in equal amount for each share. Further, according to article 45 of the Articles of Association, the Company has to set a portion of annual net profit as a reserve fund of at least 5 percent of the annual net profit deducted by the accumulated loss (if any) until the reserve is amounting to at least 10 percent of the registered capital as per described in Enclosure 10.

According to the Company's dividend distribution policy. The Company would consider an operating result and return on shareholders' equity for the long term. The Board of Director considered and agreed that this dividend payments are appropriated and in line with the dividend distribution policy which shall be consistent with on Company's performances and the Company still has a strong and sufficient fund to support the Company's growth and expansion of business consistently.

Opinions of the Board of Directors: Deemed appropriate to propose to the Shareholders' Meeting for considering approving the allocation of profit from the operating results for the year 2021 from January 1, 2021 to December 31, 2021 at the rate of 1.75 Baht per share, totaling 157,499,450.50 Baht. which will be paid from;

- 1) Net profit after the deduction of 20% corporate income tax at the rate of 1.40 Baht per share, totaling 125,999,560.40 Baht.
- 2) Net profit of operating income promoted by the Board of Investment are tax exempt at the rate of 0.35 Baht per share, totaling 31,499,890.10 Baht.

The dividend payment must be approved by the 2022 Annual General Meeting of Shareholders and dividend payment is scheduled for Tuesday, May 17, 2022, designated on Friday, March 18, 2022 as the Record Date for determining the list of shareholders eligible to attend the 2022 Annual General Meeting of Shareholders and to set Friday, April 29, 2022 as the Record Date for determining the right of shareholders in order to receive dividend payment from the company's net profit.

Additionally, the Company is not required to allocate the net profit of the year 2021 for the legal reserve fund because the legal reserve fund of the company already reached the rate stipulated by laws (fully reserve fund).

Table: Comparison of the Company's dividend payments over the past 3 years:

Description	Operating Results		
	Year 2021	Year 2020	Year 2019
No. of Common Shares	89,999,686	80,000,000	80,000,000
Net Profit (Million Baht)	382.82	347.81	244.52
Earnings per share (Baht per share)	4.25	4.35	3.06
Dividend Payment (Baht per share)	1.75	1.70	1.25
Total Dividend Payment (Million Baht)	158	136	100.00
Dividend payment ratio (%)	41.18	39.08	40.85

Vote requirement: The resolution under this agenda has to be passed by the majority vote of shareholders attending and voting in the meeting. The Chairman of the meeting shall have a casting vote in case votes on this agenda are equal.

Agenda 5. To consider and approve the capital decrease of the Company from 90,000,000 shares to 89,999,686 by cutting off the remaining registered shares from the stock dividend allocation.

Objective and Reason: As a result of the 2021 Annual General Meeting of Shareholders held on April 26, 2021, it was resolved to approve the increase of the Company's registered capital in the amount of 10,000,000 baht from the original registered capital of 80,000,000 baht to a new registered capital of 90,000,000 baht by issuing 10,000,000 new ordinary shares par value of 1 baht per share to support the dividend payment of not more than 10,000,000 ordinary shares. As a result of the stock dividend payment on May 24, 2021, Shareholders received a total of 9,999,686 shares of stock dividends. Therefore, there are 314 newly issued ordinary shares remaining from the dividend payment because the Company still has not fully sold shares as registered. In order to comply with the requirements of the law, it is necessary to reduce the registered capital of the company in the amount of 314 baht from the original registered capital of 90,000,000 baht to a new registered capital of 89,999,686 baht by means of cutting off the remaining registered shares from the stock dividend allocation of 314 shares at 1 baht per share.

Board of Director's opinion: Deemed appropriate to propose to the 2022 Annual General Meeting of Shareholders to consider and approve the reduction of the registered capital of the Company in the amount of 314 baht from the original registered capital of 90,000,000 baht to the new registered capital of 89,999,686 baht by cutting off the remaining registered shares from the stock dividend allocation of 314 shares at 1 baht per share.

Further, the Company's authorized directors and/or other person designated by the authorized directors shall be authorized to register the increase of the Company's registered capital with the Department of Business Development, Ministry of Commerce, and shall be authorized to amend or modify texts or perform any necessary acts which are required pursuant to the Registrar's order.

Vote requirement: The vote of not less than three quarter of the total number of shareholders attending the meeting who has the right to vote.

Agenda 6. To consider and approve an amendment to Clause 4 of the Memorandum of Association to be consistent with the change of par value of the Company's share

Objective and Reason: In order to be consistent with the reduction of the Company's registered capital from 90,000,000 baht to 89,999,686 baht as proposed to the 2022 Annual General Meeting of Shareholders for consideration in Agenda 5, the Company requests the 2022 Annual General Meeting of Shareholders to consider and approve the amendment to Clause 4 of the Memorandum of Association in accordance with the reduction of the registered capital of the Company.

Opinions of the Board of Directors: Deemed appropriate to propose to the Shareholders' Meeting for considering approving the amendment to Memorandum of Association Clause 4 in accordance with the increase of registered capital.

Clause 4 Registered Capital	89,999,686 Baht	(Eighty-nine-nine-hundred-and-ninety-nine-thousand -six hundred-and-eighty-six-million Baht)
Divided into	89,999,686 Shares	(Eighty-nine-nine-hundred-and-ninety-nine-thousand -six-hundred-and-eighty-six-million Shares)
With par value of	1 Baht	(One Baht)
Divided as follows		
Ordinary shares	89,999,686 Shares	(Eighty-nine-nine-hundred-and-ninety-nine-thousand -six hundred-and-eighty-six-million Shares)
Preferred shares	- Shares	(- Shares)

Further, the Company's authorized directors and/or other person designated by the authorized directors shall be authorized to register an amendment to Clause 4 of the Memorandum of Association with the Department of Business Development, Ministry of Commerce, and shall be authorized to amend or modify texts or perform any necessary acts which are required pursuant to the Registrar's order

Vote requirement: The vote of not less than three quarter of the total number of shareholders attending the meeting who has the right to vote.

Agenda 7. To consider and approve the appointment of directors replacing those retired

Objective and Reason: In accordance with the company's Article of Association, at every Annual General Meeting of Shareholders (AGM), one-third of the total number of directors shall retire from office. The retiring directors are eligible for re-election. At this Annual General Meeting of Shareholders, there are following 3 directors retiring by rotation namely:

1. Mr. Sayan Satangmongkol Independent Director and Chairman of Audit Committee
2. Mr. Sivanas Nagadatta Director
3. Ms. Detbordin Riensubdee Director

The Company invited shareholders to propose qualified candidates for the nomination to be directors of the Company from Wednesday September 1, 2021 to Tuesday November 30, 2021. However, there was no shareholder propose any candidates as directors of the Company.

The Nomination, Remuneration and Corporate Governance Committee, excluding the directors having conflict of interest in the matter, considered and filtered for the suitability of those directors who have a capability, being an expert in their assignment and responsibilities, with all along serving the company with their full effort which was the benefit of the Company's business and suitable for the company's business operations. Additionally, those aforementioned directors are not being a director or executive of any other business which might cause a conflict of interest with the Company and have full qualifications in accordance with the relevant laws and the Articles of Association. For these reasons, it was seen as appropriate to propose directors to shareholders.

Opinions of the Board of Directors: The Board of Directors has considered, screened, and selected the candidates according to the complete selection process. Deemed appropriate to propose to the Shareholders' Meeting for considering approving directors as follows:

1. Mr. Nivat Bangsa-ngiam; Independent director
2. Mr. Tanai Charinsarn; Independent director
3. Mr. Teerachai Siritunyanont; Director.

The appointment of these three directors shall take effect from the shareholders' meeting approved on April 22, 2022. Biographies and meeting attendance of the nominated director are shown as attached of Enclosure 3. Also, the qualifications of the Company's independent directors are higher than the minimum regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand, see details as attached of Enclosure 4.

Vote requirement: The resolution under this agenda must be passed by the majority vote of shareholders attending and voting in the meeting. The Chairman of the meeting shall have a casting vote in case votes on this agenda are equal.

Agenda 8. To approve the remuneration of the Company's Directors for the year 2022.

Objective and Reason: In accordance with Clause 22 of the Article of the Company stipulates that directors shall have a right to receive remuneration from the Company in the form of reward, attendance fee, gratuity, bonus or any other consideration as per approved by the shareholders meeting. The remuneration of directors may be specified as certain amount or with specific terms and for specified time or effective until the shareholders meeting has a resolution to change.

The Company has a procedure for the remuneration proposal and consider by the nomination, remuneration and corporate governance committee before proposing to the Board of Director for consideration and then proposing to shareholders' meeting for approval. The nomination, remuneration and corporate governance committee considers in accordance with the following criteria:

1) Consider appropriately by comparing with criteria, procedure, pay rate, duties of the same industry and business with the Company as well as considering to liquidity.

2) Consider dividend payment to pay only the non-executive directors and if no dividend payment were paid to shareholders, the non-executive directors would also not be paid their annual bonus in that year.

The nomination, remuneration and corporate governance committee's opinion: It was considered appropriate directors' remuneration in consistent with duties and responsibilities of directors as well as the aforementioned criteria. It was considered appropriate to determine the remuneration of the directors, bonus for non-executive directors and the remuneration of sub-committee for the year 2022 in amount of 11,000,000 Baht (Monthly Compensation, Meeting fee and bonus) as below:

Directors' remuneration structure

	2022	2021
1. The Board of Director remuneration		
1.1 The Board of Director remuneration (Baht/Month)		
- Chairman	50,000	50,000
- Director	35,000	35,000
1.2 The meeting allowance (Baht/Time)		
- Chairman	20,000	20,000
- Non-Executive Director	10,000	10,000
2. Sub-committee remuneration is paid on the number of times		
2.1 Audit Committee (Baht/Time)		
- Chairman	20,000	20,000
- Director	10,000	10,000

2.2 Nomination Remuneration Committee and Corporate Governance Committee (Baht/Time)

- Chairman	20,000	20,000
- Director	10,000	10,000

2.3 Risk Management Committee (Baht/Time)

- Chairman	20,000	20,000
- Director	10,000	10,000

3. The remaining number of items 1 and 2 will be allocated as bonuses for the Non-Executive Directors.

The allocation method is as specified by Chairman of Board of Director. By assessing the performance and duration of work. If there is no dividend payment to shareholders, there will be no bonus payment.

Comparison table of remuneration of directors

Description	2022 (proposal for this year)	2021	
		Budget proposal	Actual paid
Directors' remuneration (Baht)	11,000,000	10,800,000	9,765,000

Opinions of the Board of Directors: Considered approving as Nomination, Remuneration and Corporate Governance committee's opinion, therefore it's deemed appropriate to propose to the Shareholders' Meeting for considering approving the remuneration and bonus of the Company's Directors for the year 2022 in the not exceeding amount of 11,000,000 Baht.

Other remunerations are the health insurance, insurance for protection against COVID-19 and a director's liability insurance in the amount of 10,000,000 Baht.

Vote requirement: Resolution under this agenda shall require the approval from the Annual General Meeting of Shareholders, not less than two-thirds (2/3) of total votes of shareholders attending the meeting.

For this agenda, all directors are direct interested person thus the directors who are also the shareholders of the Company will abstain from voting in this agenda. In case shareholders appoint directors, who are the interested person as proxies, such directors should be entitled to vote as usual, unless otherwise specified to the proxies by the shareholders accordingly.

Agenda 9. To consider the appointment of the Company's auditors and annual audit fee for the year 2022

Objective and Reason: In accordance with the Public Company Limited Act, B.E. 1992 (2535) specify that the annual ordinary meeting of shareholders shall appoint an auditor and determine the remuneration of the auditor of the company every year. The former auditor may be re-appointed. For the year 2022, the audit committee propose to appoint the current auditor, EY Office Limited, who has worked to the Company for

5 years to be auditor of the Company by considering its great standard, expertise and good operation so far. Moreover, the appropriateness of auditor's remuneration compared with the same rank of the listed company. The audit company and auditors on the proposed list have no relationship or interest with the Company, executives and major shareholders or related person. Consequently, the auditor is independent in auditing and expressing opinion on the financial statements of the Company. See detail as attached of Enclosure 5.

Board of Director's opinion: Board of Director considered and agreed with the Audit Committee to appoint EY Office Limited as Company's auditor in 2022 and the appointment of auditor and its remuneration shall be proposed for further approval by the Annual General Meeting of Shareholders as follows:

1. To consider appointing EY office Co., Ltd. as the Company's auditor in 2022 which nominates Ms. Siriwan Suratepin or anyone in the below list. In case the aforementioned auditor is not on duty, EY office Co., Ltd. will assign its other responsible auditor to audit and express opinion on Company's financial statement.

Name	CPA registered no.	Amount of auditor (years)
1. Ms. Siriwan Suratepin	4604	5
2. Mr. Wichart Lokatekrawee	4451	-
3. Ms. Kamontip Lertwitworatep	4377	-

2. Auditing fee or remuneration in the amount of Baht 1,750,000 excluding expenses related to the Audit which actually disbursed.

Description (Unit:Baht)	Audit Fee	
	2022	2021
1. Annual Financial Statement review	1,050,000	1,050,000
2. Interim financial statements review	600,000	600,000
3. Annual report review	100,000	100,000
Total Audit Fee	1,750,000	1,750,000
4. Other expenses – BOI promotion certificate 100,000 Baht per license.	100,000	100,000
Total Audit Fee and other expense	1,850,000	1,850,000

Remark: For the license to obtain privileges from investment promotion. If additional rights are granted, other fees under item 4 will be increased in accordance with the number of licenses.

Vote requirement: The resolution under this agenda has to be passed by the majority vote of shareholders attending and voting in the meeting. The Chairman of the meeting shall have a casting vote in case votes on this agenda are equal.

Agenda 11. To consider any other business (if any)

- Remarks:
- 1) The Notice of the Shareholders' Meeting together with its enclosures are available for download on the company's website www.thantawan.com, under the title "Download Shareholder Meeting".
 - 2) Shareholders may submit his or her question prior to the Annual General Meeting of Shareholders in advance, from Friday April 1, 2022 to Wednesday April 20, 2022 according to the Company's rule as attached of Enclosure 6.
 - 3) Shareholders, who is unable to attend the shareholders' meeting, can appoint the other persons to attend and vote on his/her behalf by choosing one of proxy forms. The Company has enclosed the proxy form A, B or C with more detail of Enclosure 7 i.e., form A (simple form), form B (all details are clearly indicated) or form C (in case of foreign investor shareholder appoint local custodian as their representative).
 - 4) Or the shareholder may appoint the independent directors of the Company to attend the meeting and vote on his/ her behalf. Profiles of the independent directors are shown in Enclosure 8 as enclosed with this Notice of the Annual General Meeting of Shareholders. We request your kind cooperation in sending the proxy form with reference documents as specified in Enclosure 7 to the Company within Wednesday April 20, 2022 by postal mail to the Company Secretary of Thantawan Industry Public Company Limited, 123 Sun Towers Building A, 32nd floor, Vibhavadi-Rangsit Road, Chomphon, Chatuchak, Bangkok, 10900.
 - 5) Please read the Rules for attending the shareholders' meeting via electronic media (E-AGM) as detailed in Enclosure 11.

The Company, consequently, would like to invite all shareholders to attend the meeting on the date, time and venue as the above mentioned. Shareholders can join the electronic meeting on Friday April 22, 2022 at 09.00 a.m. onwards.

Yours sincerely,

- Signature - - Signature -

(Mr.Detbordin Riensubdee) (Mrs.Pojanard Prinyapatpakorn)

Authorized Director

QR Code Downloading Procedures for the Annual Report 2021

The Thailand Securities Depository Co., as a securities registrar under the Stock Exchange of Thailand, has developed an electronic system which allows SET Listed Companies to send to the shareholders documents regarding the General Meeting of Shareholders and the Annual Report in the form of E-books accessible through QR Code, which is shown in the registration form, by following the steps below.

For iOS System

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

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

For Android System

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

How to scan the QR Code with Line application

- 1.1 Open Line application and click on "Add friend"
- 1.2 Choose "QR Code"
- 1.3 Scan the QR Code
2. Focus the mobile camera on QR Code to scan it.

