



บริษัท เสริมสุข จำกัด (มหาชน)

HO 1001 / 003 / 2025

10 January 2025

Subject: Invitation to the 2025 Annual General Meeting of Shareholders

Attention: Shareholders

Serm Suk Public Company Limited (“Company”)

- Enclosures:
1. Copy of the Minutes of the Extraordinary General Meeting of Shareholders No.1/2024 convened on 27 August 2024;
 2. Copy of 2024 Annual Report, together with the Financial Statements of the Company for the fiscal year ended 30 September 2024 in QR Code format;
 3. Profile and working experience of candidates nominated for election as directors;
 4. Documents and evidences required for attending the Meeting;
 5. Proxy form (Form A, Form B, and Form C);
 6. Copy of the Articles of Association of the Company with respect to the shareholders’ meeting;
 7. Personal Data Protection Notice for shareholders’ meeting;
 8. The measures and guidelines for the shareholders attending the meeting and proxy;
 9. Map of the meeting venue
 10. Request Form for the Annual Report, together with the Financial Statements of the Company for the fiscal year ended 30 September 2024, in hard copy

The Board of Directors of the Company resolved to convene the 2025 Annual General Meeting of Shareholders on Thursday, 30 January 2025 at 9:30 hrs. at Meeting Room 209, 2nd Floor, Queen Sirikit National Convention Center, Ratchadaphisek Road, Khlong Toei Sub-district, Khlong Toei District, Bangkok. In this regard, the Company set the Book Closing Date as 10 January 2025 to determine the shareholders’ name list who had been eligible to attend the Meeting, to consider the following agendas:

Agenda 1: Consideration and adoption the Minutes of the Extraordinary General Meeting of Shareholders No.1/2024 held on 27 August 2024

Opinion of the Board of Directors: The Minutes were correctly and accurately recorded in accordance with the resolutions of the Extraordinary General Meeting of Shareholders No.1/2024; thus, the Board of Directors deemed it appropriate to propose that the 2025 Annual General Meeting of Shareholders adopts the Minutes of the Extraordinary General Meeting of Shareholders No.1/2024.

Remark: The resolution on this agenda item shall be passed by a majority vote of the shareholders attending the meeting and entitled to vote.

Agenda 2: Consideration and acknowledgement of the business operation for the year ended 30 September 2024

Opinion of the Board of Directors: The Board of Directors took the view that such business operation report is correct and sufficient, and deemed it appropriate to propose that the 2025 Annual General



บริษัท เสริมสุข จำกัด (มหาชน)

เลขที่ 90 อาคารซีเนี่ยมิอูว์ ทาวเวอร์ ชั้น 31-32 ถนนรัชดาภิเษก แขวงหัวหมาก เขตหัวหมาก กรุงเทพฯ 10310 โทรศัพท์: 66-2783-9000 โทรสาร: 66-2783-9092-93
หมายเลข 0107537001650

Meeting of Shareholders acknowledges the Company's business operation for the year ended 30 September 2024.

Remark: This agenda item is only for acknowledgement; therefore, no casting of vote is required.

Agenda 3: Consideration and approval the Financial Statements for the year ended 30 September 2024

Opinion of the Board of Directors: The Board of Directors deemed it appropriate to propose that the 2025 Annual General Meeting of Shareholders approves the Financial Statements for the year ended 30 September 2024 audited by the certified public accountant and endorsed by the Board of Directors.

Remark: The resolution on this agenda shall be passed by a majority vote of the shareholders attending the meeting and entitled to vote.

Agenda 4: Consideration and approval on appointment of auditors and determination of auditor remuneration for year 2025

Opinion of the Board of Directors: The Board of Directors resolved to propose that the 2025 Annual General Meeting of Shareholders approves the appointment either Miss Nittaya Chetchotiros, Certified Public Accountant No. 4439; or Miss Yuwanuch Thepsongvaj, Certified Public Accountant No. 5371; or Miss Kanokorn Puripunyanich, Certified Public Accountant No. 10512 of KPMG Phoomchai Audit Ltd. as the Company's auditors for the year 2025 to audit and provide an opinion on the Financial Statements of the Company and the determination of the auditor fee for the year 2025 ended 30 September 2025 amounting to Baht 1,840,000 which increasing from the year 2024 for Baht 63,000 and equivalent to 3.55%.

Remark: The resolution on this agenda shall be passed by a majority vote of the shareholders attending the meeting and entitled to vote.

Agenda 5: Consideration and approval not to allocate profit as legal reserve and approval of dividend payment for the year 2024

Opinion of the Board of Directors: The Board of Directors resolved to propose that the 2025 Annual General Meeting of Shareholders approves not to allocate the profits as legal reserved and to make dividend payment for the year 2024. The details of which are as follows:

- no allocation of the profits as the Company's legal reserve has reached the amount required by law; and
- dividend payment from consolidated net profit for the year 2024 at the rate of Baht 0.61 per share, totaling of Baht 162.20 million which is approximately 40.1 percent of the Company's consolidated net profit for the year ended 30 September 2024 in accordance with the Company's dividend payment policy to shareholders whose names are appeared in the share register book on 10 January 2025 (Book Closing Date) and the dividend payment date is scheduled on 28 February 2025, provided that the right to receive the dividend remains uncertain and is subject to an approval of the 2025 Annual General Meeting of Shareholders.

Remark: The resolution on this agenda shall be passed by a majority vote of the shareholders attending the meeting and entitled to vote.

Agenda 6: Consideration and approval the remuneration of the directors for the period from January to December 2025

Opinion of the Board of Directors: The Board of Directors deemed it appropriate to propose that the 2025 Annual General Meeting of Shareholders approves the remuneration for directors for the period starting January to December 2025 at the aggregate amount not exceeding Baht 3,000,000

Including with the bonus for the directors of the Company for the year 2024 in the amount not exceeding Baht 7,000,000.

Remark: The resolution on this agenda item shall be passed by votes of no less than two-thirds of the total votes cast by the shareholders attending the meeting and entitled to vote.

Agenda 7: Consideration and approval of the appointment of directors in replacement of those who are due to retire by rotation

Opinion of the Board of Directors: The Board of Directors (by a majority vote, excluding the directors who retire by rotation) conducts its review of the screening process under the Company's nomination policy and viewed that these five directors which namely as below:

- | | |
|----------------------------------|-------------------------------|
| 1) Mr. Thapana Sirivadhanabhakdi | Chairman |
| 2) Mr. Ueychai Tantha-obhas | 1 st Vice Chairman |
| 3) Mr. Sithichai Chaikriangkrai | 2 nd Vice Chairman |
| 4) Mr. Dhitivute Bulsook | Director |
| 5) Mrs. Nongnuch Buranasetkul | Director |

are the persons who have qualifications and appropriate to manage the Company's business and deemed it appropriate to propose that the 2025 Annual General Meeting of Shareholders considers and approves for these five directors to be re-elected as the Company's directors for another term.

Remark: The resolution on this agenda item shall be passed by a majority vote of the shareholders attending the meeting and entitled to vote (Election of the directors individually).

Agenda 8: Consideration and approval of the amendment of the Company's Articles of Association

Opinion of the Board of Directors: The Board of Directors deemed it appropriate to propose to the 2025 Annual General Meeting to approve the amendment of the Company's Articles of Association for clarity after the Company ceased to be a listed company on the Stock Exchange of Thailand, the details are as follow:

Present	The amendment to be proposed
Article 5: Every share certificate of the Company shall bear the name of the shareholders with a signature of one director affixed or printed thereon, provided that directors may assign the Registrar under the law concerning securities and securities exchange to be the Company's share registrar. The share registration procedures of the Company shall be as prescribed by the Registrar.	Article 5: Every share certificate of the Company shall bear the name of the shareholders with a signature of one director affixed or printed thereon, provided that directors may assign the Registrar under the law concerning securities and securities exchange to be the Company's share registrar. The share registration procedures of the Company shall be as prescribed by the Registrar.
The director or the Registrar may sign on the share or other securities certificates by themselves or by	The director or the Registrar may sign on the share or other securities certificates by themselves or by

Present	The amendment to be proposed
<p>affixing their signatures by machine or computer or by any other means as permitted by the law concerning securities and securities exchange.</p>	<p>affixing their signatures by machine or computer or by any other means as permitted by the law concerning securities and securities exchange.</p>
<p>Article 10: The transfer of shares shall be valid when the transferor endorses the share certificate by specifying the name of the transferee and affixing the signatures of the transferor and the transferee thereon, and delivers the share certificate to the transferee.</p> <p>A transfer of shares is valid against the Company when the Company receives an application for the registration of the transfer of shares, and a transfer is valid against a third party once the company has registered such transfer.</p> <p>When the Company is of the opinion that a transfer is legitimate, the Company shall register such transfer within 14 days from the date it receives the application. If the transfer is considered invalid, the Company shall inform the applicant within 7 days.</p> <p>If the shares of the Company are listed on the Stock Exchange of Thailand, the transfer of such shares shall be in compliance with law concerning securities and securities exchange.</p> <p>The transfer of other securities, whether or not listed on the Stock Exchange of Thailand, shall be in compliance with the law concerning securities and securities exchange.</p>	<p>Article 10: The transfer of shares shall be valid when the transferor endorses the share certificate by specifying the name of the transferee and affixing the signatures of the transferor and the transferee thereon, and delivers the share certificate to the transferee.</p> <p>A transfer of shares is valid against the Company when the Company receives an application for the registration of the transfer of shares, and a transfer is valid against a third party once the company has registered such transfer.</p> <p>When the Company is of the opinion that a transfer is legitimate, the Company shall register such transfer within 14 days from the date it receives the application. If the transfer is considered invalid, the Company shall inform the applicant within 7 days.</p> <p>If the shares of the Company are listed on the Stock Exchange of Thailand, the transfer of such shares shall be in compliance with law concerning securities and securities exchange.</p> <p>The transfer of other securities, whether or not listed on the Stock Exchange of Thailand, shall be in compliance with the law concerning securities and securities exchange.</p>
<p>Article 45: In case the Company or a subsidiary agrees to enter into a connected transaction or a transaction relating to an acquisition or disposition of important assets of the Company or the subsidiary in accordance with a definition determined under the Notification of the Stock Exchange of Thailand governing the execution of connected transactions of listed companies or an acquisition or disposition of important assets of listed companies, as the case may be, the Company shall comply with the rules and procedures such Notification has determined in the matter.</p>	<p style="text-align: center;">Remove</p>

Remark: The resolution on this agenda item shall be passed by votes of no less than three-fourths of the total votes cast by the shareholders attending the meeting and entitled to vote.

Agenda 9: Other businesses (if any)

Opinion of the Board of Directors: The Board of Directors deemed it appropriate to give the shareholders an opportunity to make enquiries to the Board of Directors and the Board of Directors to answer their enquiries (if any).

The Company has posted the Invitation and Enclosures on the Company's website (www.sermsukplc.com). Therefore, the shareholders of Sermsuk Public Company Limited are cordially invited to attend the Meeting on the abovementioned date, and at the specified time and venue. In order to facilitate the shareholders' travel to the venue of the Meeting, the Company has prepared a map of the venue and methods of transportation together with this Invitation as set out in Enclosure 9. Furthermore, to maintain the rights of shareholders and to facilitate the shareholders, the shareholders are kindly requested to comply with the measures and guidelines for the shareholders attending the meeting and proxy as set out in Enclosure 8 and for the 2025 Annual General Meeting of Shareholders, the Company will comply with its Personal Data Protection Notice issued in accordance with the Personal Data Protection Act, detail as set out in Enclosure 7.

In addition, the Company has prepared the 2024 Annual Report, together with the Financial Statements of the Company for the fiscal year ended 30 September 2024 in QR Code format as set out in Enclosure 2. In the case that any shareholder wishes to obtain a hard copy of the 2024 Annual Report, together with the Financial Statements of the Company for the fiscal year ended 30 September 2024, he or she can fill the Request Form for the Annual Report, together with the Financial Statements of the Company for the fiscal year ended 30 September 2024, in hard copy as set out in Enclosure 10 and submit the form to the Company in the following channels:

- **Via mail :** Company Secretary Unit, Sermsuk Public Company Limited, 90 CW Tower, 31st Floor, Ratchadapisek Road, Huai Khwang Sub-district, Huai Khwang District, Bangkok, 10310. Tel. 02-783-9000 or
- **Via e-mail :** ssc-comsec@sermsukplc.com

In order to promote a concise meeting and adhere to the meeting agenda, which is legally required, the Meeting will accept written questions as you may need send questions prior to the meeting date to our Company Secretary Unit via the e-mail that mentioned above or hand to the Company's staff on the day of the shareholders' meeting. The Company will collect questions and provide further clarification.

The shareholders of the Company are cordially invited to participate in the Meeting on the date and time mentioned above.

Sincerely yours,



(Mr. Krit Julapanichakum)
Company Secretary

Minutes of the Extraordinary General Meeting of Shareholders No.1/2024
At Queen Sirikit National Convention Center,
2nd Floor, Meeting Room 208-209,
60, Queen Sirikit National Convention Center, Ratchadaphisek Road,
Khlong Toei Sub-district, Khlong Toei District, Bangkok
and via Electronic Media (Hybrid Meeting) of
Sermsuk Public Company Limited

Venue: Queen Sirikit National Convention Center, 2nd Floor, Meeting Room 208-209, 60, Queen Sirikit National Convention Center, Ratchadaphisek Road, Khlong Toei Sub-district, Khlong Toei District, Bangkok and via Electronic Media (Hybrid Meeting)

Date & Time: Tuesday, 27 August 2024, at 9:30 hrs.

Preliminary Proceedings:

Mr. Somchai Bulsook, Chairman of the Board of Directors (the “**Chairman**”), welcomed the shareholders and other attendees to the Meeting. Afterwards, the Chairman designated Mr. Krit Julapanichakum, Company Secretary, to serve as the Meeting's facilitator (the “**Company Secretary**”). The Company Secretary informed the Meeting that this Extraordinary General Meeting of Shareholders, Sermsuk Public Company Limited shall conduct for 2 hours from 9:30 hrs. – 11.30 hrs. and shall keep, use, and disclose personal information, still images, audios, and videos of all attendees for recording and preparing the minutes of the Meeting, organizing the Meeting, etc. All shareholders could read the additional details related to the Personal Data Protection as indicated in the enclosure of the Meeting invitation letter and on the Company’s website.

The Company Secretary informed the Meeting of the information regarding the amount of capital and number of shares of Sermsuk Public Company Limited (the “**Company**”), as follows:

Registered capital	THB	265,900,484	
Paid-up registered capital	THB	265,900,484	
Issued ordinary shares		265,900,484	shares
Par value	THB	1	per share

Wednesday, 17 July 2024 was scheduled as the date to record the names of the shareholders entitled to attend the Extraordinary General Meeting of Shareholders No.1/2024 (Record Date).

The Company Secretary informed the Meeting that at the commencement of the Meeting are as follow;

- There were 44 shareholders attending the Meeting in person, representing 87,681 shares.
- There were 2 shareholders attending the Meeting via Electronic Media, representing 19,400 shares.
- There were 48 proxies attending the Meeting in person, representing 255,957,682 shares.
- There were 1 shareholder attending the Meeting via Electronic Media, representing 10 shares.

Total number of shareholders are 95 shareholders, representing 256,064,773 shares or equivalent to 96.3010 percent of the total issued shares of the Company. A quorum was thus constituted according to Article 31 of the Company’s Articles of Association, which provides that there shall be shareholders and proxies present at the shareholders meeting in a number of not less than 25 persons or no less than

one-half of the total number of shareholders, holding an aggregate of not less than one-third of the total number of issued shares of the Company.

The directors, executives, and advisors who attended the Meeting are as follows:

Directors in Attendance:

- | | |
|---|--|
| 1) Mr. Somchai Bulsook | Chairman
Corporate Governance Committee Chairman |
| 2) Mr. Suchin Wanglee | 1 st Vice Chairman
Independent Director
Nomination and Remuneration Committee Chairman
Audit Committee Member |
| 3) Mr. Chotiphat Bijananda | 2 nd Vice Chairman |
| 4) Mr. Ueychai Tantha-obhas | 4 th Vice Chairman
Executive Committee 1 st Vice Chairman
Corporate Governance Committee Member |
| 5) Prof. Dr. Khunying Suchada Kiranandana | Independent Director
Audit Committee Chairman
Sustainability and Risk Management Committee Chairman |
| 6) Prof. Dr. Rawat Chamchalerm | Independent Director |
| 7) Ms. Wiboonlasana Ruamraksa | Independent Director
Audit Committee Member
Sustainability and Risk Management Committee Member |
| 8) Mr. Pramoad Phornprapha | Independent Director
Nomination and Remuneration Committee Member
Sustainability and Risk Management Committee Member
Corporate Governance Committee Member |
| 9) Mr. Sithichai Chaikriangkrai | Director
Executive Committee 2 nd Vice Chairman
Sustainability and Risk Management Committee Member |
| 10) Mr. Sakchai Thanaboonchai | Director |
| 11) Mr. Rangsan Thammanee Wong | Director |
| 12) Mr. Dhitivute Bulsook | Director
Executive Committee 3 rd Vice Chairman
Sustainability and Risk Management Committee Member |
| 13) Mr. Kosit Suksingha | Director
Sustainability and Risk Management Committee Member
Executive Committee Member |
| 14) Mrs. Nongnuch Buranasetkul | Director
President
Sustainability and Risk Management Committee Member
Executive Committee Member |