Minutes of the Annual General Meeting of Shareholders for the year 2021
of
Thantawan Industry Public Company Limited
On Monday April 26,2021

Venue & Time:

Electronic Meeting (E-AGM) broadcasting the meeting from 39th Floor at Suntowers Building Tower B, 123 Vibhavadi-Rangsit Road, Chomphon, Chatuchak District, Bangkok

The E-AGM started at 10.00 a.m.

Mr. Praisun Wongsmith, Chairman of the Board of Directors and presider of the Meeting (the“Chairman”) , greeted and thanked to shareholders who attended this Annual General Meeting of Shareholders (AGM), and then announced that according to the situation of COVID-19 pandemic emerged once again which found a high number of infected people and rapidly spreading in the country, the Company, then, considered appropriately to change the Meeting’s format and venue to Electronic meeting (E-AGM) by virtue of the provisions of Emergency Decree On Electronic Meetings, B.E. 2563 (2020), through an application of OJ-E-AGM, conducted by OJ International Company Limited. Further, the electronic traffic data of all attendees will be retained as evidence of attendance such as (but not limited to) username, date and time of attending and adjourning the meeting, including recording the meeting in both audio and video, and vote results of attended shareholders etc. Additionally, the process of the meeting shall be consistent of the Company’s the Article of Association and relevant regulations of the AGM which the regulatory authorities of the listed companies have established, and broadcasted the meeting from 39th Floor at Suntowers Building Tower B, 123 Vibhavadi-Rangsit Road, Chomphon, Chatuchak District, Bangkok.

Chairman, then, announced that as the Meeting started, there were 10 Shareholders attending in person, representing 191,800 shares and by proxy holders 19 persons, representing 45,737,900 shares, totaling to 29 attendees, total representing 45,929,700 shares or 57.4121% of the total issued shares of the Company, thereby constituting a quorum according to the Articles of Association of the Company.

Chairman assigned **Mr. Teerachai Siritunyanont**, Secretary of the Meeting, to introduced attended directors and other attendees as follows:

9 Directors attending the Meeting entirely (representing 100% of the total number of the Company’s directors)

- | | | |
|-----------------|---------------|---|
| 1. Mr. Praisun | Wongsmith | Independent Director and Chairman of the Board of Directors |
| 2. Mr. Asdakorn | Limpiti | Independent Director, the first Vice Chairman of the Board of Directors, Audit Committee, Chairman of Risk Management Committee, Nomination Remuneration and Corporate Governance Committee |
| 3. Mr. Sayan | Satangmongkol | Independent Director, the second Vice Chairman of the Board of Directors, Chairman of Audit Committee ,and Nomination Remuneration and Corporate Governance Committee |

4. Ms. Sasitorn	Wongvilai	Independent Director, Audit Committee, and Chairman of Nomination Remuneration and Corporate Governance Committee
5. Mr. Thitisak	Skulkroo	Director
6. Mr. Sivanas	Nagadatta	Director
7. Mrs. Pojanard	Prinyapatpakorn	Director and Chief Executive Officer
8. Mr. Detbordin	Riensubdee	Director and Risk Management Committee, Deputy Chief Executive Officer
9. Ms. Narissai	Mahathitirat	Director

8 Other attendees in the Meeting:

1. Mr. Surasak	Luangaramsri	Risk Management Committee and Chief Sale and Marketing Officer
2. Ms. Napasiri	Mahathitirat	Chief Financial Officer
3. Mr. Chaychai	Iamurairat	Chief Operating Officer
4. Mr. Yotsaphon	Sangnil	Chief Strategy Officer, Corporate Strategy and Business Development
5. Ms. Siriwan	Suratepin	Partner of EY Office Limited.
6. Ms. Natta	Sahasutmontree	Manager of EY Office Limited.
7. Mr. Issarachai	Decharit	Legal Counsel of Apiboon Law Company Limited
8. Mr. Teerachai	Siritunyanont	Company Secretary, Secretary of the Meeting

Chairman: To ensure that the Meeting was carried out smoothly, Chairman assigned Secretary of the Meeting to clarify the procedure of casting voting and counting votes.

Mr. Teerachai Siritunyanont: Secretary of the Meeting, explained the procedure for casting votes as the following details:

1. Introduce how to use the program or application for this meeting as submitted manual; The attendees will have 2 menus: 1) E-meeting via Zoom to visit the live audio and visual system from the meeting, and 2) E-voting on the website to vote on each agenda item, which is only available for shareholders who were entitled to vote. Further, this meeting is an electronic meeting, Ballots, therefore, were not printed to attendees.
2. To casting a vote, please visit the E-Voting window on your browser to vote in each agenda item within the specified time (1 minute), and once the vote has been selected, the system will have a pop-up asking once again to ensure your selection, please click or tap "confirm" your vote.
3. 1 share equal to 1 vote for casting a vote on each agenda item. The agenda items would be considered respectively as shown in Notice of Annual General Meeting of Shareholders by presenting the information in each agenda item and then open the vote casting session in such each agenda, shareholders have to select "Agree", "Disagree" or "Abstain" in the E-Voting menu, if not, the Company will assume that the shareholder wishes to vote "Agree" on such agenda. Additionally, due to it is a vote through the online application, there is no case of a voided ballot.
4. Once you have completed your vote casting, please return to the E-meeting via Zoom to continue watching the meeting. The system will collect votes and counting the total votes from those who voted through E-Voting and those who voted early through the proxy form.

5. Please use the chat menu in Zoom programme to leave your question or express your opinion during the meeting, and the Company will respond to your questions and consider your opinion and recommendations in the agenda 11 (consider any other business (if any)) which will be provided to general matters.

6. Shareholders who would like to inquire with a conversation, please follow with these following process;

6.1. Go to the Participant menu at the bottom and press the RaiseHand tab.

6.2. When the moderator called your name, The staff will turn on the mic for you to inquire. You must press Unmute and turn on the mic on your device, If the shareholder is unable to speak via mic (within 1 minute), please type your question through Chat menu instead in order for the moderator to read the question to the meeting on your behalf.

6.3 To ask a question at a time, either through leaving a question in the chat menu or through a conversation, please provide your name; first and last name, and indicate whether you have come in person or as a proxy holder before starting to ask questions every time for the sake of taking completely accurate record of the meeting as the minute.

6.4 The Company gives attendees the opportunity to submit questions on each agenda. If there are no attendees 's inquiries, the Company will continue the meeting. However, if shareholders has any further questions, they can leave their question in chat menu and the staff will read your question later.

7. The Company reserves the right not to answer questions and turn off the mic for disrespectful or disruptive questions to control the meeting smoothly.

For the schedule of the agenda, the Company invited shareholders to propose the agenda items in advance. At the end of the term, it turned out that no other agenda item had been proposed to the Company by shareholders, so the Company set the agenda with respect to Notice of Annual General Meeting of Shareholders submitted to shareholders, for a total of 11 agenda items. There are no additional agenda items.

Chairman commenced the Meeting and proposed agenda items to the Meeting respectively as follows:

Agenda 1 To approve and certify the Minutes of the 2020 Annual General Meeting of Shareholders dated June 26, 2020

Chairman assigned Mr. Teerachai Siritunyanont: Secretary of the Meeting, to present the Minutes of Annual General Meeting of Shareholders for the year 2020, which held on June 26, 2020 as details in a copy which had already been distributed to the shareholders with the Notice of this AGM.

Chairman then welcomed shareholders' queries for more details and other views. there were no more queries or recommendation, the Chairman requested the Meeting to consider casting the vote for agenda.

Resolution: The Meeting unanimously resolved to approve and certify the Minutes of Annual General Meeting of Shareholders for the year 2020 which held on June 26, 2020 as proposed without any amendments as follows:

List	Vote (shares)	The percentage of the vote of shareholders attending the Meeting who have the right to vote
Approved	45,929,700	100.0000
Disapproved	-	-
Abstained	-	-
Voided Ballot	-	-
Total	45,929,700	100.0000

Agenda 2 The Board of Directors reported on the Company's operating results of the year 2020 for acknowledgement

Chairman assigned Mrs. Pojanard Prinyapatpakorn: Director and CEO to present the meeting that for the year 2021, in order to preparing the organization for the development and keeping up with external economic change. Therefore, the Company altered the organizational management and restructured into two significant parts: the management of the current business, and business expansion team in furthering the business, planing strategy, and developing a new business. Further, Chairman assigned Mr.Detbordin Riensubdee to present and report the Company's operating results of the year 2020 and assigned Mr.Yotsaphon Sangnil summarize the organizational development plan for the year 2021 for acknowledgement.

Mr. Detbordin Riensubdee: Director, Risk Management Committee and deputy CEO summarized the Company's overall operation of the year 2020 as follows:

1. 2020 Annual Performance
2. 2021 Key Business Highlight
3. Business Growth in the future

2020 Annual Performance

In the year 2020, the overall export of plastic industry in Thailand grew by 3.5%, and the Company's sales grew by 4.9% which was more than the average of plastics industry in Thailand.

The Company had total sales revenue of 3,210 Million Baht, divided into domestic sales of 427 Million Baht and abroad sales of 2,769 Million Baht, and other revenues of 14 Million Baht. As a result, the Company 's profits were higher. In the export part, Europe remained the main market and the second would be American and Japanese market.

The most sold-products of the Company were resealable bags at 2,801 Million Baht or 88% of the the sales, and straws' sales decreased at 209 Million Baht or 7% of the sales. Other products were sold at 187 Million Baht or 5% of sales.

In addition, Own Brand products had sales of 131.25 Million Baht which was close to the year 2019.

Promotional and Marketing activities were to creating the new brands of the Company as well as selling the products throught online channel more.

In recent years, due to the spread of Covid-19 pandemic, the Company took precautionary measures to prevent the Company's personels resulting in no infections being found in the whole company.

2021 Key Business Highlight

The business situation in the first quarter of 2021 affected the Company's performance were these following factors:

1. Resin prices increased since late 2020 and was higher in 2021.
2. More complicated to procure shipping containers
3. The Covid-19 pandemic still had an impact on the current economic, but there were some positive advantage due to the change of consumer's behavior.

Business plan for the year 2021

1. Increase production capacity
2. Study and research a new materials used in product manufacturing.
3. Develop new products and applications supporting the use of products.
4. Launch new Breast Milk Bags; laminated breast milk bags, to meet the needs of longer storage, including conducting QR codes using with application.
5. Launch Anti-Virus zipper bag products additionally

Marketing plan for the year 2021

1. The Company stayed focusing on the market in four main groups as follows:
 - European market, the main market of the Company, focusing on biodegradable products, food wrapping films, including more products made from recycled materials.
 - American market, focusing on resealable bags; zipper bags.
 - Japanese market, focusing on food wrapping films as well as products made from environmentally friendly materials.
 - Asain market, focusing on the Company's own brand products and online marketplaces.
2. Modernize bands
3. Sell or do marketing through multiple channels in both online and offline.

Production plan for the year 2021

1. Increase production capability
2. Reduce production waste
3. Reduce production costs
4. Improve performance
5. Increase the efficiency of planning and warehouse management

Reporting about the progress of the Collective Action Coalition Against Corruption in the Thai private sector

The Company announced its intention to join the Collective Action Against Corruption Program in the private sector on September 25, 2017, and was approved to join on February 4, 2019 which had 3 years term and due on February 4, 2022. Currently, it's in the process of applying for a renewal of certification.

In the last year, the Company regularly reviewed the anti-corruption policies and practices. The Company also made a letter requesting cooperation in compliance with anti-corruption policies and practices, informing trade partners and business customers including publishing this policies and practises on the Company's website. Furthermore, The Company has organized training programs to raise awareness regarding to the

anti-corruption policy for both internal and external employees and outside the organization. In this regard, the Audit Committee has overseen in order to have an internal control system that prevents the risk of corruption and continuously present the results to the Board of Directors. In 2020, the Company has not raised any complaints regarding corruption.

Business Growth in the future

Mr. Yotsaphon Sangnil: Chief Strategy Officer, Corporate Strategy and Business Development report future business growth of the company for the meeting's acknowledgment that in the year 2021, the Company had built a FUTURE TEAM aimed to support the Company's business growth to become more faster and more sustainably, there were significant responsibilities as follows;

1. Manage liquidity to be more efficiently
2. Build business partners to increase competitiveness
3. Enhance the growth of the online sales business and increase productivity with digital technology.
4. New business practices to diversify risks
5. Plan to grow your company's business with new businesses to grow faster.

Ms. Budsakorn Chotisakul: shareholders asked that:

1. Why did domestic sales decrease? and decreased from which parts?
2. How did depreciation in the Thai Baht affect the company? If that was so, How much did it cost? Did the Company enter into any forward contract or make an Option?

Mr. Surasak Luangaramsri: Risk Management Committee, and Chief Sale and Marketing Officer responded that In the last year, domestic sales fell quite a lot, whether sales from department stores or restaurants and hotels.

Ms. Napisiri Mahathitirat: Chief Financial Officer responded about depreciation in the Thai Baht that The Company has receivables and creditors who use foreign currency at the similar rate, therefore there was no concerned depreciation in the Thai Baht each year, and to manage the exchange rate, we entered into a forward contract, but options are not made.

Mr. Anuchit Nimitkarndee: shareholders asked that:

1. Did Suez Canal Blockage disrupt the export of the Company in the first quarter?
2. Did the increase in shipping costs affect the Company's operation in the past quarter?
3. Did the increase in resin cost, especially in the first quarter affect the Company? ,and How did the Company forecast the resin cost in the future?
4. What was utilization rate of the Company?
5. Did the Company plan to increase the production capacity by 10-15% in the year 2021?

Ms. Napisiri Mahathitirat: Chief Financial Officer responded about Suez Canal Blockage that the shortage of shipping container have an impact on the Company slightly but the Company solved this problems by booking the shipping container in advance or seeking more shipping service providers in order to support and solve such lack of shipment. The shipping cost for the export industry increased by 2-3 times, so we tried to negotiate and retain the price rate.

Mr. Detbordin Riensubdee: Director and Risk Management Committee, Deputy Chief Executive Officer responded that the increase in resin cost had an impact on the company's profit slightly, but in the second quarter, the resin cost will be reduce.

Mr. Chaychai lamurairat: Chief Operating Officer responded about productive capability that in this 2021, the Company invested in new machine and equipment in order to support upcoming orders.

Mr. Somprasong Saengsawang: shareholder asked that the Company's competitor, Vietnam, had started to produce commodity goods and bioplastic resin as same as the Company, did this matters affect or penetrate the market of the Company?

Mr. Surasak Luangaramsri: Risk Management Committee, and Chief Sale and Marketing Officer responded that the Competetor like Vietnam had no impact on the Company, and for the trade agreement, the Company engaged and made such agreement with others as well, not only with Vietnam.

Mr. Chaisak Krasapkan: shareholder asked that when does the company proceed M&A plan in this 2021?

Mrs. Pojanard Prinyapatpakorn: Director and Chief Executive Officer responded that for the M&A plan in this 2021, the Company is conducting the draft of plan, analysing and researching all relavant condition currently, Therefore, it is not yet concluded whether this will happen.

Chairman then welcomed shareholders' queries for more details and other views. Since there were no more queries or comments, the Chairman requested the Meeting to consider the resolution for this agenda.

The Meeting acknowledged the report of the Company's operating result for the year 2020.

Agenda 3. To approve the Financial Statements for the year ended December 31, 2020

Chairman assigned **Ms. Napasiri Mahathitira:** Chief Financial Officer to conclud the Statement of Comprehensive income for the year ended December 31, 2020 compared with 2019 as the following summary:

- Total revenue 3,210.34 Million Baht, compared to 3,058.80 Million Baht in the last year, increasing to 151.54 Million Baht or 4.95%
- Total expense 2,805.23 Million Baht, compared to 2,773.86 Million Baht in the last year, increasing to 31.37 Million Baht or 1.13%
- Net Profit 347.81 Million Baht, compared to 244.52 Million Baht in the last year, increasing to 103.29 Million Baht or 42.24%

The Statement of Financial position for the year ended December 31, 2020 which compared to the year 2019as the following summary:

- Total Assets 2,511.52 Million Baht, compared to 2,206.69 Million Baht in the last year, increasing to 304.83 Million Baht or 13.8%
- Total Liabilities 497.39 Million Baht, compared to 398.37 Million Baht in the last year, increasing to 99.01 Million Baht or 24.9%
- Operating Activities 475.94 Million Baht, compared to 357.87 Million Baht in the last year, increasing to 118.07 Million Baht or 33%

Mr. Sayan Satangmongkol: Independent Director, and Chairman of Audit Committee expressed his opinion that The financial statements were prepared in accordance with financial reports considered by the Audit Committee which was audited and certified by the independent auditor as unconditional financial statements. Therefore, it is deemed appropriate to propose to shareholders for approval.