Absent Director:

- | | |
|----------------------------------|--|
| 1) Mr. Thapana Sirivadhanabhakdi | 3 rd Vice Chairman
Executive Committee Chairman
Sustainability and Risk Management Committee Member
Nomination and Remuneration Committee Member |
|----------------------------------|--|

Executives in Attendance:

- | | |
|-----------------------------|-------------------------------------|
| 1) Ms. Rewadee Chaihetphon | Finance Director |
| 2) Mrs. Prangnee Chaipidej | Marketing Director |
| 3) Mr. Thanee Pornphisutsak | Production Director |
| 4) Mr. Thosaphol Maneerat | Sales Director |
| 5) Mr. Phongpun Inphiphat | Acting Group Sales Support Director |
| 6) Ms. Kannika Wongwanjai | Human Capital Director |

The Independent Financial Advisors from Jay Capital Advisory Limited:

- 1) Ms. Jirayong Anuman-Rajadhon
- 2) Mr. Chalit Udompornwattana
- 3) Mr. Phot Bhoomiborplub
- 4) Mr. Wansuk Kunawaradisai

The Legal Advisors from Thanathip and Partners Legal Counsellors Limited:

- 1) Mr. Thanathip Pichedvanichok
- 2) Ms. Nitchaya Vaneesorn

and Ms. Patchamon Chootikan, a legal advisor which is a representative from Thanathip and Partners Legal Counsellors Limited, to be a witness to the vote counting procedure.

Auditors from KPMG Phoomchai Audit Ltd.:

- 1) Ms. Yuvanuch Thepsongvaj
- 2) Ms. Kanokorn Puripunyanich
- 3) Ms. Warissara Wiwanthananut

In order for the Meeting to be in compliance with good corporate governance principles, the facilitator informed the guidelines and procedures for asking, voting and vote counting details as follows.

1. The Company assigned Quidlab Company Limited, an independent organization, to manage and oversee the Hybrid Meeting platform system. Quidlab was awarded a certificate of electronic conference control system from the Electronic Transaction Data Agency (ETDA). In addition, the Company invited the auditor to observe, audit, and verify the vote counting process.
2. During the Hybrid Meeting of Shareholders, the meeting attendees who attend via Electronic Media may watch live broadcast of the meeting and learn the voting result of each meeting agenda.
3. The Company gave shareholders the opportunity to send queries related to the agenda in advance, and before voting on each agenda item, the Chairman would give shareholders the opportunity to ask questions related to the agenda as appropriate. For shareholders attending the Meeting in person, please raise hand and walk to the nearest microphone point or after the staff gave microphone to you, please

introduce yourself by providing your full name and identify yourself as a shareholder or proxy. Then, the queries could be raised.

The Shareholders and proxies who attend via Electronic Media are asked to send their questions to the inbox and please type your full name together with specify that you are a shareholder or a proxy. The Company will consider and select the questions to be answered as deemed appropriate, considering the grouping of identical or similar questions.

4. One share counts as one vote casts. Therefore, each Shareholder and proxy shall have as many voting right as the number of shares they hold or the shares of the authorizing Shareholder. The Shareholder and/or proxy may only vote agree, disagree, or may abstain from voting in any given agenda.
5. Shareholders attending the Meeting in person could vote on each item on the agenda using ballot papers, while shareholders attending the Meeting via electronic media could cast the vote by clicking on the menu. Each item on the agenda had a 60 second voting period, after which the staff would collect the ballots. If a shareholder chose not to vote on a particular item on the agenda, it would be assumed that they approved of it.
6. During vote counting, the Company shall count the votes of Shareholders who attended the meeting physically and electronically as well as the vote of authorized proxies. All “disagree” votes, abstinence, and voided ballots shall be subtracted from the total voting right and the remaining votes shall be deemed “agree” votes.
7. For proxies whose votes have already been determined by the authorizing Shareholder to be agree, disagree, or to abstain from voting in any given agenda, the Company shall count your votes using the proxy form for your convenience. For proxies whose votes are not determined in the proxy form, the proxies will be asked to cast their vote on each agenda the same way the attending Shareholders cast their votes.
8. Voided ballot, which shall not be counted as votes in the given agenda, shall mean voting in the proxy form with marks in multiple boxes, with strikethrough in any box without any countersign, or in the case of split voting, except for the case of voting through Custodian.
9. The Company Secretary shall announce the vote counting result of any given agenda to the meeting during the following agenda, or when the officers finish counting the votes. In each agenda, the updated number of total shares of the attending Shareholders during the such agenda shall be used, the voting result shall be displayed in four decimal places, and once the voting result has been announced, the result shall be considered final.
10. The resolutions of this Shareholders’ meeting consist of the following votes:
 - Agenda 1 must be approved by the majority of the total voting right of attending Shareholders who are entitled to vote;
 - Agenda 2 is an acknowledgement agenda and therefore requires no voting;
 - Agenda 3 must receive the vote of not less than three-fourths of the total issued and paid-up shares of the Company, and there shall be no shareholders opposing the delisting of shares with the votes exceeding 10 percent of the total issued and paid-up shares of the Company.

The Company Secretary announces that there have been some amendments to the invitation per follows: Originally, it stated “Annual Report (Form 56-1 One Report) with information updated in the QR Code”. This has been amended to “Annual Report (Form 56-1 One Report), with information updated to reflect to the third quarter of 2024, ending on 30 June 2024, in the QR Code”, which can be found in four places that will be shared as follows:

1. Page 1, Enclosure 5
2. Page 5, Paragraph 1
3. Page 5, Paragraph 6, and
4. Enclosure 5

14 directors attended the Meeting, representing 93.3333 percent of the total directors of the Company; the Chairman thus declared the Extraordinary General Meeting of Shareholders No.1/2024 duly convened, and proceeded with conducting the Meeting in accordance with the Invitation of this Meeting:

Agenda 1: Consideration and adoption the Minutes of the 2024 Annual General Meeting of Shareholders held on 23 January 2024

The Chairman informed the Meeting that this agenda is to adopt the Minutes of the 2024 Annual General Meeting of Shareholders held on 23 January 2024. After the Board of Directors had considered this matter, it deemed that the Minutes, prepared by the Company Secretary, were completely and accurately recorded. The Board of Directors, therefore, deemed it appropriate that the Meeting adopt the Minutes. A copy of the Minutes can be found in Enclosure 1.

The Chairman gave the shareholders attending the Meeting an opportunity to ask questions or express opinions.

There were no shareholders asking any questions or expressing any opinions on this agenda. The Chairman then delegated the Company Secretary to inform the Meeting of the voting requirements.

The Company Secretary informed the Meeting of the voting requirements and proposed the Meeting to consider and adopt the Minutes of the 2024 Annual General Meeting of Shareholders held on 23 January 2024.

Resolution: After due consideration, the Meeting resolved to adopt the Minutes of the 2024 Annual General Meeting of Shareholders held on 23 January 2024 in accordance with details proposed by a majority vote of the shareholders attending the Meeting and being entitled to vote. For this agenda, there were 15 attendees increasing which total to 2,969,976 shares. Therefore, the total number of attendees were 110 attendees which total to 259,034,749 shares, details as set out below;

Result	No. of votes (1 share = 1 vote)	Percentage of shareholders attending the Meeting and being entitled to vote
Approved	259,034,739	100.0000
Disapproved	0	0.0000
Abstained	10	0.0010
Invalid ballots	0	0.0000

Agenda 2: Consideration and acknowledgement of the Opinions of the Independent Financial Advisor on the Proposal of the Offeror for the Purpose of the Delisting of the Company's Securities from the SET

The Chairman delegated Mrs. Nongnuch Buranasetkul, President (“Mrs. Nongnuch”) to report details to the Meeting.

Mrs. Nongnuch reported to the Meeting that on 3 July 2024, the Company received the letter of intent to make a tender offer for the entire securities of the Company for the purpose of delisting the Company's securities from being securities listed on the Stock Exchange of Thailand (the “SET”) dated 3 July 2024 (the “Letter of Intent”) from So Water Company Limited (“So Water”), a major shareholder of the Company and a subsidiary of Thai Beverage Public Company Limited (“ThaiBev”), as of 17 July 2024, So Water holds a total of 171,954,804 shares in the Company, representing approximately 64.67 percent of the total number of the issued and paid-up shares of the Company. The Letter of Intent indicates that So Water is intended to make a tender offer for the entire remaining 93,945,680 ordinary shares of the Company, representing approximately 35.33 percent of the total number of the issued and paid-up shares of the Company, for the purpose of delisting of the Company's securities from the SET (the “Delisting of the Company's Securities”) at the offering price of Baht 63.00 per share, which is not lower than the highest price calculated based on the criteria for determining the tender offer price for delisting of securities pursuant to the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers (as amended) (“TorChor 12/2554”). Such price is subject to price adjustment should there occur any event having a material adverse effect on the Company, or any event as specified in TorChor. 12/2554. However, determination of the final tender offer price will be in accordance with the criteria in TorChor. 12/2554.

Additionally, the tender offer for the entire securities of the Company for the purpose of the Delisting of the Company's Securities will occur upon fulfillment of all of the following conditions:

- (a) the shareholders' meeting of the Company having resolved to approve the Delisting of the Company's Securities with affirmative votes of not less than three-fourths of the total number of the issued and paid-up shares of the Company, and there shall be no shareholders opposing the delisting of shares with the votes exceeding 10 percent of the total number of the issued and paid-up shares of the Company; and
- (b) the Delisting of the Company's Securities having been approved or waived by the relevant agencies, including the SET, financial institutions and other relevant contractual parties (if necessary).

In this regard, the Meeting of the Board of Directors of the Company No.6/2024 held on 3 July 2024 had resolved to endorse proposing to the Extraordinary General Meeting of Shareholders No.1/2024 to consider and approve the Delisting of the Company's Securities, and resolved to approve, with the endorsement of the Independent Directors who do not have conflict of interests, the appointment of Jay Capital Advisory Limited, to act as an Independent Financial Advisor (“IFA”), to provide opinions and explanations to the shareholders of the Company for consideration on the proposal of the offeror and the Delisting of the Company's Securities.

In order to be in compliance with the SET Regulation Re: The Delisting of Securities B.E. 2564 (A.D. 2021) (as amended) and the Notification of the Board of Governors of the SET Re: Guidelines on Voluntary Delisting B.E. 2564 (A.D. 2021) (as amended), the Company has submitted the Opinion of the Independent Directors, the Opinion of the Independent Financial Advisor, the Form of Report on Delisting of Shares from Being Listed Securities (F10-6) and the Annual Report (Form 56-1 One Report) which has been updated to reflect up-to-date information ended of the third quarter for the year 2024, 30 June 2024 together

with the Invitation to the Extraordinary General Meeting of Shareholders No.1/2024 for consideration of shareholders.

In addition, the regulation of the SET requires the Company and the IFA to provide a presentation to opine on the Delisting of the Company's Securities and the proposal of the offeror.

Then, Mrs. Nongnuch delegated Ms. Jirayong Anuman-Rajadhon ("**Ms. Jirayong**"), an IFA from Jay Capital Advisory Limited to provide opinions and explanations to the shareholders of the Company for consideration on the Delisting of the Company's Securities and the proposal of the offeror in Agenda 3.

Ms. Jirayong reported the opinions on the Delisting of the Company's Securities and the proposal of the offeror as well as other relevant information. The summary details of which were as follows:

1. Summary of Securities Delisting

So Water, a major shareholder of the Company, is intended to make a tender offer for the entire remaining shares of the Company for the purpose of delisting of the Company's securities from the SET at the offering price of Baht 63.00 per share, which is not lower than the highest price calculated based on the criteria for determining the tender offer price for delisting of securities pursuant to the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers (as amended). Such price is subject to price adjustment should there occur any event having a material adverse effect on the Company, or any event as specified in TorChor. 12/2554. However, determination of the final tender offer price will be in accordance with the criteria in TorChor. 12/2554 and the tender offer will occur after the shareholders' meeting of the Company and SET having resolved to approve.

Furthermore, the voluntary delisting from being securities listed on the SET requires the company to disclose the information and execute in the related matters such as disclosing the resolutions of the Meeting of the Board of Directors of the Company, requesting the resolutions from the shareholders' meeting, proposing a tender offer etc. in order to protect the rights and the benefits of minority shareholders.

So Water will continue to proceed with making the tender offer for the entire securities of the Company for the purpose of the Delisting of the Company's Securities upon fulfillment of all of the following conditions:

- (a) the shareholders' meeting of the Company having resolved to approve the Delisting of the Company's Securities with affirmative votes of not less than three-fourths of the total number of the issued and paid-up shares of the Company, and there shall be no shareholders opposing the delisting of shares with the votes exceeding 10 percent of the total number of the issued and paid-up shares of the Company; and
- (b) the Delisting of the Company's Securities having been approved or waived by the relevant agencies, including the SET, financial institutions and other relevant contractual parties (if necessary).

If the above conditions have been fulfilled, So Water will continue to proceed with the Delisting of the Company's Securities, even if there is a possibility that So Water will not be able to purchase all of the Company's shares at the end of the tender offer period as not all of the shareholders of the Company may tender the ordinary shares of the Company held by them to So Water in the tender offer.

After completion of the Delisting of the Company's Securities, the Company will still retain its status as a public limited company, it would remain obliged to comply with the Public Limited Companies Act B.E. 2535 (A.D. 1992) (as amended) (the "**Public Limited Companies Act**"). Moreover, after

completion of the tender offer, if there remain other shareholders who are not the offeror, concert parties of the offeror and the persons under Section 258 of the Securities and Exchange Act B.E. 2535 (A.D. 1992) (as amended) (the “**Securities and Exchange Act**”) of the foregoing persons, holding shares of the Company in aggregate not exceeding 5 percent of the total voting rights of the Company or the total number of such shareholders is not over 100 persons,

- 1) The Company will no longer be required to prepare and submit its financial reports, any other reports which related to the financial status and operation results to the Office of the Securities and Exchange Commission (the “**SEC**”) in accordance with the Capital Market Supervisory Board’s Notification No. TorChor 44/2556 Re: Rules, Conditions and Procedures for Disclosure regarding Financial and Non-financial Information of Securities Issuers (as amended); and
- 2) The Company and its directors and executives will no longer be required to comply with provisions under Chapter 3/1 of the Securities and Exchange Act, such as provisions related to related party transactions, material transactions, reports of interests by directors and executives and etc.

However, the Company will continue to have the status of a public limited company. Therefore, it remains obliged to arrange the shareholders’ meeting and present the financial reports for the shareholders’ consideration, as well as to disclose and submit the information as a public limited company in accordance with Public Limited Companies Act, such as the information that must be disclosed in the shareholders’ meeting, annual report with balance sheet and profit and loss statement. If minority shareholders wish to access further information regarding the Company’s business, such as the list of the directors, the list of the shareholders, and the annual financial reports, they may obtain copies of such information from the Ministry of Commerce.

Subsequently, Ms. Jirayong informed the timeline of the Delisting of Company’s Securities as follows:

Phase 1 – Consideration of the shareholders’ meeting of the Delisting of Company’s Securities.

3 July 2024

- The Board of the Directors acknowledged the tender offer for the entire securities of the Company from So Water and approved to hold the Extraordinary General Meeting of Shareholders.
- The Company submitted the Form of Report on Delisting of Shares from Being Listed Securities (F10-6).

27 August 2024

- The Extraordinary General Meeting of Shareholders consider and approve the Delisting of Company’s Securities.
- The Company will submit the Application for Delisting of Shares from Being Listed Securities (F10-7).

Phase 2 – The tender offer and the Delisting of Company’s Securities.

Mid-September 2024

- SET will announce the result of the consideration of the Delisting of Company’s Securities (within 30 days after the shareholders’ meeting had approved the Delisting of Company’s Securities).
- Shareholders will receive the tender offer (Form 247-4).
- The beginning of the tender offer period.

Early October 2024

The Company will submit the Opinion of the Company on the tender offer (Form 250-2) (within 15 days after the receipt of Form 247-4 of the shareholders).

Late November 2024

- The end of the tender offer period (45 business days after the beginning of the tender offer period).
- So Water will submit the Report on the Result of the Tender Offer (Form 256-2).

Mid-December 2024

The Delisting of Company's Securities will be enforced by SET.

2. Summary of the valuation of the Company's ordinary shares

The IFA has conducted valuation of the Company's ordinary shares using various methodologies to render opinion on the reasonableness of the Tender Offer Price are as follows:

- 1) Book Value Approach – the IFA considers the Company's shareholders' equity based on the latest book value presented in the Company's financial statements ended 31 March 2024.
- 2) Adjusted Book Value Approach – the IFA considers the book value of the Company's based on the latest review financial statements. Adjustments are made to account for increases or decreases in the value of the Company's assets that have been newly appraised or revalued to better reflect the current fair value of the Company.
- 3) Historical Market Price Approach – the IFA considers the average trading price and trading volume of the Company's ordinary shares on the SET.
- 4) Market Comparable Approach – the IFA considers various ratios of the companies listed in the SET that operate similar businesses to the Company.
- 5) Sum of the Parts Approach – the IFA considers the aggregate fair value of the group of companies being evaluated. To ensure an accurate assessment of the fair value of each company, the IFA selects a valuation approach that aligns with the differing operations of each company.