Ms. Budsakorn Chotisakul: shareholders asked that;

1. What did other income consist of? and why did it decrease from the previous year?
2. What did the proper basic requirement for cash and cash equivalent? and did the company keeps too much cash?
3. How much has been invested in machines to increase efficiency?

Ms. Napasiri Mahathitira: Chief Financial Officer responded that the other income was to sell waste materials but in the past year, the waste material price was decreased relating to the resin price.

Mr. Praisun Wongsmith: Independent Director and Chairman of the Board of Directors responded that the appropriate cash and cash equivalent is depend on the current situation, the global situation of Covid 19 Pandemic ,and the liquidity problems of internal economic, so that we have more cash than usual, it is normal for companies like all over the world did.

Ms. Napasiri Mahathitira: Chief Financial Officer responded that in the past year, the Company invested in machinery of 80 Million Baht which is not much.

Chairman then welcomed shareholders' queries for more details and other views. there were no more queries or recommendation, the Chairman requested the Meeting to consider casting the vote for agenda.

Resolution: The Meeting unanimously resolved to approve the Financial Statements for the year ended December 31, 2020 as follows;

List	Vote (shares)	The percentage of the vote of shareholders attending the Meeting who have the right to vote
Approved	45,929,700	100.0000
Disapproved	-	-
Abstained	-	-
Voided Ballot	-	-
Total	45,929,700	100.0000

Agenda 4 To consider and approve the allocation of operating profit for the year 2020 and dividend payment.

Chairman assigned **Mr. Teerachai Siritunyanont:** Secretary of the Meeting to present that the Company has the net profit for the year 2020 at 347.81 Million Baht with no accumulated loss. Consequently, the Company could consider paying dividend to the shareholders in accordance with article 44 of the Articles of Association which does not allow the Company to pay the dividend out of any fund other than profits. The dividend payments shall be distributed according to the number of shares in equal amount for each share. Further,

according to article 45 of the Articles of Association, the Company has to set a portion of annual net profit as a reserve fund of at least 5 percent of the annual net profit deducted by the accumulated loss (if any) until the reserve is amounting to at least 10 percent of the registered capital.

According to the Company's dividend distribution policy. The Company would consider an operating result and return on shareholders' equity for the long term. The Board of Director considered and agreed that this dividend payments are appropriated and in line with the dividend distribution policy which shall be consistent with on Company's performances and the Company still has a strong and sufficient fund to support the Company's growth and expansion of business consistently. The Board of Directors deemed appropriate to propose to the Shareholders' Meeting for considering approving the allocation of profit from the operating results for the year 2020 from January 1, 2020 to December 31, 2020 at the rate of 1.70 Baht per share which the Company paid the interim dividend on September 9, 2020, at the rate of 0.50 Baht per share, totaling 40,000,000 Baht paid from the net profit which was deducted 20% of corporate income tax, thus after deducting such paid interim dividend, there will be remaining dividend payment at the rate of 1.20 Baht per share or not exceeding 96,000,000 Baht. The Board of Direction propose to approve to pay dividend in the form of stock dividend and cash dividend as follows;

1. Stock Dividend payment by issuing capital increase ordinary shares of the Company in the rate, not exceeding 10,000,000 shares with a par value of 1 Baht per share to the Company's shareholders at the rate of 8 existing shares per 1 stock dividend, totaling not exceeding 10,000,000 Baht or dividend payout rate of 0.1250 Baht per share which will be paid from the net profit after it was deducted 20% of corporate income tax. In the event that any shareholder has a fraction of shares calculated in proportion to the allotted stock dividend, such fraction shall be paid in cash instead of the stock dividend at the rate of Baht 0.1250 per share.

2) Cash dividend payment at the rate of 1.0750 Baht per share or not exceeding 86,000,000 Baht which will be paid from;

2.1) Net profit after the deduction of 20% corporate income tax at the rate of 0.5750 Baht per share, totaling 46,000,000 Baht.

2.2) Net profit of operating income promoted by the Board of Investment are tax exempt at the rate of 0.5000 Baht per share, totaling 40,000,000 Baht.

Further, the dividend payment in both of the stock dividend and cash dividend payment is scheduled for Monday, May 24, 2021, designated on Friday, 6 March 19, 2021 as the Record Date for determining the list of shareholders eligible to attend the 2021 Annual General Meeting of Shareholders and to set Thursday, May 6, 2021 as the Record Date for determining the right of shareholders in order to receive dividend payment from the company's net profit.

Ms. Budsakorn Chotisakul: shareholders asked that how much did the stock dividend payout affect share dilution?

Mr. Praisun Wongsmith: Independent Director and Chairman of the Board of Directors responded that; technically, it would not over than 10%

Mr. Anuchit Nimitkarndee: shareholders asked that: Why would the Company like to pay the dividend as stock in spite of the Company still has a lot of cash left?

Mr. Praisun Wongsmith: Independent Director and Chairman of the Board of Directors responded that; the stock dividend would make the share to become more liquidity and was beneficial to shareholders in the long term.

Mr. Chaisak Krasapkan: shareholders asked that:

1. What are the risks that arise after a stock dividend payout?
2. Will there be an interim dividend in 2021?

Mr. Praisun Wongsmith: Independent Director and Chairman of the Board of Directors responded that;

1. The risks associated with stock dividends are not risks, and the Board of Directors has determined that it is more beneficial to shareholders than to pay dividends in cash. It also increases the stability of the Company.
2. The interim dividend payment will depend on the Company's performance, which cannot be answered to shareholders at this time.

Ms. Budsakorn Chotisakul: shareholders commented that: Stock dividends will cause a theoretical dilution effect of approx 12.5%.

Chairman then welcomed shareholders' queries for more details and other views. there were no more queries or recommendation, the Chairman requested the Meeting to consider casting the vote for agenda.

Resolution: The Meeting resolved to approve the allocation of operating profit for the year 2020 at the rate of 1.20 Baht per share or not exceeding 96,000,000 Baht and approved to pay dividend in the form of stock dividend and cash dividend as follows;

1. Stock Dividend payment by issuing capital increase ordinary shares of the Company in the rate, not exceeding 10,000,000 shares with a par value of 1 Baht per share to the Company's shareholders at the rate of 8 existing shares per 1 stock dividend, totaling not exceeding 10,000,000 Baht or dividend payout rate of 0.1250 Baht per share which will be paid from the net profit after it was deducted 20% of corporate income tax. In the event that any shareholder has a fraction of shares calculated in proportion to the allotted stock dividend, such fraction shall be paid in cash instead of the stock dividend at the rate of Baht 0.1250 per share.
2. Cash dividend payment at the rate of 1.0750 Baht per share or not exceeding 86,000,000 Baht which will be paid from;

2.1) Net profit after the deduction of 20% corporate income tax at the rate of 0.5750 Baht per share, totaling 46,000,000 Baht.

2.2) Net profit of operating income promoted by the Board of Investment are tax exempt at the rate of 0.5000 Baht per share, totaling 40,000,000 Baht.

Further, the dividend payout will be is scheduled for Monday, May 24, 2021, designated on Friday, March 19, 2021 as the Record Date for determining the list of shareholders eligible to attend the 2021 Annual General Meeting of Shareholders and to set Thursday, May 6, 2021 as the Record Date for determining the right of shareholders in order to receive dividend payment from the company's net profit. Additionally, the Company

is not required to allocate the net profit of the year 2020 for the legal reserve fund because the legal reserve fund of the company already reached the rate stipulated by laws (fully reserve fund) with votes as follows;

List	Vote (shares)	The percentage of the vote of shareholders attending the Meeting who have the right to vote
Approved	45,874,500	99.8798
Disapproved	55,200	0.1202
Abstained	-	-
Voided Ballot	-	-
Total	45,929,700	100.0000

Agenda 5 To consider and approve the capital increase of the Company in the amount of 10,000,000 shares to support the stock dividend.

Chairman assigned Mr. Teerachai Siritunyanont: Secretary of the Meeting, to present to the meeting that According to the resolution of the shareholders' meeting regarding to the paying dividend as the stock dividend to the Company's shareholders as per Agenda 4, the Company shall allot an ordinary share in the amount of 10,000,000 shares in order to support the stock dividend, but the Company does not have shares sufficiently to support the dividend payment. Therefore, it is necessary to increase the company's registered capital from the original registered capital of 80,000,000 Baht to the new registered capital of 90,000,000 Baht, divided into 90,000,000 shares by issuing 10,000,000 new ordinary shares, with a par value of 1 Baht.

Chairman then welcomed shareholders' queries for more details and other views. there were no more queries or recommendation, the Chairman requested the Meeting to consider casting the vote for agenda.

Resolution: the meeting resolved to approve the increase of the company's registered capital from 80,000,000 Baht to a new registered capital of 90,000,000 Baht divided into 90,000,000 shares by issuing newly ordinary shares in the amount of 10,000,000 shares or 1 Baht per share in order to support the dividend payment.

Further, the Company's authorized directors and/or other person designated by the authorized directors shall be authorized to register the increase of the Company's registered capital with the Department of Business Development, Ministry of Commerce, and shall be authorized to amend or modify texts or perform any necessary acts which are required pursuant to the Registrar's order with votes as follows;

List	Vote (shares)	The percentage of the vote of shareholders attending the Meeting who have the right to vote
Approved	45,874,500	99.8798
Disapproved	-	-
Abstained	55,200	0.1202
Voided Ballot	-	-
Total	45,929,700	100.0000

Agenda 6 To consider and approve an amendment to Clause 4 of the Memorandum of Association to be consistent with the change of par value of the Company's share.

Chairman assigned Mr. Teerachai Siritunyanont: Secretary of the Meeting to propose to the Shareholders' Meeting for considering approving the amendment to Memorandum of Association Clause 4 in accordance with the increase of registered capital.

Chairman then welcomed shareholders' queries for more details and other views. there were no more queries or recommendation, the Chairman requested the Meeting to consider casting the vote for agenda.

Resolution: The Meeting resolved to approve the amendment to Memorandum of Association Clause 4 in accordance with the increase of registered capital to be as follows;

Clause 4 Registered Capital	90,000,000 Baht	(Ninety Million Baht)
Divided into	90,000,000 Shares	(Ninety Million Shares)
With par value of	1 Baht	(One Baht)
Divided as follows		
Ordinary shares	90,000,000 Shares	(Ninety Million Shares)
Preferred shares	- Shares	(- Shares)

Further, the Company's authorized directors and/or other person designated by the authorized directors shall be authorized to register an amendment to Clause 4 of the Memorandum of Association with the Department of Business Development, Ministry of Commerce, and shall be authorized to amend or modify texts or perform any necessary acts which are required pursuant to the Registrar's order with votes as follows;

List	Vote (shares)	The percentage of the vote of shareholders attending the Meeting who have the right to vote
Approved	45,874,500	99.8798
Disapproved	-	-
Abstained	55,200	0.1202
Voided Ballot	-	-
Total	45,929,700	100.0000

Agenda 7 To consider and approve the allotment of capital increase ordinary shares to support the stock dividend.

Chairman assigned Mr. Teerachai Siritunyanont: Secretary of the Meeting, to propose to the Shareholders' Meeting that Due to the increase of registered capital to support the stock dividend payment as per Agenda 5. The Company must allot 10,000,000 capital increase ordinary shares in order to support the stock dividend payment for shareholders.

Chairman then welcomed shareholders' queries for more details and other views. there were no more queries or recommendation, the Chairman requested the Meeting to consider casting the vote for agenda.

Resolution: The Meeting resolved to approve the allotment of capital increase ordinary shares, totaling 10,000,000 shares with a par value at 1 Baht per share in order to support the stock dividend payment at the rate of 8 existing shares per 1 newly issued ordinary share and designated on Thursday, May 6, 2021 as the Record date for determining the list of shareholders eligible to the stock dividend with votes as follows;

List	Vote (shares)	The percentage of the vote of shareholders attending the Meeting who have the right to vote
Approved	45,874,500	99.8798
Disapproved	-	-
Abstained	55,200	0.1202
Voided Ballot	-	-
Total	45,929,700	100.0000

Agenda 8 To consider and approve the appointment of directors replacing those retired by rotation

Chairman announced that in accordance with the corporate good governance, those 3 directors in interest who might conflict with this agenda, would leave the meeting temporarily until this agenda was considered and casted a vote by shareholders.

Chairman assigned **Mr. Teerachai Siritunyanont**: Secretary of the Meeting, to present to the Meeting that according to the regulations of the Company, one-third of the total directors are liable to retire by rotation, therefore there were 3 Directors who must retire by rotation this year namely,

1. Mr. Asadakorn Limpiti Independent Director and Audit Committee
2. Mr. Thitisak Skulkroo Director
3. Ms. Narissai Mahathitirat Director

The Company invited shareholders to propose qualified candidates for the nomination to be directors of the Company from Thursday October 1, 2020 to Wednesday December 30, 2020. However, there was no shareholder propose any candidates as directors of the Company.

Ms. Sasitorn Wongvilai: Independent Director, Audit Committee, and Chairman of Nomination Remuneration and Corporate Governance Committee, express her opinion regarding this agenda that considered and filtered for the suitability of those directors who have a capability, being an expert in their assignment and responsibilities, with all along serving the company with their full effort which was the benefit of the Company's business and suitable for the company's business operations. Additionally, those aforementioned directors are not being a director or executive of any other business which might cause a conflict of interest with the Company and have full qualifications in accordance with the relevant laws and the Articles of Association. For these reasons, it was seen as appropriate to propose those directors to shareholders for re-election and serve the company continually as directors in another term of office.

The Board of Director, excluding the directors having conflict of interest in this matter, de was seen as appropriate to propose those directors to shareholders for re-election and serve the company continually as directors in another term of office namely,

1. Mr. Asadakorn Limpiti Independent Director and Audit Committee
2. Mr. Thitisak Skulkroo Director
3. Ms. Narissai Mahathitirat Director

This shall take an effective on April 26, 2021 onward.

Biographies and meeting attendance times of the nominated director are shown as Enclosure 3 of the Notice of AGM. Also, the qualifications of the Company's independent directors are higher than the minimum regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand as shown in Enclosure 4 of the Notice of AGM.

Chairman then welcomed shareholders' queries for more details and other views. there were no more queries or recommendation, the Chairman requested the Meeting to consider casting the vote for agenda.

Resolution: The Meeting resolved to approve to re-elect these following retired by rotation to serve the company continually in another term of office;

1. Mr. Asadakorn Limpiti: re-elect to serve another term as independence director and Audit Committee with unanimously votes as follows;

List	Vote (shares)	The percentage of the vote of shareholders attending the Meeting who have the right to vote
Approved	45,929,700	100.0000
Disapproved	-	-
Abstained	-	-
Voided Ballot	-	-
Total	45,929,700	100.0000

2. Thitisak Skulkroo: re-elect to serve another term as director with unanimously votes as follows;

List	Vote (shares)	The percentage of the vote of shareholders attending the Meeting who have the right to vote
Approved	45,929,700	100.0000
Disapproved	-	-
Abstained	-	-
Voided Ballot	-	-
Total	45,929,700	100.0000

3. Ms. Narissai Mahathitirat: re-elect to serve another term as director with votes as follows;

List	Vote (shares)	The percentage of the vote of shareholders attending the Meeting who have the right to vote
Approved	45,928,700	99.9978
Disapproved	1,000	0.0022
Abstained	-	-
Voided Ballot	-	-
Total	45,929,700	100.0000

The appointment of these directors shall take effect from the shareholders' meeting approved on April 26, 2021.

Agenda 9 To approve the remuneration of the Company's Directors for the year 2021.

From this agenda onward, those 3 directors who left the meeting as abovementioned agenda, namely Mr. Asadakorn Limpiti, Mr. Thitisak Skulkroo and Ms. Narissai Mahathitirat would return to join the meeting, then **Chairman** assigned **Mr. Teerachai Siritunyanont**: Secretary of the Meeting, to present to the Meeting that In accordance with Clause 22 of the Article of the Company stipulates that directors shall have a right to receive remuneration from the Company in the form of reward, attendance fee, gratuity, bonus or any other consideration as per approved by the shareholders meeting. The remuneration of directors may be specified as certain amount or with specific terms and for specified time or effective until the shareholders meeting has a resolution to change.