The IFA views that Sum of the Parts Approach is the most appropriate approach for the valuation of the Company's shares since this method reflects the Company's future ability to make profits and generate cash flows, as well as reflecting the current value of investments and the value assets unrelated to the Company's operations. The fair value of the Company's shares is in the range of Baht 53.94–59.67 per share (Base case at Baht 56.80 per share), which is lower than the tender offer price of Baht 63.00 per share by Baht 3.33-9.06 per share or equivalent to 5.28%-14.38%.

3. Conclusion of the IFA's Opinion to the Delisting of the Company's Securities**3.1 Impact on the Company**

- The Company would cease to gain certain benefits as a listed company on the SET such as fund-raising opportunities in various forms through the SET, the decrease of investors and external parties' perception of the Company's information. However, after the cessation of the Company status as a listed company on the SET, the Company would still have other source of funds to support the business operation and expansion of the Company in the future, such as loans from financial institutions, the issuance and offering of debentures and financial support from So Water as a major shareholder of the Company.

- The Delisting of the Securities would increase flexibility in managing the business and facilitate any potential of the Company restructuring in the future and reduce the administrative costs and related fees to maintain the status of a listed company such as SET's annual fee etc.

3.2 Impact on the Minority Shareholders

- The lack of trading liquidity since the Company's shares would not have a secondary market and a reference market price as a benchmark for securities trading.
- The limited return on investment in the form of capital gains since the Company's securities would not be traded on the SET which is a secondary market.
- Cessation of the capital gain tax exemption for individual shareholders.
- The decrease in the receipt of the Company's information as the Company would no longer have to comply with the SET's disclosure requirement of listed company.
- The lack of the minority shareholder's ability to check and balance the control of the major shareholder with respect to the operations of the Company.

3.3 Conclusion of the IFA's Opinion

The IFA views that the Delisting of the Company's Securities is deemed reasonable based on the following reasons:

- **The appropriateness of the tender offer price**

The tender offer price of Baht 63.00 per share is appropriate price, as assessed by the IFA using the Sum of the Parts Approach which is to be Baht 53.94-59.67 per share.

- **The reasonableness of the Delisting of the securities**

- Opportunity for minority shareholders to sell the Company's shares apart from selling on the SET which may be difficult as the low of liquidity.
- Increase flexibility in the operational management and facilitate any potential restructuring plan by reducing various operational steps required as a listed company.
- Decrease in burden of compliance with laws and regulations related to being a listed company and decrease in burden of administrative costs and related fees to maintain the status of a listed company on the SET. Moreover, the Company still has a duty to comply with the rules and regulations of the Public Limited Companies Act.

Based on the aforementioned reasons, the IFA views that the shareholders should approve the Delisting of the Company's Securities.

The Chairman then provided the attending Shareholders the opportunity to ask questions and express their opinion.

- Mr. Chaovalit Treerittaweasin (**"Mr. Chaovalit"**), a shareholder, asked when So Water would make a tender offer for the remaining ordinary shares of the Company and what the procedure would be.

Mr. Thanathip Pichedvanichok (**"Mr. Thanathip"**), a legal advisor, explained that after the Extraordinary General Meeting had passed a resolution on the Delisting of the Company's Securities today, SET would consider the request, a process expected to take around 30 days. In other words, this stage was estimated to conclude around mid-September 2024. After SET approved the delisting, So Water would make a tender offer for the remaining of the Company's ordinary shares. The tender offer

period would last 45 business days, likely ending by the end of November 2024. Following this, SET was expected to officially delist the Company's shares from SET around mid-December 2024.

- Mr. Chaovalit asked why the Company considers to delist its securities now and whether the tender offer price was suitable? Would So Water increase the tender offer price?

Mr. Thanathip explained that the Board of Directors had received a letter of intent from So Water, therefore the Board of Directors called a meeting today to inform the shareholders to consider the tender offer and approve the Delisting of the Company's Securities.

Ms. Jirayong also explained that the tender offer price of Baht 63.00 per share was appropriate because it was higher than both the fair value of the Company's ordinary shares and the market price. In other words, the tender offer price was the highest among all the methods we had calculated. As for increasing the tender offer price, that would depend on the Offeror.

- Mr. Piyapong Prasaththong ("**Mr. Piyapong**"), a shareholder, asked where So Water investment fund to buy the remaining the Company's ordinary shares came from and whether this Delisting of the Company's Securities is similar to Oishi Group Plc delisting.

Mrs. Nongnuch responded that the Company was unable to answer on behalf of So Water on where the investment fund to purchase the remaining the Company's ordinary shares came from.

- Ms. Panut Eiamworapong ("**Ms. Panut**"), a proxy from Thai Investors Association asked if the IFA had included goodwill when calculating the fair value.

Ms. Jirayong responded that goodwill had been included in the calculation of the fair value. IFA did not separate goodwill because it was already included in future cash flow.

- Mr. Surachai Saeae ("**Mr. Surachai**"), a shareholder, asked If he wanted to sell shares by himself, what would be the procedure, and when would he receive the money?

Ms. Jirayong clarified that once today's meeting approves the Delisting of the Company's Securities, shareholders would receive the tender offer booklet prepared by So Water around mid-September 2024. This would include the instruction for the offer and the purchase period, which will end around the end of November 2024. A few days after that, the shareholders would receive the money, or it would be disbursed as instructed by So Water in the tender offer booklet.

- Mr. Piyapong asked why there is a fee when selling shares and whether TSD would remain the securities registrar for the Company after the Company's Securities are delisted.

Ms. Jirayong explained that it is a typical process when selling shares to incur a fee, which shareholders should be able to learn more from the tender offer booklet that So Water will publish to shareholders. After delisted, TSD would remain the securities registrar for the Company.

- Mr. Thitipong Soponudomporn ("**Mr. Thitipong**"), a shareholder, asked why So Water wishes to buy the remaining ordinary shares of the Company to delist it from SET, given that So Water already owned a majority of the shares and had corporate authority to manage everything.

Mrs. Nongnuch answered that when the intent letter from So Water sent to us, it explained that So Water wished to restructure the company's management to be more effective. For the time being, the restructuring was under consideration, so we were unable to provide further details. However, after the Company's Securities were delisted, the Company would remain a public company and would continue operating, manufacturing, and distributing Non-Alcohol Beverages to meet consumer demand.

- Mr. Piyapong asked if, after the delisting of the Company's Securities, the Company would still issue quarterly financial report or just annual financial statement ?

Ms. Rewadee Chaihetphon (**"Ms. Rewadee"**), the finance director, explained that after the delisting of the Company's Securities, the Company would only disclose the annual financial statement in according with the law.

- Mr. Kittiyos Abhakietiwong (**"Mr. Kittiyos"**), a shareholder, asked if the IFA was able to specify when the food business from Oishi Group Plc will be on sale and when the meeting would be held ?

Ms. Jirayong answered that since today was the Company's EGM, we could only address questions related to the Company, which So Water sent the intent letter on 3 July 2024. Additionally, today's EGM agenda was focused on the approval of the Delisting of the Company's Securities, a process that should be completed by the end of November 2024.

- Mr. Kittiyos also asked if, after the Company's Securities had been delisted from SET, would the Company merge with Oishi Group Plc ? Would the restructuring affect the Board of Directors' structure ? Would there be any dividend payment from accumulated income of around Baht 2,000 million before the restructuring ? After the Company's Securities had been delisted, how would the restructuring proceed ? For example, how many meetings would be held, how many minority shareholders would there be, and what would the quorum for shareholders' meetings be ?

Mr. Thanathip clarified that after the Company's Securities had been delisted, the Company would remain a public company and would still be bound by relevant laws. Therefore, the quorum of shareholders' meetings would remain the same. Specifically, the quorum requires one-third of the ordinary shares and at least 25 shareholders to attend the meeting. Decisions regarding dividends, the Board of Directors' restructuring, and the number of Independent Directors would depend on So Water.

- Mr. Kittiyos also asked if the purpose of the Delisting of the Company's Securities is to reduce the number of minority shareholders to 25 ?

Mr. Thanathip answered that the restructuring would depend on So Water and should be detailed in the tender offer booklet. The Board of Directors was only aware that So Water intent to purchase the remaining ordinary shares of the Company to delist the Company's Securities. Therefore, we appointed IFA, who has high extensive experience in this field, to evaluate the ordinary share price and present it at this Extraordinary General Meeting of Shareholders. If the meeting's resolution approved the delisting of the Company's Securities and SET approved the delisting, So Water would make a tender offer accordingly.

- Mr. Kittiyos also asked whether the shareholders who registered at AGM in January 2024 to visit the premises still retain their rights for this year ?

Mrs. Prangnee Chaipidej (**"Mrs. Prangnee"**), the marketing director, responded that the Company will take it into consideration. However, at the moment we preferred to focus on completing the delisting of the Company's Securities.