The Company has a procedure for the remuneration proposal and consider by the nomination, remuneration and corporate governance committee before proposing to the Board of Director for consideration and then proposing to shareholders' meeting for approval. The nomination, remuneration and corporate governance committee considers in accordance with the following criteria:

- 1) Consider appropriately by comparing with criteria, procedure, pay rate, duties of the same industry and business with the Company as well as considering to liquidity.
- 2) Consider dividend payment to pay only the non-executive directors and if no dividend payment were paid to shareholders, the non-executive directors would also not be paid their annual bonus in that year.

Ms. Sasitorn Wongvilai: Independent Director, Audit Committee, and Chairman of Nomination Remuneration and Corporate Governance Committee, express her opinion regarding this agenda that It was considered appropriate directors' remuneration in consistent with duties and responsibilities of directors as well as the aforementioned criteria. It was considered appropriate to determine the remuneration of the directors, bonus for non-executive directors and the remuneration of sub-committee for the year 2021 in amount of 10,800,000 Baht (Monthly Compensation, Meeting fee and bonus) as below:

Description	2021 (proposal for this year)	2020	
		Budget proposal	Actual paid
Directors' remuneration (Baht)	10,800,000	8,500,000	7,896,000

Directors' remuneration structure

	2021	2020
1. The Board of Director remuneration		
1.1 The Board of Director remuneration (Baht/Month)		
- Chairman	50,000	40,000
- Director	35,000	30,000
1.2 The meeting allowance (Baht/Time)		
- Chairman	20,000	20,000
- Non-Executive Director	10,000	10,000
2. Sub-committee remuneration is paid on the number of times		
2.1 Audit Committee (Baht/Time)		
- Chairman	20,000	20,000
- Director	10,000	10,000
2.2 Nomination Remuneration Committee and Corporate Governance Committee (Baht/Time)		
- Chairman	20,000	20,000
- Director	10,000	10,000
2.3 Risk Management Committee (Baht/Time)		
- Chairman	20,000	20,000
- Director	10,000	10,000
2.4 Executive Committee(Only Non-Executive director) (Baht/Time)	-	10,000

3. The remaining number of items 1 and 2 will be allocated as bonuses for the Non-Executive Directors.

The allocation method is as specified by Chairman of Board of Director. By assessing the performance and duration of work. If there is no dividend payment to shareholders, there will be no bonus payment.

Opinions of the Board of Directors: Considered approving as Nomination, Remuneration and Corporate Governance committee's opinion, therefore it's deemed appropriate to propose to the Shareholders' Meeting for considering approving the remuneration and bonus of the Company's Directors for the year 2021 in the not exceeding amount of 10,800,000 Baht.

Additionally, directors do not receive other remunerations except the aforementioned detail.

Chairman then welcomed shareholders' queries for more details and other views. there were no more queries or recommendation, the Chairman requested the Meeting to consider casting the vote for agenda.

Resolution: The Meeting resolved to approve the remuneration of the Company's Directors for the year 2021 in the not exceeding amount of 10,800,000 Baht which consist of:

1. The Board of Director remuneration
 2. Sub-committee remuneration
 3. Remuneration in the form of bonus for non-executive directors
- unanimously votes as follows;

List	Vote (shares)	The percentage of the vote of shareholders attending the Meeting who have the right to vote
Approved	45,929,700	100.0000
Disapproved	-	-
Abstained	-	-
Voided Ballot	-	-
Total	45,929,700	100.0000

Agenda 10 To consider the appointment of the Company's auditors and annual audit fee for the year 2021
Chairman assigned Mr. Teerachai Siritunyanont: Secretary of the Meeting, to present to the Meeting that according to the the audit committee propose to appoint the current auditor, EY Office Limited, who has worked to the Company for 4 years to be auditor of the Company for this year by considering its great standard, expertise and good operation so far, and the Board of Directors considered and seen as appropriate to propose the meeting for appointing Ms. Siriwan Suratepin, CPA registered no. 4 6 0 4 , Mr. Wichart Lokatekrawee, CPA registered no. 4451 and Ms. Kamontip Lertwitworatep, CPA registered no. 4377 of EY Office Co., Ltd. To be the auditor of the Company for the year 2021 and propose to the meeting for considering approving audit fee or remuneration in the amount of Baht 1,850,000 excluding expenses related to the Audit which actually disbursed as following details;

Description (Unit:Baht)	Audit Fee		Altered
	2021	2020	
1. Annual Financial Statement review	1,050,000	1,050,000	-
2. Interim financial statements review	600,000	600,000	-
3. Annual report review	100,000	100,000	-
Total Audit Fee	1,750,000	1,750,000	-
4. Other expenses – BOI promotion certificate 100,000 Baht per license.	100,000	100,000	-
Total Audit Fee and other expense	1,850,000	1,850,000	-

Remark: In the event that the Company obtained BOI during the year, Other fees will increase the license by 100,000 Baht per obtained license.

Mr. Sayan Satangmongkol: Independent Director, Chairman of Audit Committee ,and Nomination Remuneration and Corporate Governance Committee expressed his opinion additionally that Audit

Committee considered the nomination of auditors and determination of audit fees for the year 2021 with regard to reputation, reliability, past performance, ability in providing a service and useful suggestion to the Company, independent and and there is no indication of conflicts of interest with the Company, then it was seen appropriate to appoint , EY Office Limited and abovementioned auditors with the audit fee or remuneration in the amount of Baht 1,850,000 as same as the rate of the previous year. Further, the audit fee is comparable to the same industry, which the Audit Committee has approved and presented to the Board of Directors for approval and presented to the shareholders' meeting for further approval.

Chairman then welcomed shareholders' queries for more details and other views. Since there were no more queries or comments, the Chairman requested the Meeting to consider the resolution for this agenda.

Resolution: The Meeting resolved to approve appointing Ms. Siriwan Suratepin, CPA registered no. 4604, Mr. Wichart Lokatekrawee, CPA registered no. 4451 and Ms. Kamontip Lertwitworatep, CPA registered no. 4377 of EY Office Co., Ltd. To be the auditor of the Company for the year 2021 and propose to the meeting for considering approving audit fee or remuneration in the amount of Baht 1,850,000 excluding expenses related to the Audit which actually disbursed with unanimously votes as follows:

List	Vote (shares)	The percentage of the vote of shareholders attending the Meeting who have the right to vote
Approved	45,929,700	100.0000
Disapproved	-	-
Abstained	-	-
Voided Ballot	-	-
Total	45,929,700	100.0000

Agenda 11 To consider any other business (if any)

Chairman welcomed Shareholders to question and comment on other matters. Issues raised were as follows:

Mr. Chaisak Krasapkan: shareholders asked that:

1. Why is the budget for this year's investment increasing by more than 200 Million Baht compared to the last year?
2. Are anti-virus bag products sold abroad ? and how about customer feedback?

Mr. Detbordin Riensubdee: Director and Risk Management Committee, Deputy CEO responded that the reason the budget for this year's investment was greater than the last year because the company is expanding its capacity to support continued sales growth and market demand, as well as aiming to improve the plant's base to gain an advantage over competitors and meet the needs of overseas customers.

Mr. Surasak Luangaramsri: Risk Management Committee, and Chief Sale and Marketing Officer responded that for bags with anti-virus features, the Company has recently completed the production and has been available in some department stores in the country. Overseas sales are still on the process, likely to start to launch such products after June 2021.

Mr. Utong Manomaiudom: shareholders asked that: Is there currently a Anti- Plastic bags trend?

Mr. Surasak Luangaramsri: Risk Management Committee, and Chief Sale and Marketing Officer responded that currently the Anti- Plastic bags trend is persists, but has decreased significantly due to the Covid-19 pandemic.

Mr. Somprasong Saengsawang: shareholders asked that: The company has credited from its creditors an average of about 30 days, which currently the company have more purchasing power, can the company negotiate a longer payment period of 60-90 days?

Ms. Napisiri Mahathitirat: Chief Financial Officer responded that The company has relatively few major creditors, but for the retail or domestic payables, the Company already has a process in place and will try to maintain the creditor's credit period as long as possible.

Mr. Anuchit Nimitkarndee: shareholders asked that:

1. Ask the company to explain the trends in branded products "SUNMUM"
2. Did increased freight cost affect the Company implicitly?

Mr. Surasak Luangaramsri: Risk Management Committee, and Chief Sale and Marketing Officer responded that SUNMUM brands are likely to release new products to accommodate more mothers' needs. Breast milk bags are sold in a variety of styles in both of usage and shape.

Ms. Napisiri Mahathitirat: Chief Financial Officer responded that freight cost do not significantly affect the company because most companies sell goods and choose the F.O.B shipping Incoterms, where customers negotiate freight and ship service provider directly.

Ms. Budsakorn Chotisakul: shareholders asked that in 2020, the Company said it would have a budget and investment expenses of 300 Million Baht, but the company spent only 80 Million Baht. Why did the Company spend less money on such budgets than they set? and for 2021, will the Company's investment cost less than the budget as the past year?

Mrs. Pojanard Prinyapatpakorn: Director and CEO responded that as the Company aims to spend its budget and investment expenses on the purchase of machines in the past year, the Company considered the situations in which the situation of the COVID-19 pandemic which has impact on the market. Therefore, the Company considered that in the second half of 2020, we will delay the purchase of machines to wait for a clearer picture of the market. In 2021, such budgets and capital expenditures will become the budgets for this year.

Mr. Praisun Wongsmith: Independent Director and Chairman of the Board of Directors responded additionally that the budget is in the care of the board and such budget usage is reported regularly.

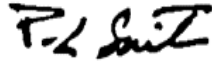
Mr. Chaisak Krasapkan: shareholders asked about the details of the land owned by the Company in Prachinburi Province

Mrs. Pojanard Prinyapatpakorn: Director and CEO responded that according to the land in Prachinburi Province where the company holds the rights and plans to sell it. Details are as follows:

1. The land located at Ban Na, Kabin Buri, Prachinburi Province, Title Deed No. 14345, 14346 and 14349, totalling to 3 plots of land with the total area 103-3-30 Rai

2. The land located at Nong Ki, Kabin Buri, Prachinburi Province, Title Deed No. 22790, 16929, 16930, 16931 and 16932, totalling to 5 plots of land with the total area 68-0-05 Rai

Chairman inquired the Meeting for any comments or inquiries of other issues (if any) once again. There was no shareholder asking any further question. The Chairman thanked all the shareholders for attending this AGM, then, announced that the Meeting was adjourned at 11.54 a.m.



Signed _____ Chairman

(Mr. Prisun Wongsmith)



Signed _____ Secretary of the Meeting

(Mr. Teerachai Siritunyanont)

Profile of the nominated of Directors to replace Retirement by rotation

Name Mr. Teerachai Siritunyanont
Age 56 Years old
Address 99/15 Wat Weru Wanaram 7 lane, Don Muang
sub-district, Don Muang district, Bangkok.
Present position Chief of CEO office



Type of directorship

Director

Education - Master of Business Administration
of university of the Thai Chamber of Commerce

Training Program of IOD & Others

1. CSR DAY for Directors Program Thaipat Institute & CSRI
2. Corporate Social Responsibilities for Sustainable Development, Corporate Social Responsibility Institute
3. Thai Institute of Director (IOD)
 - 3.1 Corruption Risk & Control: Technical Update (CRC) Class9/2021
 - 3.2 Board Report Program (BRP) Class. 23/2017
 - 3.3 Director Accreditation Program (DAP) Class. 142/2017
 - 3.4 Company Secretary Program (CSP) Class. 84/2017

ประสบการณ์ทำงาน

- 2007 –Present Company secretary of Thantawan Industry PLC.
- 2010 – 2018 Director of Thantawan Industry PLC.
- 2010 – 2016 Assistant Managing Director – Business Line: Finance
Thantawan Industry PLC.
- 2017 – 2020 Assistant Managing Director - Office of The Managing Director
Thantawan Industry PLC.
- 2020 – 2021 Assistant Chief of CEO office
Thantawan Industry PLC.

THIP Shareholdings - None

Family relations with executive (s)

- None

Criminal history during the past 10 years

- None

Positions as directors or executives in other companies

1) Businesses which are listed companies.

- None

2) Businesses which are not listed companies.

- Bangkok Terminal CO., LTD

3) Businesses that may cause a conflict of interest with the Company.

- None

Certificate

- Certified Public Accountant of Thailand

Others

- Certified Internal Auditor (CIA) and Certified Professional Internal Audit of Thailand (CPIAT), The Institute of Internal Auditors of Thailand (IIAT)
- Development and Educational Standards Committee, Faculty of Business Administration Accounting Kasem Bundit University
- Professor in Accounting, Faculty of Business Administration, Kasem Bundit University

Number of years Director of the company

- 0 years. (If the 2022 Annual General Meeting of Shareholders approve he will complete his term of 3 years (Since 2022 until April 2025)

Forbidden qualifications

1. Never dishonestly committing an offence against property.
2. Never enter into any transaction which may cause conflict of interest against the company during the year.

Attended the meeting during the year 2021

- None

Stakeholder in various ways with company and Individuals that may cause the conflict of interest presently or the past two years

- None

Nomination Guideline

The company considered that Mr. Teerachai Siritunyanonthas full qualified under the Act. Public Companies and the Securities Act, also knowledge and experience in the business related to the operations of the company and assist to develop as well. Consequently, the company has agreed to re-elect Mr. Asdakorn Limpiti as 'Directors' of the company as deems appropriate.

Profile of the nominated of Directors to replace Retirement by rotation

Name Mr. Nivat Bangsa-ngiam
Age 65 Years old
Address 271, Soi Sirindhorn Road 7 Sirindhorn Road, Bang Bamru,
 Bang Phlat, Bangkok



Present position

2019 – Present Chairman of Risk management Committee, Millcon Steel PLC.
 2018 – Present Director and Audit Committee, AIRA Securities PLC.
 2017 – Present Internal Audit consultant of the listed company and legal consultant of SEC

Type of directorship

Independent director

Education

- Master of Business Administration Program, Thammasat University
- Bachelor of Business Administration (Accounting), Ramkhamhaeng University
- Bachelor of Law, Ramkhamhaeng University

Training Program of IOD & Others

1. Certified Fraud Examiners, Association of Certified Fraud Examiners / Member # 654614
2. Training and seminars abroad
 - 2.1 Auditing of Securities, US-SEC, United States of America
 - 2.2 Auditing of Unfair Securities Trading Practices, IOSCO, Canada
 - 2.3 Auditing of Unfair Capital Market, Turkey
 - 2.4 Auditing of transfer illegal money into legal money and Unfair Securities Trading Practices, IOSCO
Democratic Socialist Republic of Sri Lanka
 - 2.5 Auditing of Unfair and Fraud Securities Trading Practices, IOSCO, Spain
3. Training & Seminars in Thailand
 - 3.1 Graduate Diploma (English for Business and Management) ,Sukhothai Thammathirat Open University
 - 3.2 MMP Class. 32, Faculty of Commerce and Accountancy, Chulalongkorn University
 - 3.3 Member of the Federation of Accounting Professions
 - 3.4 CPE, Certified Fraud Examiners

Experience

2018- 2020 Corporate Governance Director, Nok Airlines Public Company Limited

1992 - 2017 Assistant Vice President – Audit Capital Markets, The Securities and Exchange Commission, Thailand

1982 - 1992 Compliance and financial institution Auditor, Bank of Thailand (with the legislation of Credit and Fancier B.E. 2522 and the royal of the emergency decree on loans of money amounting to public cheating and fraud B.E.2527)

1980 - 1982 Auditor, Bangkok Bank Public Company Limited

1980 - 1980 Assistant Auditor, KPMG

THIP Shareholdings - None

Family relations with executive (s) - None

Criminal history during the past 10 years - None

Positions as directors or executives in other companies

1. Businesses which are listed companies.

- Millcon Steel PLC.

2. Businesses which are not listed companies.

- None

3. Businesses that may cause a conflict of interest with the Company.

- None

Number of years as Independent Director of the company

- 0 years. (Appointment for the first time, If the 2022 Annual General Meeting of Shareholders approve he will complete his term of 3 years (Since 2022 until April 2025)

Forbidden qualifications

1. Never dishonestly committing an offence against property.
2. Never enter into any transaction which may cause conflict of interest against the company during the year.

Attended the meeting during the year 2021

- None

Stakeholder in various ways with company and Individuals that may cause the conflict of interest presently or the past two years

- None

Nomination Guideline

The company considered that Mr. Nivat Bangsa-ngiam has full qualified under the Act. Public Companies and the Securities Act, also knowledge and experience in the business related to the operations of the company and assist to develop as well. Consequently, the company has agreed to re-elect Mr. Asdakorn Limpiti as 'Directors' of the company as deems appropriate.

Profile of nominated person who have been nominated to be a director of the Company

Name Mr. Tanai Charinsarn
Age 49 years old
Address 34 Soi Ladplakhao 17, Ladplakhao Road,
 Chorakhe Bua, Lat Phrao, Bangkok



Current Position

- 2019 – Present Independent Director and Member of the Remuneration Committee, J.D. Food Public Company Limited
- 2018 – Present Independent Director, Audit Committee and Remuneration Committee Ready Planet Company Limited
- 2009 – Present Full-time Lecturer, Faculty of Commerce and Accountancy Chulalongkorn University
- 2004 – Present Director, DCON Products Public Company Limited

Type of proposed appointment of director

- Independent Director

Education

- Doctor of Philosophy, Information Technology University of New South Wales, Australia
- Master of Science degree, Civil Engineering University of Illinois, Urbana-Champaign America
- Bachelor's degree, Faculty of Engineering, Civil Engineering Chulalongkorn University

Training Program of IOD& Others

- Thai Institute of Directors (IOD)
- Director Leadership Certification Program (DLCP'1) 2021
 - Advanced Audit Committee Program (AAP'32) 2019
 - Chartered Director Class (CDC'3) 2008
 - Director Certification Program (DCP'98) 2008
 - Director Accreditation Program (DAP) 2004

Working experience

- 2018 – 2021 Independent director, DV8 Public Company Limited
- 2017 – 2021 IT Strategy Committee, Thailand Post Co., Ltd.
- 2015 – 2019 Guest teacher, Faculty of Commerce and Accountancy, Thammasat University

- Qualification**
- Certified Strategic Management Professional (SMP), Association for Strategic Planning, USA
 - Fellow (FStratPS), Strategic Planning Society, U.K.
 - Member, Strategic Management Society, USA
 - Chartered Director, Thai Institute of Directors Association

Professional members

- Association for Strategic Planning (ASP), Strategic Planning Society (SPS), Strategic Management Society (SMS), Institute of Directors (IOD)

THIP Shareholding - None

Family relations with executive (s)

- None

Criminal history during the past 10 Years

- None

Tenure as Directors or Executives in the other companies

1) **Other listed companies**

- J.D. Food Public Company Limited
- DCON Products Public Company Limited

2) **Other non-listed companies**

- Ready Planet Company Limited

3) **Other businesses may cause conflict of interest to the company**

- None

Number of years as Independent Director of the company

- None (This is the first appointment If approved at this general meeting of shareholders will have a total term of office of 3 years (from April 2025)).

Prohibit Qualification

1. There is no criminal record in any property-related offense committed in corruption.
2. There is no history of transactions that may cause conflicts of interest with the Company. in the past year.

Stakeholder in various ways with company and Individuals that may cause the conflict of interest presently or the past two years

- None

Nomination Guidelines

The company considered that Mr. Tanai Charinsarn had full qualified under the Act. Public Companies and the Securities Act, also knowledge and experience in the business related to the operations of the company and assist to develop as well. Consequently, the company has agreed to elect as 'Directors' of the company as deems appropriate.

Definition and qualification of independent director(s) of the Company.

The Board of Directors must comprise of sufficient number of Independent directors to inspect and balance the performance of the Board and the operation of Management team that have an ability to share their opinions independently. Independent directors on the Board must represent at least one-third of all directors and not less than three directors.

Independent directors must have all the qualifications required by The Capital Market Supervisory Board as follows:

1. Holding shares is not exceeding 0.5 percent of the total number of shares with voting rights of the company, its Parents Company, subsidiary, affiliate, major shareholder or controlling person including shares held by related persons of such Independent director.
2. Neither being nor used to manage the office, employee, advisor who receives salary, or controlling person of the company, its parent company, subsidiary, affiliate, same level of subsidiary company, major shareholder or controlling person, unless the foregoing status has ended not less than two years.
3. Not being a person related to blood relationship or legal family's registration as father, mother, spouse, sibling and child including Son's wife to the other directors, management, major shareholder, controlling person or person to be nominated as director, executive or controlling person of the company or its subsidiary company.
4. Neither having nor used to have a business relationship with the company, its parent company, subsidiary, affiliate, major shareholder or controlling person, in the manner that may interfere to his/her Independent discretion and neither being nor used to be a significant shareholder or controlling person of any person to business relationship with the company. Also Its parent company, subsidiary, affiliate, same level of subsidiary company, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years.
5. Neither being nor used to be an auditor of the company, its parent company, subsidiary, affiliate, major shareholder or controlling person and not being a significant shareholder, controlling person or partner of an audit firm which employs auditors of the company its parent company, subsidiary, affiliate, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years.
6. Neither being nor used to be a provider of any professional services including those as legal advisor or financial advisor who receives service fees exceeding two million Baht per year from the company its parent company subsidiary, affiliate, major shareholder or controlling person and not being a significant shareholder, controlling person or partner of the provider of professional services, unless the foregoing relationship has ended not less than two years.
7. Not being a director appointed as representative of directors of the company, major shareholder or shareholder who is related to major shareholder.
8. Not undertaking any business in the same nature and in competition to the business of the company or subsidiary company or not being a significant partner in a partnership or being an executive director, employee, advisor who receives salary or holding shares exceeding one percent of the total number of shares with voting rights of other companies which undertakes business in the same nature and in competition to the business of the company or its subsidiary company.
9. The term of independent directors is subject to a three-year term and resolved to limit the number of terms at maximum of 9 consecutive year term.

Remark: Concentration than the minimum requirements of the SEC and SET, the Company determines that the Independent Shareholders have no more than 0.5 percent of the shares with voting rights of the company (According to article 1). The SEC and SET determine that the shareholders have no more than 1.0 percent of the total number of shares with voting rights for all of the company.

Profile and experience of the auditor: (EY Office Limited)

No.	Name-Surname	Position	Education and certification	Description of experience
1.	Ms. Siriwan Suratepin	Partner	<ul style="list-style-type: none"> - Bachelor's Degree in Accounting, Thammasat University - Master's Degree in Accounting, Thammasat University - Graduate Diploma in Auditing, Thammasat University - Graduate Diploma in English for Careers, Thammasat University 	<ul style="list-style-type: none"> - Experience working with EY for 29 years. - Experience in the position of Partner at EY for 16 years. - Auditors, approval by SEC
2.	Ms. Kamontip Lertwitworatep	Partner	<ul style="list-style-type: none"> - Bachelor's Degree in Accounting, Thammasat University - Master's Degree in Accounting, Thammasat University - Graduate Diploma in Auditing, Thammasat University 	<ul style="list-style-type: none"> - Experience working with EY for 31 years. - Experience working at EY - San Jose for 20 months. - Experience in the position of Partner at EY for 19 years. - Auditors, approval by SEC
3.	Mr. Wichart Lokatekrawee	Partner	<ul style="list-style-type: none"> - Bachelor's Degree in Accounting, Thammasat University - Master's Degree in Accounting, Thammasat University - Graduate Diploma in Auditing, Thammasat University 	<ul style="list-style-type: none"> - Experience working with EY for 31 years. - Experience in the position of Partner at EY for 20 years. - Auditors, approval by SEC

Remark: Such person has no conflict of interest with the Company, its subsidiaries, Board of Directors and major shareholders.

Invite shareholders to submit questions in advance, prior to the AGM 2022

The company recognizes the importance of all shareholders and enhance the practice of good corporate governance. The company has provided a question system for shareholders to submit question (s) relevant to the company, prior to the meeting as:

1. **Shareholder shall provide questions with information as the following:**
 - Name, contacting address, Telephone number, Fax number and e-mail address (if any) of the shareholder including Number of shares held.
 - Detail of questions

2. **The company opens questions in alternatively way:**
 - **Email:** legal.puangpech@thantawan.com
 - **Registered mail to:** Company Secretary
Thantawan Industry Public Company Limited
123 Suntowers Building A, 32nd Floor
Vibhavadi-Rangsit Road, Chomphon sub-district
Chatuchak district, Bangkok 10900
 - **By Facsimile:** 02-273-8484

3. **Open question:**
 - Shareholder shall submit questions to the company in advance, prior to the meeting from Friday April 1, 2022 to Wednesday April 20, 2022.

4. **Reply to question (s)**
 - The company shall consider the question(s) that receive from the Shareholders at the General Meeting of Shareholder in order to provide an information to the other shareholders equally.

แบบหนังสือมอบฉันทะแบบ ก. (แบบทั่วไปซึ่งเป็นแบบที่ง่ายไม่ซับซ้อน)

Proxy Form A (General Form)

ติดอากร แสตมป์ Duty Stamp 20 บาท/Baht	เลขทะเบียนผู้ถือหุ้น..... Shareholder registration number	เขียนที่ / Written at..... วันที่.....เดือน.....พ.ศ. Date Month B.E.
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1. ข้าพเจ้า สัญชาติ

I / We Nationality

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Residing at No Road Tambol/Kwaeng

อำเภอ/เขต จังหวัด รหัสไปรษณีย์

Amphur/Khet Province Post Code

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

Being a shareholder of Thantawan Industry Public Company Limited, holding a total number of share(s),

และออกเสียงลงคะแนนได้เท่ากับ เสียง ดังนี้

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

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

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

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

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

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

กรณีเลือก 1. กรุณาทำเครื่องหมาย
✓ ที่ 1. ระบุผู้รับมอบอำนาจ
If you make proxy by choosing
No.1, please mark ✓ at
1. and giving a details of proxy
(proxies).

(1) ชื่อ อายุ ปี

Name Age year

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Residing at No. Road Tambol/Kwaeng

อำเภอ/เขต จังหวัด รหัสไปรษณีย์

Amphur/Khet Province Post Code

หรือ ชื่อ อายุ ปี

or Name Age year

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Residing at No. Road Tambol/Kwaeng

อำเภอ/เขต จังหวัด รหัสไปรษณีย์

Amphur/Khet Province Post Code

กรณีเลือก 2. กรุณาทำ
เครื่องหมาย ✓ ที่
If you make proxy by
choosing No.2, please mark
✓ at

- (2) มอบฉันทะให้กรรมการอิสระของบริษัทฯ (กรุณาเลือกข้อใดข้อหนึ่ง) คือ
- Appoint any one of the following Independent Directors of Company (Please choose one of following)
- (2.1) นายไพโรจน์ วงศ์สมิทธิ / Mr. Priasun Wongsmit (รายละเอียดกรรมการอิสระ ปรากฏตามสิ่งที่แนบมาด้วย) (Details specified in the attachment here)
- (2.2) นายอัษฎากร ลิ้มปิติ / Mr. Asdakorn Limpiti (รายละเอียดกรรมการอิสระ ปรากฏตามสิ่งที่แนบมาด้วย) (Details specified in the attachment here)
- (2.3) นางสาวศศิธร วงศ์วิไล / Ms. Sasitorn Wongvilai (รายละเอียดกรรมการอิสระ ปรากฏตามสิ่งที่แนบมาด้วย) (Details specified in the attachment here)

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2565 ในวันศุกร์ที่ 22 เมษายน 2565 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (Electronic Meeting) โดยถ่ายทอดสด ณ ห้องประชุมชั้น 39 อาคารชั้นทาวเวอร์ส บี เลขที่ 123 ถนนวิภาวดีรังสิต แขวงจอมพล เขตจตุจักร กรุงเทพฯ 10900 หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

As my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders 2022 on Friday, April 22, 2022 at 10:00 a.m. via an electronic meeting, that live from Suntowers Building B, Meeting room; 39th floor, 123 Vibhavadi-Ranfsit Road, Khwaeng Chomphon, Khet Chatuchak, Bangkok 10900 or at any adjournment thereof to any other date, time and venue.

Any act of the proxy holder performed at the meeting shall be deemed as my/our act.

ลงชื่อ/ Signed ผู้มอบฉันทะ/ Shareholder
(.....)

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

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

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

หมายเหตุ ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

Remark: A shareholder shall make a proxy to only one proxy holder to attend and vote in the meeting. He/She cannot split his/her shares and assign to several proxy holders to vote for him/her in the meeting.

แบบหนังสือมอบฉันทะ แบบ ข. (แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว)

Proxy Form B (Proxy Form containing specific details)

ติดอากร แดตมปี Duty Stamp 20 บาท/Baht	เลขทะเบียนผู้ถือหุ้น _____	เขียนที่ / Written _____
	Shareholder registration number	วันที่ _____ เดือน _____ พ.ศ. _____
		Date Month B.E.

(1) ข้าพเจ้า _____ สัญชาติ _____ อยู่บ้านเลขที่ _____ ถนน _____
 I/We _____ Nationality _____ Residing No. _____ Road _____
 ตำบล/แขวง _____ อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
 Tambon/Khwaeng _____ Amphur/Khet _____ Province _____ Postcode _____

(2) เป็นผู้ถือหุ้นของ บริษัท ทานตะวันอุตสาหกรรม จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น
 Being a shareholder of Thantawan Industry Public Company Limited, holding a total number of _____ share(s),
 และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
 and having rights to vote equivalent to _____ vote(s), with details as follows:
 หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
 Ordinary share total of _____ share(s), having voting rights equivalent to _____ vote(s)
 หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
 Preferred share total of _____ share(s), having voting rights equivalent to _____ vote(s)

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

กรณีเลือก 1. กรุณาทำเครื่องหมาย <input checked="" type="checkbox"/> ที่ 1. ระบุผู้รับมอบอำนาจ If you make proxy by choosing No.1, please mark <input checked="" type="checkbox"/> at <input type="checkbox"/> 1. and giving a detail of proxy (proxies).

(1) ชื่อ _____ อายุ _____ ปี
 Name _____ Age _____ year
 อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
 Residing at No. _____ Road _____ Tambol/Kwaeng _____
 อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
 Amphur/Khet _____ Province _____ Post Code _____

หรือ ชื่อ _____ อายุ _____ ปี
 Or Name _____ Age _____ year
 อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
 Residing at No. _____ Road _____ Tambol/Kwaeng _____
 อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
 Amphur/Khet _____ Province _____ Post Code _____

หรือ ชื่อ _____ อายุ _____ ปี
 Or Name _____ Age _____ year
 อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
 Residing at No. _____ Road _____ Tambol/Kwaeng _____
 อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
 Amphur/Khet _____ Province _____ Post Code _____

กรณีเลือก 2. กรุณาทำ
เครื่องหมาย ที่
If you make proxy by
choosing No.2, please mark
 at

(2) มอบฉันทะให้กรรมการอิสระของบริษัทฯ (กรุณาเลือกข้อใดข้อหนึ่ง) คือ

Appoint any one of the following Independent Directors of Company
(Please choose one of following)

- (2.1) นายไพโรจน์ วงศ์สมิทธิ / Mr. Praisun Wongsmitthi (รายละเอียดกรรมการอิสระ
ปรากฏตามสิ่งที่แนบมาด้วย) (Details specified in the attachment here)
- (2.2) นายอัษฎากร ลิ้มปิติ / Mr. Asdakorn Limpiti (รายละเอียดกรรมการอิสระ ปรากฏตาม
สิ่งที่แนบมาด้วย) (Details specified in the attachment here)
- (2.3) นางสาวศศิธร วงศ์วิไล / Ms. Sasitorn Wongvilai (รายละเอียดกรรมการอิสระ ปรากฏ
ตามสิ่งที่แนบมาด้วย) (Details specified in the attachment here)

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2565 ในวันศุกร์ที่ 22 เมษายน 2565 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (Electronic Meeting) โดยถ่ายทอดสด ณ ห้องประชุมชั้น 39 อาคารชั้นทาวเวอร์ส บี เลขที่ 123 ถนนวิภาวดีรังสิต แขวงจอมพล เขตจตุจักร กรุงเทพฯ 10900 หรือจะฟังเสียงไป ในวัน เวลา และสถานที่อื่นด้วย

As my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders 2022 on Friday , April 22, 2022 at 10:00 a.m. via an electronic meeting, that live from Suntowers Building B, Meeting room; 39th floor, 123 Vibhavadi-Ranfsit Road, Khwaeng Chomphon, Khet Chatuchak, Bangkok 10900 or at any adjournment thereof to any other date, time and venue.