- Ms. Panut asked:
 - If today's meeting resolution had approved the Delisting of the Company's Securities and So Water had made a tender offer, but none of the remaining shareholders accepted the offer, would the delisting process still proceed ?

- What if So Water did not make the tender offer, but today's meeting resolution had already approved the delisting, could other parties make a new tender offer ? Would another meeting be convened ?

Mr. Thanathip answered that:

- The tender offer process would take place only after the meeting's resolution had approved the Delisting of the Company's Securities and SET approves the delisting. After that point, minority shareholders would have the opportunity to sell their shares. Regardless of whether any minority shareholders choose to sell their shares or not, the delisting would proceed as scheduled procedure. The Company's securities would then be delisted.
- If another party offers to buy the Company's shares, that will occur after the Company is no longer listed on SET. This would be a matter between the current shareholders and the buyers, which separate from the delisting process.
- Ms. Panut asked if the meeting resolution had approved the Delisting of the Company's securities, then SET would approve the delisting, and So Water made a tender offer, but at this stage, another party made a tender offer, shareholders would only receive a tender offer from another party without requiring an additional shareholder's meeting because the meeting resolution of the Delisting of the Company's Securities had already been approved. Were these correct ?

Mr. Thanathip responded that the tender offer rules apply only to companies listed on SET. If another party made a tender offer after SET had approved the delisting, it would be a matter between the current shareholders and the buyers.

The Chairman thanked all shareholders who asked questions and expressed opinions on the business operations of the Company.

There were no shareholders asking any further questions or expressing any further opinions on this agenda.

The Chairman delegated the Company Secretary to inform the Meeting of the voting requirements.

The Company Secretary informed the Meeting that as this agenda was for the acknowledgment, no voting was required.

Agenda 3: Consideration and Approval the Delisting of the Company's Securities from the SET

The Chairman delegated the Company Secretary to report details to the Meeting.

The Company Secretary informed that Agenda 3 was a continuation of Agenda 2 which was approval on the Delisting of the Company's Securities. The Company had informed the relevant details and the IFA had summarized the opinions on the Delisting of the Company's Securities.

In addition, the Independent Directors had considered the details of the Delisting of the Company's Securities and provided opinions on the Delisting of the Company's Securities and the opinion was in line with the opinion of the IFA and deemed it appropriate to propose the Extraordinary General Meeting of Shareholders in order to consider the Delisting of the Company's Securities. The details were as set out in Enclosure 2 which was previously submitted to the shareholders along with the Invitation to the Extraordinary General Meeting of Shareholders. In this regard, the shareholders should consider the Opinion of the IFA in consideration of approving on the Delisting of the Company's Securities (which were as set out in Enclosure 3). However, the final decision should be made at the individual shareholders' sole discretion.

In this connection, to the extent that the shareholders' meeting resolves to approve the Delisting of the Company's Securities, the Company will be required to submit the Application for Delisting of Shares

from Being Listed Securities (F10-7) to the SET, and after the Delisting of the Company's Securities has been approved or waived by the SET and relevant agencies, So Water will make a tender offer for the entire securities of the Company for the purpose of the Delisting the Company's Securities, as detailed above in accordance with the relevant criteria.

The Chairman gave the shareholders attending the Meeting an opportunity to ask questions or express opinions.

There were no shareholders asking any questions or expressing any opinions on this agenda. The Chairman then delegated the Company Secretary to inform the Meeting of the voting requirements.

The Company Secretary informed the Meeting of the voting requirements and proposed the Meeting to consider and approve the Delisting of the Company's Securities from the SET.

Resolution: After due consideration, the Meeting resolved to approve the Delisting of the Company's Securities from the SET in accordance with details proposed with number of votes not less than three-fourths of the total issued and paid-up shares of the Company, and no shareholders opposing the delisting of shares with the votes exceeding 10 percent of the total issued and paid-up shares of the Company. For this agenda, there were 20 attendees increasing which total to 15,329 shares. Therefore, the total number of attendees were 130 attendees which total to 259,050,078 shares, details as set out below;

Result	No. of votes (1 share = 1 vote)	Percentage of shareholders attending the Meeting and being entitled to vote
Approved	259,032,373	97.4170
Disapproved	14,195	0.0053
Abstained	3,510	0.0013
Invalid ballots	0	0.0000

Agenda 4: Other businesses

The Chairman gave the shareholders attending the Meeting an opportunity to ask questions or express opinions.

There were no shareholders asking any questions or expressing any opinions on this agenda.

The Chairman thanked all shareholders, proxies, and participants for their attendance of this Meeting, as well as for their opinions and suggestions which will be of great benefit to the Company, The Chairman then declared the Meeting adjourned.

The Meeting was adjourned at 10:55 hrs.

Signed.....*—Signature—*..... Chairman of the Meeting
(Mr. Somchai Bulsook)

Signed.....*—Signature—*..... Company Secretary
(Mr. Krit Julapanichakum)

QR Code

**2024 Annual Report, together with the Financial Statements of the Company
for the fiscal year ended 30 September 2024 in QR Code format**



Biography of Directors

Name Mr. Thapana Sirivadhanabhakdi
Type of Appointment Director
Date of Appointment to be the director 14 September 2011
Tenure 13 years 4 months
Current Position Chairman
Nationality Thai
Age 50



Education

- Honorary Doctoral Degree in Buddhism from Mahachulalongkornrajavidyalaya
- Honorary Doctoral Degree in Business Administration from Chiang Mai University
- Doctor of Business Administration (Business Innovation Management) from Silpakorn University
- Honorary Doctor of Arts in Art and Design from Bangkok University
- Honorary Doctorate Degree in Business Administration (Management) from Rajamangala University of Technology Isan
- Honorary Doctorate Degree in Business Administration from Sasin Graduate Institute of Business Administration of Chulalongkorn University
- Honorary Doctoral Degree in Science (Logistics Management) from King Mongkut’s Institute of Technology Ladkrabang
- Honorary Doctoral Degree of Arts from Rajamangala University of Technology Phra Nakhon
- Honorary Doctoral Degree in Hospitality from Rajamangala University of Technology Krungthep
- Honorary Doctoral Degree in Community Development from Chiang Mai Rajabhat University
- Honorary Doctoral Degree of Business Administration in Strategic Logistic and Supply Chain Management from Suan Sunandha Rajabhat University
- Honorary Doctoral Degree of Philosophy in General Management from Ramkhamhaeng University
- Master of Science Administration in Financial Economics from Boston University, USA
- Bachelor of Business Administration (Finance) from Boston University, USA

Director Training Program

- Directors Accreditation Program (DAP), 2004
Thai Institute of Directors Association
- The Cambridge - Earth on Board – Board Director Programme

Number of share(s) directly held in the Company included holding by spouse and minor children

- None -

Positions in other competing business that may cause conflict of interests

- None -

Prohibited characteristics provided under Public Limited Companies Act

- None -

Work experience within the 5 preceding years:

- 2003 – Present
 - 1st Vice Chairman of the Executive Committee and Group Chief Executive Officer (June 2024 – Present)
 - Sustainability and Risk Management Committee (formerly known as Risk Management Committee) (June 2005 – Present)
 - Executive Committee Member (February 2004 – Present)
 - Director (October 2003 – Present)Thai Beverage Public Company Limited
- 2024 – Present
 - Chairman
 - Sustainability Expo Company Limited (April 2024)
 - Foods Group Company Limited (April 2024)
- 2023 – Present
 - Chairman
 - International Beverage Holdings (New Zealand) Limited (September 2023)
 - SpiritsCo Limited (September 2023)
 - The C Canvas Co., Ltd. (July 2023)
 - 1st Vice Chairman of Board of Directors
 - Univentures Public Company Limited (January 2023)
 - Director
 - ThaiBev HC Development Co., Ltd. (October 2023)
 - Cambodia Breweries Pte. Ltd. (April 2023)
 - Frasers Property Limited (January 2023)
- 2022 – Present
 - Chairman
 - VietBev Company Limited (July 2022)
 - Beer Thai (1991) Public Company Limited (January 2022)
 - Director
 - ThaiBev Co., Ltd. (December 2022)
 - Super Food Brands Company Pte. Ltd. (April 2022)
- 2021 – Present
 - Chairman
 - Bistro Asia Co., Ltd. (October 2021)
 - South East Asia Logistics Pte. Ltd. (June 2021)
 - Independent Director
 - SCG Chemicals Public Company Limited (formerly known as SCG Chemicals Co., Ltd.) (August 2021)