ข้าพเจ้ามอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

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

วาระที่ 1 เรื่อง พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2564

Agenda 1 To approve and certify Minutes of the 2021 Annual General Meeting of Shareholders dated April 26, 2021.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows;

เห็นด้วยเสียง ไม่เห็นด้วยเสียง งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

วาระที่ 2 เรื่อง คณะกรรมการรายงานกิจการของบริษัทฯ ในรอบปี 2564

Agenda 2 To acknowledge the report on Company's operating results for the year 2021.

เป็นวาระเพื่อรับทราบ จึงไม่มีการลงมติ

The agenda for to acknowledge and no vote.

วาระที่ 3 เรื่อง พิจารณานุมัติงบการเงินสำหรับปี สิ้นสุด ณ วันที่ 31 ธันวาคม 2564

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

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows;

เห็นด้วยเสียง ไม่เห็นด้วยเสียง งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

วาระที่ 4 พิจารณานุมัติการจัดสรรกำไรจากการดำเนินงานปี 2564 และการจ่ายปันผล

Agenda 4 To consider and approve the profit allocation from operating results for the year 2021 and Dividend payment.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(B) The proxy may consider the matters and vote on my/our behalf as follows;
- | | | | | | |
|---|-------|--|-------|--|-------|
| <input type="checkbox"/> เห็นด้วย | เสียง | <input type="checkbox"/> ไม่เห็นด้วย | เสียง | <input type="checkbox"/> งดออกเสียง..... | เสียง |
| Approve | votes | Disapprove | votes | Abstain | votes |

วาระที่ 5 พิจารณานุมัติการลดทุนจดทะเบียนจากทุนจดทะเบียนเดิม จำนวน 90,000,000 บาท เป็นทุนจดทะเบียนใหม่ จำนวน 89,999,686 บาท โดยวิธีตัดหุ้นสามัญจดทะเบียนที่คงเหลือจากการจัดสรรหุ้นปันผล

Agenda 5 To consider and approve the decrease of the company's registered capital from 90,000,000 shares to be 89,999,686 shares to decrease registered capital that remains after the dividend payment.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(B) The proxy may consider the matters and vote on my/our behalf as follows;
- | | | | | | |
|---|-------|--|-------|--|-------|
| <input type="checkbox"/> เห็นด้วย | เสียง | <input type="checkbox"/> ไม่เห็นด้วย | เสียง | <input type="checkbox"/> งดออกเสียง..... | เสียง |
| Approve | votes | Disapprove | votes | Abstain | votes |

วาระที่ 6 พิจารณานุมัติแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัท ข้อ 4 (ทุนจดทะเบียน) เพื่อให้สอดคล้องกับการลดทุนจดทะเบียน

Agenda 6 To consider and approve an amendment to Clause 4 of the Memorandum of Association to be in line with the decrease of registered capital.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(B) The proxy may consider the matters and vote on my/our behalf as follows;
- | | | | | | |
|---|-------|--|-------|--|-------|
| <input type="checkbox"/> เห็นด้วย | เสียง | <input type="checkbox"/> ไม่เห็นด้วย | เสียง | <input type="checkbox"/> งดออกเสียง..... | เสียง |
| Approve | votes | Disapprove | votes | Abstain | votes |

วาระที่ 7 เรื่อง พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ออกตามวาระ

Agenda 7 To consider and approve the appointment of directors replacing those retired by rotation

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(B) The proxy may consider the matters and vote on my/our behalf as follows;
- การแต่งตั้งกรรมการทั้งหมด / The appointment of all directors**
- | | | | | | |
|---|-------|--|-------|--|-------|
| <input type="checkbox"/> เห็นด้วย | เสียง | <input type="checkbox"/> ไม่เห็นด้วย | เสียง | <input type="checkbox"/> งดออกเสียง..... | เสียง |
| Approve | votes | Disapprove | votes | Abstain | votes |
- การแต่งตั้งกรรมการเป็นรายบุคคล / Appointment of individual director**
1. นายนิวัตร บางเสี่ยม/ Mr. Nivat Bangsangiam
- | | | | | | |
|---|-------|--|-------|--|-------|
| <input type="checkbox"/> เห็นด้วย | เสียง | <input type="checkbox"/> ไม่เห็นด้วย | เสียง | <input type="checkbox"/> งดออกเสียง..... | เสียง |
| Approve | votes | Disapprove | votes | Abstain | votes |
2. นายธัญย์ ชรินทร์สาร/ Mr. Tanai Charinsarn
- | | | | | | |
|---|-------|--|-------|--|-------|
| <input type="checkbox"/> เห็นด้วย | เสียง | <input type="checkbox"/> ไม่เห็นด้วย | เสียง | <input type="checkbox"/> งดออกเสียง..... | เสียง |
| Approve | votes | Disapprove | votes | Abstain | votes |

3. นายธีระชัย สิริรัฐญานนท์/ Mr. Teerachai Siritunyanont

เห็นด้วยเสียง ไม่เห็นด้วยเสียง งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

วาระที่ 8 พิจารณานุมัติค่าตอบแทนกรรมการ ประจำปี 2565

Agenda 8 To consider and approve directors' remuneration for the year 2022.

(ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.

(ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows;

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

วาระที่ 9 พิจารณาแต่งตั้งผู้สอบบัญชีและค่าสอบบัญชี ประจำปี 2565

Agenda 9 To consider and approve the appointment of auditor and determination of auditor's remuneration for the year 2022

(ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.

(ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy holder shall vote in accordance with my/our intention as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

วาระที่ 10 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 10 To consider any other business (if any)

(ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.

(ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy holder shall vote in accordance with my/our intention as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบอำนาจในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบอำนาจนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

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

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case, I/we have not specified my/our voting intention to any agenda or specified unclear instruction or in case the meeting considered or passed resolutions in any matters other than these specified above. Furthermore, in case there is any amendment or addition to any fact. The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

I/We shall be fully liable for any action taken by the proxy at the meeting, except for the case that the proxy does not cast the vote as specified in this proxy form.

ลงชื่อ/ Signed ผู้มอบฉันทะ/ Shareholder
(.....)

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

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

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

- หมายเหตุ**
1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
 2. ในกรณีที่วันวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

- Remark**
1. A shareholder shall appoint only one proxy holder to attend and vote at the meeting. Shall not allocate the number of shares to several proxies for voting separately.
 2. In case there are further agenda apart from specified above brought into consideration in meeting, the shareholders may use the Attachment to Proxy Form B.

ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ข.

Annex attached to the Proxy form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ทานตะวันอุตสาหกรรม จำกัด (มหาชน)

The proxy as the shareholder of Thantawan Industry Public Company Limited

ในการประชุมใหญ่สามัญผู้ถือหุ้น ประจำปี 2565 ในวันศุกร์ที่ 22 เมษายน 2565 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (Electronic Meeting) โดยถ่ายทอดสด ณ ห้องประชุม อาคารชั้นทาวเวอร์ส บี ชั้น 39 เลขที่ 123 ถนนวิภาวดีรังสิต แขวงจอมพล เขตจตุจักร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวันเวลา และสถานที่อื่นด้วย

At the Annual General Meeting of Shareholders 2022, to be held on Friday, April 22, 2022 at 10.00 a.m., via an electronic meeting, that live from Sun Towers Bldg-B-39th Floor, 123 Vibhavadi-Rangsit Rd., Chomphon, Chatuchak, Bangkok 10900 or any adjournment thereof to any other date, time and venue.

วาระที่ _____ เรื่อง _____

Agenda Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(B) The proxy holder shall vote in accordance with my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ _____ เรื่อง _____

Agenda Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(B) The proxy holder shall vote in accordance with my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ _____ เรื่อง _____

Agenda Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(B) The proxy holder shall vote in accordance with my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ _____ เรื่อง _____

Agenda Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(B) The proxy holder shall vote in accordance with my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ _____ เรื่อง _____

Agenda Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(B) The proxy holder shall vote in accordance with my/our intention as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ _____ เรื่อง _____

Agenda Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(B) The proxy holder shall vote in accordance with my/our intention as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

ข้าพเจ้าขอรับรองว่ารายการในใบประจำต่อแบบหนังสือมอบฉันทะ ถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

I/we certify that the details in this Attachment to Proxy Form are completely correct and totally true.

ลงชื่อ/ Signed ผู้มอบฉันทะ/ Shareholder
(.....)

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

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

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

แบบหนังสือมอบฉันทะแบบ ค.

(แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียนในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)

Proxy Form C

(Specific for a foreign shareholder for which a custodian in Thailand is appointed)

ติดอากร แสตมป์ Duty Stamp 20 บาท/Baht	เลขทะเบียนผู้ถือหุ้น _____	เขียนที่ / Written at _____
	Shareholder registration number	วันที่ _____ เดือน _____ พ.ศ. _____ Date Month B.E.

(1) ข้าพเจ้า _____ สัญชาติ _____ อยู่บ้านเลขที่ _____ ถนน _____
I/We _____ Nationality _____ Residing No. _____ Road _____
ตำบล/แขวง _____ อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
Tambon/Khwaeng _____ Amphur/Khet _____ Province _____ Postcode _____

(2) เป็นผู้ถือหุ้นของ บริษัท ทานตะวันอุตสาหกรรม จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น
Being a shareholder of Thantawan Industry Public Company Limited, holding a total number of _____ share(s),
และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
and having rights to vote equivalent to _____ vote(s), with details as follows:
 หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Ordinary share total of _____ share(s), having voting rights equivalent to _____ vote(s)
 หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Preferred share total of _____ share(s), having voting rights equivalent to _____ vote(s)

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

กรณีเลือก 1. กรุณาทำเครื่องหมาย
✓ ที่ 1. ระบุผู้รับมอบอำนาจ
If you make proxy by choosing
No.1, please mark ✓ at
1. and giving a details of proxy
(proxies).

(1) ชื่อ _____ อายุ _____ ปี
Name _____ Age _____ year
อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at No. _____ Road _____ Tambol/Kwaeng _____
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
Amphur/Khet _____ Province _____ Post Code _____
หรือ ชื่อ _____ อายุ _____ ปี
Or Name _____ Age _____ year
อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at No. _____ Road _____ Tambol/Kwaeng _____
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
Amphur/Khet _____ Province _____ Post Code _____

กรณีเลือก 2. กรุณาทำ
เครื่องหมาย ✓ ที่
If you make proxy by
choosing No.2, please mark
✓ at

- (2) มอบฉันทะให้กรรมการอิสระของบริษัทฯ (กรุณาเลือกข้อใดข้อหนึ่ง) คือ
Appoint any one of the following Independent Directors of Company
(Please choose one of following)
- (2.1) นายไพโรจน์ วงศ์สมิทธิ / Mr. Praisun Wongsmith (รายละเอียดกรรมการอิสระ ปรากฏตามสิ่งที่แนบมาด้วย) (Details specified in the attachment here)
- (2.2) นายอัษฎากร ลิ้มปิติ / Mr. Asdakorn Limpiti (รายละเอียดกรรมการอิสระ ปรากฏตามสิ่งที่แนบมาด้วย) (Details specified in the attachment here)
- (2.3) นางสาวศศิธร วงศ์วิไล / Ms. Sasitorn Wongvilai (รายละเอียดกรรมการอิสระ ปรากฏตามสิ่งที่แนบมาด้วย) (Details specified in the attachment here)

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2565 ในวันศุกร์ที่ 22 เมษายน 2565 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (Electronic Meeting) โดยถ่ายทอดสด ณ ห้องประชุมชั้น 39 อาคารชั้นทาวเวอร์ บี เลขที่ 123 ถนนวิภาวดีรังสิต แขวงจอมพล เขตจตุจักร กรุงเทพฯ 10900 หรือจะพึงเลื่อนไป ในวัน เวลา และสถานที่อื่นด้วย
As my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders 2022 on Friday, April 22, 2022 at 10:00 a.m. via an electronic meeting, that live from at Sun Towers Building B, Meeting room; 39th floor, 123 Vibhavadi-Ranfsit Road, Khwaeng Chomphon, Khet Chatuchak, Bangkok 10900 or at any adjournment thereof to any other date, time and venue.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้อย่างนี้

I/We authorize the proxy to vote on my/our behalf at the Meeting as follow:

มอบฉันทะตามจำนวนหุ้นทั้งหมดที่มีสิทธิ์ออกเสียงลงคะแนนได้

Grant proxy the total amount of shares holding and entitled to vote.

มอบฉันทะบางส่วน คือ

To split the votes as follows:

หุ้นสามัญ _____ หุ้น และมีสิทธิ์ออกเสียงลงคะแนน _____ เสียง
Ordinary share share(s) and have the rights to vote equal to votes

หุ้นบุริมสิทธิ _____ หุ้น และมีสิทธิ์ออกเสียงลงคะแนน _____ เสียง
Preference share share(s) and have the rights to vote equal to votes

รวมสิทธิ์ออกเสียงลงคะแนนได้ทั้งหมด _____ เสียง

The total number of voting right is _____ Votes

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

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

วาระที่ 1 เรื่อง พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2564

Agenda 1 To approve and certify Minutes of the 2021 Annual General Meeting of Shareholders dated April 22, 2021.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows;

เห็นด้วยเสียง ไม่เห็นด้วยเสียง งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

วาระที่ 2 เรื่อง คณะกรรมการรายงานกิจการของบริษัทฯ ในรอบปี 2564

Agenda 2 To acknowledge the report on Company's operating results for the year 2021.

เป็นวาระเพื่อรับทราบ จึงไม่มีการลงมติ

The agenda for to acknowledge and no vote.

วาระที่ 3 เรื่อง พิจารณานุมัติงบการเงินสำหรับปี สิ้นสุด ณ วันที่ 31 ธันวาคม 2564

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

(ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.

(ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows;

เห็นด้วยเสียง ไม่เห็นด้วยเสียง งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

วาระที่ 4 พิจารณานุมัติการจัดสรรกำไรจากการดำเนินงานปี 2564 และการจ่ายปันผล

Agenda 4 To consider and approve the profit allocation from operating results for the year 2021 and Dividend payment.

(ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.

(ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows;

เห็นด้วยเสียง ไม่เห็นด้วยเสียง งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

วาระที่ 5 พิจารณานุมัติการลดทุนจดทะเบียนจากทุนจดทะเบียนเดิม จำนวน 90,000,000 บาท เป็นทุนจดทะเบียนใหม่ จำนวน 89,999,686 บาท โดยวิธีตัดหุ้นสามัญจดทะเบียนที่คงเหลือจากการจัดสรรหุ้นปันผล

Agenda 5 To consider and approve the decrease of the company's registered capital from 90,000,000 shares to be 89,999,686 shares to decrease registered capital that remains after the dividend payment.

(ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.

(ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows;

เห็นด้วยเสียง ไม่เห็นด้วยเสียง งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

วาระที่ 6 พิจารณานุมัติแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัท ข้อ 4 (ทุนจดทะเบียน) เพื่อให้สอดคล้องกับการลดทุนจดทะเบียน

Agenda 6 To consider and approve an amendment to Clause 4 of the Memorandum of Association to be in line with the decrease registered capital.

(ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.

(ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows;

เห็นด้วยเสียง ไม่เห็นด้วยเสียง งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

วาระที่ 7 เรื่อง พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ออกตามวาระ

Agenda 7 To consider and approve the appointment of directors replacing those retired by rotation

(ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.

(ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows;

การแต่งตั้งกรรมการทั้งหมด / The appointment of all directors

เห็นด้วยเสียง ไม่เห็นด้วยเสียง งดออกเสียง.....เสียง
 Approve votes Disapprove votes Abstain votes

การแต่งตั้งกรรมการเป็นรายบุคคล / Appointment of individual director

1. นายนิวัฒน์ บางเสงี่ยม/ Mr. Nivat Bangsangiam

เห็นด้วยเสียง ไม่เห็นด้วยเสียง งดออกเสียง.....เสียง
 Approve votes Disapprove votes Abstain votes

2. นายธัญย์ ชรินทร์สาร/ Mr. Tanai Charinsarn

เห็นด้วยเสียง ไม่เห็นด้วยเสียง งดออกเสียง.....เสียง
 Approve votes Disapprove votes Abstain votes

3. นายธีระชัย สิริธัญญานนท์/ Mr. Teerachai Siritunyanont

เห็นด้วยเสียง ไม่เห็นด้วยเสียง งดออกเสียง.....เสียง
 Approve votes Disapprove votes Abstain votes

วาระที่ 8
 Agenda 8

พิจารณาอนุมัติค่าตอบแทนกรรมการ ประจำปี 2565

To consider and approve directors' remuneration for the year 2022.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (A) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 (B) The proxy may consider the matters and vote on my/our behalf as follows;

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

วาระที่ 9
 Agenda 9

พิจารณาแต่งตั้งผู้สอบบัญชีและค่าสอบบัญชี ประจำปี 2565

To consider and approve the appointment of auditor and determination of auditor's remuneration for the year 2022

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (A) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 (B) The proxy holder shall vote in accordance with my/our intention as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

วาระที่ 10
 Agenda 10

พิจารณาเรื่องอื่นๆ (ถ้ามี)

To consider any other business (if any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (A) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 (B) The proxy holder shall vote in accordance with my/our intention as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ถือเป็นการลงคะแนนเสียงของผู้ถือหุ้น

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

(5) Any votes by the proxy in any agenda not rendered in accordance with my/our intention specified herein shall not be deemed as my/our votes as a shareholder.

(6) If I/We do not specify or clearly specify my/our intention to vote in any agenda, or if there is any agenda considered in the meeting other than those specified above, or if there is any change or amendment to any facts, the proxy shall be authorized to consider the matters and vote on my/our behalf as the proxy deems appropriate.

Any acts taken by the proxy at the meeting shall, unless the proxy cast the votes not in compliance with my/our intention specified herein, be deemed as my/our own act(s) in all aspects.

ลงชื่อ/ Signed ผู้มอบฉันทะ/ Shareholder
(.....)

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

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

หมายเหตุ

1. หนังสือมอบฉันทะแบบ ค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
2. หลักฐานที่ต้องแนบพร้อมทั้งหนังสือมอบฉันทะ คือ
 - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ลงนามในหนังสือมอบฉันทะแทน
 - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจ คัสโตเดียน (Custodian)
3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
4. ในกรณีที่มิววาระที่พิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ

Remarks

1. This Proxy Form C is applicable only to a shareholder whose name appears in the shareholder registration book as a foreign investor and a custodian in Thailand is appointed therefore.
2. Evidence of documents required to be attached to the proxy from are:
 - (1) A Power of Attorney executed by the shareholder authorizing the custodian to execute the proxy form on behalf of such shareholder.
 - (2) A letter confirming that the person executing the proxy form has obtained a license for being a custodian.
3. A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the votes on its behalf and the number of shares held by such a shareholder may not be split for more than one proxy in order to separate the votes.
4. If the matters to be considered are more than those specified above, the proxy grantor may apply the Annex to Proxy Form C as attached.

ใบประจำต่อแบบหนังสือมอบฉันทะ (แบบ ค.)

Annex to the Form of Proxy (Form C)

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ทานตะวันอุตสาหกรรม จำกัด (มหาชน)

The proxy as the shareholder of Thantawan Industry Public Company Limited

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2565 ในวันศุกร์ที่ 22 เมษายน พ.ศ. 2565 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (Electronic Meeting) โดยถ่ายทอดสด ณ ห้องประชุมชั้น 39 อาคารชั้นทาวเวอร์ส บี เลขที่ 123 ถนนวิภาวดีรังสิต แขวงจอมพล เขตจตุจักร กรุงเทพฯ 10900 หรือที่จะพึงเลื่อนไปในวันเวลา และสถานที่อื่นด้วย

At the Annual General Meeting of Shareholders 2022, to be held on Friday, April 22, 2022; 10.00 a.m. via an electronic meeting, that live from Suntowers Build B, Meeting room; 39th floor, 123 Vibhavadi-Rangsit Rd., Chomphon, Chatuchak, Bangkok or at any adjournment thereof to any other date, time and venue.

วาระที่..... เรื่อง.....

Agenda Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows;

เห็นด้วยเสียง ไม่เห็นด้วยเสียง งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

วาระที่..... เรื่อง.....

Agenda Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows;

เห็นด้วยเสียง ไม่เห็นด้วยเสียง งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

วาระที่..... เรื่อง.....

Agenda Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows;

เห็นด้วยเสียง ไม่เห็นด้วยเสียง งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

วาระที่..... เรื่อง.....

Agenda Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(B) The proxy may consider the matters and vote on my/our behalf as follows;
 - เห็นด้วยเสียง ไม่เห็นด้วยเสียง งดออกเสียง.....เสียง
 - Approve votes Disapprove votes Abstain votes

วาระที่..... เรื่อง.....

Agenda Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(B) The proxy may consider the matters and vote on my/our behalf as follows;
 - เห็นด้วยเสียง ไม่เห็นด้วยเสียง งดออกเสียง.....เสียง
 - Approve votes Disapprove votes Abstain votes

ข้าพเจ้าขอรับรองว่ารายการในใบประจำต่อแบบหนังสือมอบฉันทะ ถูกต้องบริบูรณ์และเป็นความจริงทุกประการ
I/we certify that the details in this Attachment to Proxy From are completely correct and totally true.

ลงชื่อ/ Signed ผู้มอบฉันทะ/ Shareholder
(.....)

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

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

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

Names and information of independent directors being proposed as a proxy

Name Mr. Praisun Wongsmith
Age 62 Years old
Address 79/131 Panya Indra Road, Kweang Bang Chan,
 Khet Khlong Sam wa, Bangkok, 10510



Present position

- 2019-Present Independent Director, TTB Public Company Limited
- 2018-Present Independent Director, and Audit Committee, S Hotels And Resorts PLC
- 2018-Present Independent Director, and Chairman of Audit Committee, Jakpaison Estate Co., Ltd.
- 2018-Present Director, P advisory Co.,Ltd.
- 2016-Present Independent Director, and Chairman of Audit Committee, TMB Bank PLC.
- 2015-Present Chairman of Director, and Independent Director, Thantawan Industry PLC.
- 2013-Present Chairman of Director, and Independent Director, P.W. Consultant Co.,Ltd.

Type of proposed appointment of director

- Chairman of Director, and Independent Director

Education Master of Economics, Oklahoma State University, USA

Training Program of IOD & Others

1. Capital Market Academy Leader Program Class 14, Capital Market Academy
2. Advanced Security Management Program (ASMP) Class 5, The Association National Defence College of Thailand under the Royal Patronage of his majesty the King.
3. The Leadership, Grid Teamwork Co., Ltd.
4. Thai Institute of Director
 - 4.1. Risk Management Program for Corporate Leaders (RCL) Class 25/2021
 - 4.2. Boardroom Success Through Financing and Investment (BFI) class 9/2563
 - 4.3. Digital Transformation – A must for all Companies
 - 4.4. IT Governance and Cyber Resilience Program (ITG) class 8/2018
 - 4.5. Ethical Leadership Program Class 10/2017
 - 4.6. Director Briefing Class 4/2016 (Managing Technology & Disruption)
 - 4.7. Advanced Audit Committee Program Class 24/2016
 - 4.8. Board that Make a Difference (BMD) Class 1/2016
 - 4.9. Role of the Chairman Program (RCP) Class 37/2015
 - 4.10. Director Certification Program (DCP) Class 92/2007

4.11. Director Accreditation Program (DAP) Class 12/2004

Experience

2017 - 2019	Independent Director, Industrial Estate Authority of Thailand
2017 - 2019	Independent Director, Islamic Bank Asset Management Public Company Limited
2016 - 2018	Independent Director, CAT telecom Public Company Limited
2017 - 2017	Advisor to the Vice Minister of Ministry of Industry
2015 - 2016	Advisor to the Vice Minister of Ministry of Digital Economy and Society.
2014 – 2015	Audit Committee, Thantawan Industry PLC.
2014 – 2015	Chairman of NPL monitoring and compliance, Small and Medium Enterprise Development Bank of Thailand.
2012 – 2018	Chairman of executive director, SCMB Co.,Ltd.

THIP Shareholdings - None

Family relations with executive (s) - None

Criminal history during the past 10 Years - None

Number of years as Director of the company

- 7 Years (Date of Appointment on April 28, 2014)

Attended the meeting during the year 2021

- | | | |
|--|-----|-------|
| - Attended the AGM | 1/1 | time |
| - Attended the Board of Directors meetings | 7/7 | times |

Names and information of independent directors being proposed as a proxy

Name Mr. Asdakorn Limpiti
Age 66 Years old
Address 9/53 Moo 7, Suan Yai sub-district,
Mueang district, Nonthaburi, 11000

**Present position**

2016 – Present Independent Director and Audit Committee, Thantawan Industry PLC.
2017 – Present Chairman of Risk management Committee, Thantawan Industry PLC.
2017 – Present Nomination, Remuneration and Corporate Governance Committee, Thantawan Industry PLC.

Education

Master of engineering, Michigan (Chemical Engineering), Ann Arbor University, USA
Bachelor of engineering, Michigan, (Chemical Engineering), Ann Arbor University, USA

Training Program of IOD & Others

1. Advance Management Program (AMP) 167/2004, Harvard Business School
2. Capital Market Academy (CMA) Class 17/2013, Capital Market Academy
3. Thailand Energy Academy (TEA) Class 1/2012
4. Thai Institute of Director
 - 4.1 Director Certification Program (DCP) 75/2006
 - 4.3 Advanced Audit Committee Program (AACP) Class 24/2016

Experience

2010 - 2013 Executive Vice President, Strategy and Business Development Group,
PTT Exploration and Production Public Company Limited.
2014 – 2015 Executive Vice President, Strategy and Business Development Group
Acting Executive Vice President, Technology and Sustainability Development Group, PTT Exploration
and Production Public Company Limited.
2015 - 2016 Advisor, PTT Exploration and Production Public Company Limited.

THIP Shareholdings - None

Family relations with executive (s) - None

Criminal history during the past 10 years - None

Positions as directors or executives in other companies

1. Businesses which are listed companies.
 - None
2. Businesses which are not listed companies.

- None

3. Businesses that may cause a conflict of interest with the Company.

- None

Number of years as Independent Director of the company

- 4 Years (Date of Appointment on 1 August, 2016).

Exclusive interest in the agenda considered

- None

Forbidden qualifications

1. Never dishonestly committing an offence against property.
2. Never enter into any transaction which may cause conflict of interest against the company during the year.

Attended the meeting during the year 2021

- | | | |
|--|-----|-------|
| - Attended the AGM | 1/1 | time |
| - Attended the Board of Directors | 7/7 | times |
| - Attended the Audit Committee | 6/6 | times |
| - Attended the Risk Management Committee | 5/5 | times |
| - Attended the Nominations Remunerations
and Corporate Governance Committee's Meeting | 2/3 | times |

Stakeholder in various ways with company and Individuals that may cause the conflict of interest presently or the past two years

- None

Nomination Guideline

The company considered that Mr. Asdakorn Limpiti has full qualified under the Act. Public Companies and the Securities Act, also knowledge and experience in the business related to the operations of the company and assist to develop as well. Consequently, the company has agreed to re-elect Mr. Asdakorn Limpiti as 'Directors' of the company as deems appropriate.

Names and information of independent directors being proposed as a proxy

Name Miss Sasitorn Wongvilai

Age 56 years

Present Address: 50/21 Soi.Promprak, Sukumvit Rd., North Klongton,
Wattana, Bangkok, 10110.

**Present position**

- Certified Public Accountant; C.P.A. (Thailand)
- Cooperative Auditor, Cooperative Auditing Department; Ministry of Agriculture and Cooperatives.
- Director Manager; IAS Business Consulting Co., Ltd.
- Director Manager; Aviso (Thailand) Co., Ltd.
- Director Manager; Aners Co., Ltd.
- Lecturer, Faculty of Economics; Srinakharinwirot University
- Committee on Border Trade and Cross Border Trade (Myanmar); Board of Trade of Thailand

Education

- Doctor of Public Administration University of Northern Philippines (UNP)
- Master's degree in Applied Statistics National Institute of Development Administration (NIDA)
- Bachelor's Degree in Public Administration Ramkumhang University
- Bachelor's Degree in Accounting Faculty of Commerce and Accountancy Chulalongkorn University

Training Program of IOD & Others

1. Capital Market Development Program design to auditors
 2. Certificate law of taxation, The Central Tax Court
 3. Establishment Diagnostics Course, Thai-Japanese Technology Promotion Association
 4. APEC-IBIZ Small Business Counsellors Program, National Productivity Institute
 5. Manufacturing Cost Reduction in practice by JMAC&TMA, Management Association of Thailand
 6. Certificate of Small Industry Management and Consulting, Department of Industrial Promotion, Ministry of Industry
 7. Thai Institute of Director (IOD)
- Board Nomination and Compensation Program (BNCP) Class.11/2021
 - Directors Certification Program Class 283/2019
 - Director Accreditation Program Class 150/2018
 - Advanced Audit Committee Program Class 31/2018

Guidelines for Proxy Appointment, Registration, and Identification Documents
Required to Attend and Vote in the General Meeting of Shareholders

Appointment of Proxy

The Company has dispatched Proxy Form B as specified by the Department of Business Development, Ministry of Commerce. Any shareholder who is unable to attend the Meeting can consider to appoint the other persons or any of Independent directors as proposed to act as his/her proxy as follows:

- | | | |
|----|------------------------|---|
| 1. | Mr. Praisun Wongsmith | Chairman of director |
| 2. | Mr. Asdakorn Limpiti | Independent Director / Audit Committee /
Chairman of Risk Management Committee |
| 2. | Ms. Sasitorn Wongwilai | Independent Director / Audit Committee /
Chairman of Nomination Remuneration and
Corporate Governance Committee |

Including details of age, education and work experience. History of Board of Directors 'meeting and the proportion of shareholding in the company of each director as [Enclosure 8](#). Shareholder of proxy may specify more than one proxy for flexibility. In case any of the appointed proxies are unable to attend the meeting in person, other proxies can attend the meeting for them. However, proxies are entitled to attend and vote for only one. Also, unable to split the number of shares to several proxies for vote's separation. Additionally, voting of each agenda item, shareholders have the right to vote only for approval, disapproval or abstention.

Registration to Attend the Meeting

Shareholders should read Rules for attending the shareholders' meeting via electronic media and How to submit the form of Acceptance for the invitation of online meeting (E-AGM) as detailed in [Enclosure 11](#)

Documents Verify Eligibility to Attend the Meeting

Shareholders who desire to join the electronic meeting have to submit the form of Acceptance for the invitation of online meeting (E-AGM) in [Enclosure 12](#) and proof of identity together with supporting documents in [Enclosure 11](#).

Voting

Agenda generally

1. Voting shall be counted as one share one vote with majority votes. In case the vote is equal, the Chairman of the meeting will take a decision to casting vote for the final vote, apart from the vote of shareholders.
2. Voting through the E-Voting system, you will be able to vote for each agenda only by voting for agreeing, disagreeing, or abstaining. In case of not voting in any agenda, the system will be deemed to vote as agree immediately (using the vote-counting method by pouring votes towards agreeing).
3. Any person who is stakeholder special to any of agenda item shall not be entitled to vote that item. Any the vote that removes directors without any restrictions.

Committee agenda

Agenda for the election of directors under Clause 16 of the Article of Association

Requires the shareholders to elect directors under the rules and procedures as follows:

1. Shareholders shall be entitled to one vote.
2. Each shareholder shall be entitled to take all of the votes: (1) to elect one or more persons as directors, but will divide to the any the split vote for whoever is not much.
3. The person who received the highest votes. Respectively, to a person who has been elected as a director of the Committee should have or be elected at that time. In the event that the person who was elected in a descending order of votes equal more than the number of directors to be due or be elected at that time for a president who is a casting vote.

Counting of votes.

Chairman of the meeting or staff will explain how to count the votes before the start of the meeting agenda.