- Director
 - Chang Corporation Co., Ltd. (July 2021)
 - Asia Breweries Limited (May 2021)
 - Siam Breweries Limited (May 2021)
- 2020 – Present
 - Chairman
 - BeerCo Training Co., Ltd. (April 2020)
 - Chairman of the Executive Committee
 - Univentures Public Company Limited (October 2020)
 - Independent Director
 - The Siam Cement Public Company Limited (June 2020)
 - Director
 - Food and Beverage United Co., Ltd. (October 2020)
 - Chang Beer Company Limited (October 2020)
- 2019 – Present
 - Director
 - BeerCo Limited (Incorporated in Singapore) (December 2019)
- 2018 – Present
 - Chairman
 - Red Bull Distillery Group of Companies (June 2018)
 - Director
 - Thai Group Holdings Public Company Limited (July 2018)
 - Tspace Digital Company Limited (March 2018)
- 2017 – Present
 - Vice Chairman and Chairman of the Executive Committee
 - Amarin Corporations Public Company Limited (formerly known as Amarin Printing and Publishing Public Company Limited) (November 2017)
 - Chairman of Executive Committee
 - Sermsuk Public Company Limited (January 2017)
- 2016 – Present
 - Director
 - Pracharath Rak Samakkee Social Enterprise (Thailand) Co., Ltd. (April 2016)
- 2015 – Present
 - 3rd Vice Chairman
 - Sermsuk Public Company Limited (March 2015)
- 2013 – Present
 - Vice Chairman
 - Times Publishing Limited (March 2013)
 - Director
 - Fraser and Neave, Limited (February 2013)

- 2012 – Present Director
InterBev Investment Limited (November 2012)
- 2011– Present Director
- Sermasuk Public Company Limited (September 2011)
- Plantheon Co., Ltd. (September 2011)
- 2007 – Present Director
- Univentures Public Company Limited (July 2007)
- Adelfos Co., Ltd. (July 2007)
- 2004 – Present Director
Beer Thai (1991) Public Company Limited (April 2004)
- 2003 – Present President and 1st Vice Chairman
International Beverage Holdings Limited (September 2003)
- Present Director
TCC Group of Companies
- October 2003 – June 2024 - President and CEO (January 2008 – June 2024)
- Chief Center of Excellence (October 2016 – August 2022)
- Chief Beer Product Group (October 2018 – September 2020)
- Director and Executive Vice President (October 2003 – January 2008)
Thai Beverage Public Company Limited
- July 2007 – January 2023 Vice Chairman of the Board of Directors
Univentures Public Company Limited
- January 2008 – September 2022 Vice Chairman
- Southeast Life Insurance Public Company Limited
- Southeast Capital Co., Ltd.
- April 2004 – January 2022 - Vice Chairman (February 2018 – January 2022)
- Executive Chairman (February 2018 – December 2021)
- Executive Vice Chairman (April 2004 – February 2018)
Beer Thai (1991) Public Company Limited
- January 2008 – January 2022 Vice Chairman
Southeast Insurance Public Company Limited
- December 2017 – November 2020 - Chairman (2019 – 2020)
- Director (December 2017 – November 2020)
- Executive Chairman (2017 – 2019)
GMM Channel Holding Co., Ltd.

- May 2015 – February 2020 Director
TCC Holdings (2519) Co., Ltd.
- April 2013 – February 2020 Director
Golden Land Property Development Public Company Limited
- January 2006 – February 2020 - Chairman of the Executive Committee (February 2011 – February 2020)
- Vice Chairman of the Board of Directors (January 2006 – February 2020)
Oishi Group Public Company Limited
- 2004 – June 2018 Vice Chairman
Red Bull Distillery Group of Companies

Others

- Royal Thai decorations
 - Royal Thai decorations, Knight Grand Cross (First Class) of the Most Noble Order of the Crown of Thailand
 - Royal Thai decorations, Companion (Fourth Class) of the Most Admirable Order of the Direkgunabhorn
- Knight of Legion of Honor (Chevalier de la Légion d’Honneur)
- Awards
 - “Diamond Commerce” Award from Ministry of Commerce in 2017
 - Asia’s Top CEO of the Year 2017 Award from Influential Brands in 2017
 - Asian Corporate Director Recognition Award from the Corporate Governance Asia Magazine in 2011 and 2013
 - Asian Excellence Recognition Awards: Asia’s Best CEO (Investor Relations) from the Corporate Governance Asia Magazine in 2011-2014
 - Asia’s Best Company 2009, Thailand: Best CEO award by Finance Asia in 2009

Biography of Directors

Name Mr. Ueychai Tantha-Obhas
Type of Appointment Director
Date of Appointment to be the director 16 November 2018
Tenure 6 years 2 months
Current Position 1st Vice Chairman
Nationality Thai
Age 75
Education

- Master of Business Administration from Thammasat University
- Bachelor of Science in Accounting from St. Louis University, Missouri, USA
- Advance Management Program from INSEAD, France



Director Training Program

- Director Certification Program (DCP) 2007
- Director Accreditation Program (DAP) 2004
- Role of the Chairman Program Thai Institute of Directors Association (IOD)
- The Cambridge – Earth on Board – Board Director Programme

Number of share(s) directly held in the Company included holding by spouse and minor children - None -

Positions in other competing business that may cause conflict of interests - None -

Prohibited characteristics provided under Public Limited Companies Act - None -

Work experience within the 5 preceding years:

- 2005 – Present
 - 3rd Vice Chairman of the Executive Committee (June 2024)
 - Sustainability and Risk Management Committee Member (July 2005)
 - Executive Committee Member (July 2005)
 - Director (July 2005)Thai Beverage Public Company Limited
- 2024 – Present
 - Chairman
 - Little John Digital Co., Ltd. (August 2024)
 - Oishi Holding Company Limited (April 2024)

- Director
 - Foods Group Company Limited (April 2024)
 - 2023 – Present
 - Chairman
 - Oishi Group Public Company Limited (November 2023)
 - Director
 - ThaiBev HC Development Co., Ltd. (October 2023)
 - The C Canvas Co., Ltd. (July 2023)
 - MLSC Myanmar Logistics and Supply Chain Company Limited (June 2023)
 - Cambodia Breweries Pte. Ltd. (April 2023)
 - FSR Management Co., Ltd. (April 2023)
 - 2022 – Present
 - Chairman
 - Red Lobster Retail Asia Co., Ltd. (June 2022)
 - Director
 - Home and Office Delivery Co., Ltd. (July 2022)
 - 2021 – Present
 - Chairman
 - Vietnam Logistics and Supply Chain Company Limited (October 2021)
 - 1st Vice Chairman
 - Bistro Asia Co., Ltd. (October 2021)
 - Director
 - Mee Chai Mee Chok Co., Ltd. (August 2021)
 - South East Asia Logistics Pte. Ltd. (June 2021)
 - Asia Breweries Limited (May 2021)
 - Siam Breweries Limited (May 2021)
 - 2020 – Present
 - Chairman
 - Oishi Trading Co., Ltd. (February 2020)
 - Oishi Ramen Co., Ltd. (February 2020)
 - Oishi Food Service Co., Ltd. (February 2020)
 - Vice Chairman
 - BeerCo Training Co., Ltd. (April 2020)
 - Director
 - Chang Beer Company Limited (October 2020)
 - Sermsuk Training Co., Ltd. (October 2020)

- 2019 – Present
 - Vice Chairman
 - Thai Beverage Training Co., Ltd. (September 2019)
 - Traditional Trade Management Co., Ltd. (June 2019)
 - 1st Vice Chairman
 - ThaiBev Marketing Co., Ltd. (March 2019)
 - 1st Vice Chairman / Executive Chairman
 - Thai Beverage Logistics Co., Ltd. (January 2019)
 - Director
 - Green Bean Co., Ltd. (March 2019)
 - Food and Beverage Holding Co., Ltd. (March 2019)
 - 2018 – Present
 - Vice Chairman / Executive Chairman
 - Cash Van Management Co., Ltd. (May 2018)
 - 4th Vice Chairman / 1st Vice Chairman of Executive Committee
 - Sermasuk Public Company Limited (November 2018)
 - Executive Chairman
 - Thai Drinks Co., Ltd. (November 2018)
 - Director
 - Wrangyer Beverage (2008) Co., Ltd. (November 2018)
 - 2017 – Present
 - 1st Vice Chairman
 - BevTech Co., Ltd. (May 2017)
 - Director and Co-Chairman
 - Grand Royal Group International Company Limited (October 2017)
 - Myanmar Supply Chain and Marketing Services Company Limited (October 2017)
 - Director
 - Traditional Trade Management Co., Ltd. (June 2017)
 - 2015 – Present
 - Vice Chairman
 - Red Bull Distillery Group of Companies (July 2015)
 - 2014 – Present
 - Vice Chairman / Executive Chairman
 - Horeca Management Co., Ltd. (December 2014)
 - 2nd Vice Chairman
 - Thai Drinks Co., Ltd. (March 2014)