- Counting of votes on each agenda item. The company will count the votes of the shareholders at the meeting. And shareholders to appoint proxies to the Company recorded pre-while proxies to attend registration. The vote does not agree. And abstention. Deducted from the total shares of the meeting and entitled to vote on each agenda item.
- The Chairman will announce the meeting of the voting on each agenda item. After voting on each agenda item ends. The estimate will separate voice and approve by voice vote and represent a few percent does. Each session will use the number of shares of the last meeting.

Articles of Association of the Company relating to the Shareholders' meeting

Article 16

The appointment of a director shall be made by the Shareholders Meeting in accordance with the following conditions and procedures:

- (1) Each shareholder shall have a number of votes equal to the numbers of shares held by him;
- (2) Each shareholder shall exercise all the votes that he has under (1) to appoint one or several person(s) to be director(s), provided that he cannot divide his votes to any person to any extent; and
- (3) Persons receiving the highest votes in descending order are those who are elected to be directors, to the number of directors who are to be elected. If there is a tie in the last to be elected and this exceeds the said number of directors, the presiding chairman shall have an additional casting vote

Article 17

At every Annual General Meeting of Shareholders, one-third (1/3) of the directors shall retire from the office; the director who has held the office longest shall be the first person to retire. If the number of directors is not a multiple of three, then the number of directors nearest to one-third (1/3) must retire from the office.

The retired shall be eligible for re-election.

The retiring directors in the first and second year of the conversion of the Company shall be determined by a draw of lots. In the subsequent years, the director who is in the office for the longest period shall retire.

Article 20

The Shareholders' meeting may resolve to remove any director from the office before the expiration of his/ her term of office by rotation. The resolution of such case shall consist of not less than three-fourth (3/4) votes of shareholders attending the meeting and entitle to vote, and the total number of shares altogether should not be less than half of the total number of shares held by the shareholders attending the meeting.

Article 32

In summoning the shareholders' meeting, the Board of Directors shall prepare a notice of the meeting specifying the place, date, time, agenda and the matters to be submitted to the meeting together with appropriate details stating clearly the issues that will be for acknowledgement, for approval or for consideration, including the opinions of the Board of Directors on the said matters and shall send the same to the shareholder and the company Registrar for information not less than seven (7) days prior to the meeting. Publication of a notice of the meeting shall also be made in a newspaper for three (3) consecutive days at least three (3) days prior to the meeting.

The place for the meeting shall be in the province of the head office of the Company or others as specified by the Board of Directors.

Article 33

The quorum of a Shareholders' Meeting shall be either not less than Twenty-five (25) shareholders or proxies (if any) presented, or not less than half of the total number of shareholders, and the total number of shares altogether should be not less than one-third (1/3) of the total number of issued shares.

When one (1) hour has elapsed from the appropriated time fixed for any Shareholders' Meeting and the number of shareholders presenting at the meeting does not constitute a quorum as specified, if such meeting is a Shareholders' Meeting convened due to a request from shareholders, it shall be extinguished. If it is not convened because of a request from shareholders, it shall be re-convened by sending notice to shareholders not less than seven (7) days prior to the meeting. In this later case, a quorum as prescribed is not compulsory.

Article 35

In order to vote in the shareholders' meeting, each shareholder shall have a number of votes equal to the numbers of shares held by him. The shareholders who has vested interest shall have no right to vote for such matter. Except for election of voting directors, resolution of the shareholders' meeting shall comprise the following votes:

- (1) In normal case, the majority of votes of shareholders who attend the meeting and cast votes. In case of equality of votes, the Chairman of the Meeting shall have an additional casting vote;
- (2) In the following cases, a resolution shall be passed by votes of not less than three-fourths (3/4) of the total number of votes of shareholders who attend the meeting and are entitled to vote:
 - a) the sale or transfer of the entire business or important parts of the business of the Company to other persons;
 - b) the purchase or acceptance of transfer of the business of other companies or private companies by the Company;
 - c) the making, amending or terminating of contracts with respect to the granting of a lease of the whole or important parts of the business of the Company, the assignment of the management of the business of the Company to any other persons or the amalgamation of the business with other persons with purpose of profit and loss sharing;
 - d) any amendments or addition of the Memorandum of Association or the Articles of Association of the Company;
 - e) any increase or decrease of registered capital;
 - f) dissolution of the Company;
 - g) any issuance of debentures;
 - h) the amalgamation of the Company with other company.

Article 36

Businesses to be transacted at the Annual General Meeting are as follows:

1. To acknowledge the Board of Director report on the past operational results.
2. To consider and approve the Company's balance sheets and profit and loss accounts of the preceding fiscal year.
3. To approve the appropriation of the profit and dividend payment.
4. To approve the appointment of a new director in replacement to a director who are due to be retired by rotation.
5. To specify the remuneration of directors
6. To approve the appointment of the Company's auditor and remuneration fee.
7. To consider other issues.

Article 44

Dividends cannot be disbursed from other sources of funds except profits. In the event that the Company has accumulated losses, no dividends will be paid.

Dividend payments are equally divided according to the number of shares, except the Company issues the preference share and prescribes the dividend for such preference share differently from the ordinary share. The said dividend payments are requested to be approved by the Shareholders' Meeting.

The Board of Directors may authorize interim dividend payments from time to time when there are reasonable profits to support the move and such decision will be announced at the next shareholders' meeting.

Dividend payments should be made within one (1) month from an Annual General Meeting or whenever the Board of Directors approves, according to circumstances. The notice has to be made in writing to all shareholders and the notification of impending dividend payments announced in the newspapers.

Article 45

The Company has to allocate at least five (5) percent of its annual net profits as statutory reserve, of deficit (if any), until the reserve reaches ten (10) percent of registered capital.

For more details, please see the Company's Articles of Association on the Company's website, www.thantawan.com.

Rules for attending the shareholders' meeting via electronic media (E-AGM)

Shareholders or proxies who wish to attend the meeting must submit documents proving their identity as specified to the Company within April 20, 2022. The Company shall verify the list of shareholders according to the closing information of the shareholders' register book who have the right to attend the meeting wholly and correctly. After that, the electronic conferencing service provider will send a Link to attend the meeting and the user manual to the Email you have sent to inform the Company. The Link will be sent two days in advance of the meeting date.

Requesting to attend the meeting via electronic media

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

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

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

1. Please fill in the document requesting to attend the meeting via electronic media (E-AGM) (Enclosure 12) by specifying your Email and your mobile phone number clearly for registering for the meeting.
2. Attach a copy of proof of identity to confirm the right to attend the E-AGM meeting.
 - 2.1 Shareholders who are natural persons:
 - If a shareholder wishes to attend the meeting in person via E-Meeting:
 - Attach a copy of a valid government-issued identification document such as an ID card, government ID card, driver's license, or passport. In case of name-surname changes, shareholders are requested to attach supporting evidence.
 - If a shareholder appoints another person to attend the meeting on his/her behalf via E-Meeting:
 - The Proxy Form C (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with duty stamp affixed;
 - A copy of the proxy grantor's identity document, such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed certifying the true copy of the proxy.
 - A copy of the proxy's identity document, such as an ID card, a government official an ID card, passport (In the case of foreigners) that have not expired and signed certifying the true copy of the proxy.

2.2 Shareholders who are juristic persons:

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

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


3. Submit the documents requesting to attend the meeting via electronic media Enclosure 12 (item 1) and proof of identity together with supporting documents (item 2) by sending to the Company within April 20, 2022

- Email channel: legal.puangpech@thantawan.com
- Postal channels:

Company Secretary
Thantawan Industry Public Company Limited
123 Suntowers Building A, 32nd Floor
Vibhavadi-Rangsit Road, Chomphon sub-district
Chatuchak district, Bangkok 10900

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

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

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

2. Fill in the information of shareholders:

1. Securities holder account number;
2. Name (do not include a title) If the shareholder is a juristic person, do not fill in this field;
3. Last Name (In case the shareholder is a juristic person, enter the name of the juristic person in the last name field);
4. ID card number;
5. Attach the file of the company certificate (In the case of a shareholder who is a juristic person);
6. Choose to accept the terms and consent to access to personal information;
7. Press "Confirm"

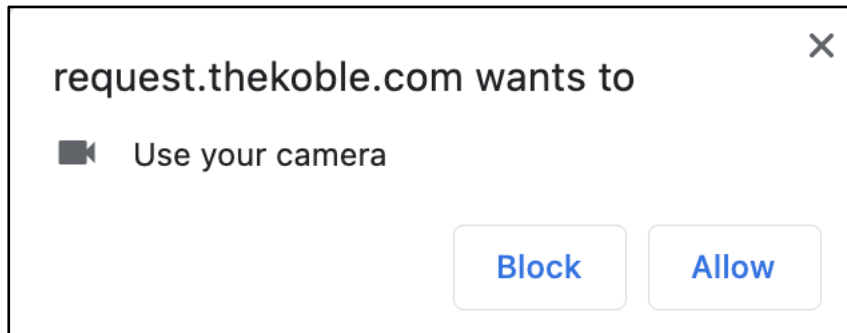
3. Check the name of the shareholder and the number of shares. If correct, please fill in shareholder information.

1. Name - Surname (English);
2. Email to receive a link to attend the meeting;
3. Mobile phone number;
4. Select the attendance type:
 - i. Attend the meeting in person via E-AGM;
 - ii. Authorize the natural persons to attend the meeting via E-AGM;
 - iii. Assign a proxy to an independent director;
5. Press "Next"

In the case of shareholders attending the meeting in person

Record photos of shareholders

1.1 Press "Allow" to accept the website to access the camera. Press Allow.



1.2 Take a photo of a full ID card:

- Press "Take a photo";
- Press "Save";
- If you want to take another shot, please press the "Retry" button.

1.3 Take a picture of the shareholder holding an ID card (As the example shown):

- Press "Take a photo";
- Press "Save";
- If you want to take another shot, please press the "Retry" button.

1.4 Press "Next";

1.5 The system will display a message "Information received successfully," check the name, surname, and number of shares again;

1.6 Press "Finish."

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

1. Record photos, shareholder information (as in the case of shareholders attending the meeting in person);
2. Save the proxy's information and attach supporting documents:
 - a. Name-surname of the proxy (Thai language);
 - b. Name-surname of the proxy (English);
 - c. Attach a copy of the proxy's identity document;
 - d. Attach the proxy form with complete information and signature;
 - e. Press "Next"
3. Press "Next";
4. The system will display a message "Information received successfully," check the name, surname, and number of shares again;
5. Press "Finish."

In the case of appointing a proxy to an independent director:

1. Record photos, shareholder information (Like in the case of shareholders attending the meeting in person);
2. Attach the completed and signed proxy form;
3. Press "Next";
4. The system will display a message "Information received successfully," check the name, surname, and number of shares again;
5. Press "Finish."

Remark: The system for receiving the request to attend the meeting will be open for operation from April 1, 2022 to April 20, 2022 date or until the meeting is completed. (The system does not accept information on Saturdays, Sundays, and public holidays.)

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

Electronic Meeting Attendance (E-AGM):

1. Once the shareholders or proxies wish to attend the meeting and have been fully verified, you will receive an Email from the meeting organizer, a link for attending the meeting, and a system's user manual two days before the meeting date. Please study the manual on how to use the E-AGM meeting system in detail. If you haven't received the Email within the April 21,2022 date, please get in touch with the Company immediately.
2. Meeting attendance and voting via electronic media can be used with computers/notebooks/tablets and mobile phones via Web Browser: Chrome with 4G internet speed or home internet basic.

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

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

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

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

If a shareholder wishes to appoint an independent director as a proxy:

Suppose any shareholders cannot attend the E-AGM meeting in person or cannot appoint other proxies to attend the E-AGM meeting and wish to appoint an independent director as a proxy. In this regard, they can send a proxy form (Enclosure 7) specifying the proxy as one of the independent directors as specified by the Company along with supporting documents to the Company by the date within April 20, 2022 via the following channels:

- By Email: legal.puangpech@thantawan.com
- By mail:
Company Secretary
Thantawan Industry Public Company Limited
123 Suntowers Building A, 32nd Floor
Vibhavadi-Rangsit Road, Chomphon sub-district
Chatuchak district, Bangkok 10900

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

In the case of a shareholder who is a foreign investor and appoints a custodian in Thailand to be a stock depository and keeper:

Please submit the following information:

1. The Proxy Form C (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with a 20-baht duty stamp affixed;
2. Custodian juristic person registration certificate (Custodian) with a signature certifying true copy by the authorized signatory on behalf of the juristic person of the Custodian or the attorney with the corporate seal (if any).
3. A power of attorney from the shareholders for the Custodian to be authorized to sign the proxy form;
4. A letter confirming that the person signing the proxy form is authorized to operate a custodian business;
5. Copy of ID card, or a copy of government official ID card, or copy of passport (In the case of foreigners) of the proxy with certified the true copy;

6. Submit information via the following channels:

- By Email: legal.puangpech@thantawan.com
- By mail:

Company Secretary
Thantawan Industry Public Company Limited
123 Sun Towers Building A, 32nd Floor
Vibhavadi-Rangsit Road, Chomphon sub-district
Chatuchak district, Bangkok 10900

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

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

1. Send advice or questions **in advance** to the Company before the meeting date through the following channels:

- By Email: legal.puangpech@thantawan.com
- Telephone: 02-273-8333 Ext. 3235
- By mail:

Company Secretary
Thantawan Industry Public Company Limited
123 Sun Towers Building A, 32nd Floor
Vibhavadi-Rangsit Road, Chomphon sub-district
Chatuchak district, Bangkok 10900

2. Submit advice or questions **during the meeting** to those attending the E-AGM meeting. The attendee must specify his/her first and last name and state whether his/her is a shareholder attending the meeting himself/herself or a proxy. Before every suggestion or question is submitted, the Company has opened channels for sending advice and questions during the meeting as follows:

- Chat channel for text messages;
- An audio chat channel where attendees press the raising hand button and turn on the microphone on their device after the operator sends you an invitation to chat. Please turn off the microphone after the conversation is finished every time (For more details, please refer to the user manual sent to the attendees' Emails).

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

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



ใบตอบรับเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์ บริษัท ทานตะวันอุตสาหกรรม จำกัด (มหาชน)
Acceptance for the invitation of online meeting of Thantawan Industry Public Company

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

- (1) ข้าพเจ้า.....หมายเลขบัตรประชาชน/หนังสือเดินทาง.....
I/We, Identification Card/Passport number
สัญชาติ.....บ้านเลขที่.....ถนน.....ตำบล/แขวง.....
Nationality Residing at No. Road Sub district
อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....
District Province Postal Code
- (2) เป็นผู้ถือหุ้นของ บริษัท ทานตะวันอุตสาหกรรม จำกัด (มหาชน)
Being a shareholder of Thantawan Industry Public Company
โดยถือหุ้นรวมทั้งสิ้น หุ้น
Holding the total amount of shares

ประสงค์จะร่วมประชุมและลงคะแนนผ่านสื่ออิเล็กทรอนิกส์สำหรับการประชุมสามัญผู้ถือหุ้นประจำปี 2565
I would like to participate the E-AGM for Annual General Meeting 2022

เข้าร่วมประชุมด้วยตัวเอง
Self-Attending

มอบฉันทะให้ (นาย/นาง/นางสาว)..... ได้เข้าร่วมประชุมดังกล่าวข้างต้น
Proxy to attend the meeting.

- (3) ข้อมูลในการจัดส่งวิธีการเข้าร่วมประชุม

Please send the Link to join the meeting by below email

อีเมล.....(โปรดระบุ)

E-Mail Please fil in the blank.

โทรศัพท์มือถือ.....(โปรดระบุ)

Mobile Number Please fil in the blank.

- (4) จัดส่งเอกสารเพื่อยืนยันตัวตน ตามสิ่งที่ส่งมาด้วย 11 วิธีการเข้าร่วมประชุม ภายในวันที่ 20 เมษายน 2565

Please submit the required document per an Enclosure 11 by 20 April 2022

- (5) เมื่อได้รับการยืนยันตัวตน บริษัทฯ จะจัดส่งลิงค์การเข้าร่วมประชุมและวิธีการเข้าร่วมประชุมไปยังอีเมลที่ท่านได้ระบุ

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

- (6) ในวันประชุมผู้ถือหุ้นจะต้องเตรียม เลขบัญชีผู้ถือหุ้น และเลขบัตรประชาชนไว้ สำหรับการเข้าร่วมประชุม

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

ลงชื่อ/Signed.....ผู้ถือหุ้น/Shareholder

(.....)