- Director
- Oishi Food Service Co., Ltd. (April 2014)
- 2013 – Present
 - Director
International Beverage Holdings Limited (November 2013)
- 2012 – Present
 - Vice Chairman / Executive Chairman
Modern Trade Management Co., Ltd. (December 2012)
- 2010 – Present
 - Director
Thai Beverage Training Co., Ltd. (January 2010)
- 2006 – Present
 - Director
- Oishi Group Public Company Limited (January 2006)
- Oishi Trading Co., Ltd. (January 2006)
- Oishi Ramen Co., Ltd. (January 2006)
- October 2018 – June 2024
 - Director and Senior Executive Vice President,
Chief Operating Officer – Thailand
Thai Beverage Public Company Limited
- February 2020 – November 2023
 - Vice Chairman / Executive Chairman
Oishi Group Public Company Limited
- 2014 – February 2020
 - Vice Chairman
Oishi Food Service Co., Ltd. (April 2014)
- 2006 – February 2020
 - Vice Chairman
- Oishi Trading Co., Ltd.
- Oishi Ramen Co., Ltd.
- May 2014 – January 2020
 - 1st Vice Chairman
Thai Beverage Marketing Co., Ltd.
- August 2015 – January 2019
 - 2nd Vice Chairman
Thai Beverage Logistics Co., Ltd.
- July 2005 – September 2018
 - Director and Senior Executive Vice President,
Chief Route-to-Market (October 2016 – September 2018)
- Director and Executive Vice President (May 2010 –
September 2016)
- Director and Senior Vice President (July 2005 – May 2010)
Thai Beverage Public Company Limited



Biography of Directors

Name	Mr. Sithichai Chaikriangkrai
Type of Appointment	Director
Date of Appointment to be the director	14 September 2011
Tenure	13 years 4 months
Current Position	2 nd Vice Chairman and Audit Committee Member
Nationality	Thai
Age	70
Education	<ul style="list-style-type: none"> - Bachelor of Accountancy (First Class Honors) from Thammasat University - Diploma in Computer Management from Chulalongkorn University - Certificate of the Mini MBA Leadership Management from Kasetsart University
Director Training Program	<ul style="list-style-type: none"> - Director Certification Program (DCP) 2003 - DCP Refresher Course (DCP-Re) 2006 - Thai Institute of Directors Association (IOD) - The Cambridge – Earth on Board - Board Director Programme
Number of share(s) directly held in the Company included holding by spouse and minor children	- None -
Positions in other competing business that may cause conflict of interests	- None -
Prohibited characteristics provided under Public Limited Companies Act	- None -
Work experience within the 5 preceding years:	
<ul style="list-style-type: none"> • 2003 – Present 	<ul style="list-style-type: none"> - 4th Vice Chairman of the Executive Committee (June 2024) - Sustainability and Risk Management Committee Member (formerly, Risk Management Committee) (June 2005) - Executive Committee Member (February 2005) - Director (October 2003) <p>Thai Beverage Public Company Limited</p>
<ul style="list-style-type: none"> • 2024 – Present 	<ul style="list-style-type: none"> Director - N.C.C. Management & Development Co., Ltd. (May 2024) - Aurora Bloom Capital Pte. Ltd. (May 2024) - Honor Harmony Holding Group Pte. Ltd. (May 2024)

- Oishi Holding Company Limited (April 2024)
- One Bangkok Co., Ltd. (February 2024)
- Kasemsubsiri Co., Ltd. (February 2024)
- TCC X Co., Ltd. (February 2024)
- T Fertilizer Corporation Co., Ltd. (January 2024)

Member of Audit Committee

Oishi Group Public Company Limited (February 2024)

- 2023 – Present
 - 1st Vice Chairman
 - Oishi Group Public Company Limited (November 2023)
 - Director
 - Cambodia Breweries Pte. Ltd. (April 2023)
- 2022 – Present
 - Director
 - Thai Group Holdings Public Company Limited (March 2022)
- 2021 – Present
 - Director
 - South East Asia Logistics Pte. Ltd. (June 2021)
 - Asia Breweries Limited (May 2021)
 - Siam Breweries Limited (May 2021)
 - Thai Breweries Limited (May 2021)
- 2020 – Present
 - Director
 - Chang Beer Company Limited (October 2020)
- 2019 – Present
 - Director
 - Frasers Property (Thailand) Public Company Limited (December 2019)
 - BeerCo Limited (Incorporated in Singapore) (December 2019)
 - Food and Beverage Holding Co., Ltd. (March 2019)
- 2018 – Present
 - Director
 - Asset World Corp Public Company Limited (September 2018)
- 2013 – Present
 - Director
 - Frasers Property Limited (August 2013)
 - Fraser and Neave, Limited (February 2013)
- 2012 – Present
 - Director
 - Petform (Thailand) Co., Ltd. (August 2012)
- 2011 – Present
 - Director
 - Sermasuk Public Company Limited (September 2011)

- 2007 – Present
Director
 - Eastern Seaboard Industrial Estate (Rayong) Company Limited (September 2007)
 - Univentures Public Company Limited (July 2007)
 - Siam Food Products Public Company Limited (April 2007)
- 2006 – Present
Director
Oishi Group Public Company Limited (January 2006)
- 2001 – Present
Director
Berli Jucker Public Company Limited (December 2001)
- Present
Director
 - TCC Assets (Thailand) Company Limited
 - Thai Beverage Can Co., Ltd.
 Frasers Property Commercial Asset Management (Thailand) Co., Ltd. (formerly Univentures REIT Management Co., Ltd.)
- August 2022 – June 2024
Senior Executive Vice President, Chief Investment Officer
Thai Beverage Public Company Limited
- October 2003 – September 2022
 - Director and Senior Executive Vice President, Group CFO (October 2016 – September 2022)
 - Director and Executive Vice President (May 2010 – September 2016)
 - Director and Senior Vice President (October 2003 – May 2010)
 Thai Beverage Public Company Limited
- December 2012 – November 2020
Director
Golden Land Property Development Public Company Limited
- March 2016 – January 2018
Director
Big C Supercenter Public Company Limited

Others

- Over 30 years of experiences in accounting and finance, with many international recognition awards
 - Best CFO in Thailand – Finance Asia Magazine (2009)
 - Asia’s Best CFO (Investor Relations) – Corporate Governance Asia Magazine (2011, 2012)
 - Best CFO in Southeast Asia – Alpha Southeast Asia Magazine (2015)
 - Best CFO in Thailand – Alpha Southeast Asia Magazine (2014, 2015, 2016, 2018, 2019)
 - Best CFO in Singapore – Alpha Southeast Asia Magazine (2021)

Biography of Directors

Name	Mr. Dhitivute Bulsook
Type of Appointment	Director
Date of Appointment to be the director	20 April 2010
Tenure	14 years 9 months
Current Position	Director
Nationality	Thai
Age	56
Education	MBA Babson College, USA
Director Training Program	Director Certification Program (DCP) 2006 Thai Institute of Directors Association (IOD)



Number of share(s) directly held in the Company included holding by spouse and minor children - None -

Positions in other competing business that may cause conflict of interests - None -

Prohibited characteristics provided under Public Limited Companies Act - None -

Work experience within the 5 preceding years:

- Present
Vice Chairman of the Executive Committee
- Crown Seal Public Company Limited
Director
- Petform Thailand Company Limited
- Sermsuk Holdings Company Limited
- Sermsuk Beverage Company Limited
- Thai Drinks Company Limited
- June 2012 – January 2025
Director
- Wrangyer Beverage (2008) Company Limited
- June 2012 – July 2020
Director
- Sermsuk Training Company Limited
- Great Brands Limited

Biography of Directors



Name	Mrs. Nongnuch Buranasetkul
Type of Appointment	Director
Date of Appointment to be the director	27 June 2024
Tenure	7 months
Current Position	Director
Nationality	Thai
Age	56
Education	<ul style="list-style-type: none"> - Master Degree in Business Administration (Honor) from Cleveland State University, USA - Bachelor Degree in Communication Arts (First Class Honor) from Chulalongkorn University
Director Training Program	<ul style="list-style-type: none"> - Director Accreditation Program (DAP) 2017 Thai Institute of Directors Association (IOD) - The Cambridge – Earth on Board - Board Director Programme
Number of share(s) directly held in the Company included holding by spouse and minor children	- None -
Positions in other competing business that may cause conflict of interests	- None -
Prohibited characteristics provided under Public Limited Companies Act	- None -
Work experience within the 5 preceding years:	
<ul style="list-style-type: none"> • 2015 – Present 	<ul style="list-style-type: none"> - Chief Beer Business – Thailand (January 2025) - Senior Vice President (February 2017) - Vice President – Office of Food Development (January 2015) <p>Thai Beverage Public Company Limited</p>
<ul style="list-style-type: none"> • 2024 – Present 	<p>Director</p> <ul style="list-style-type: none"> - So Water Company Limited (August 2024) - Sermsuk Public Company Limited (June 2024) - Sermsuk Holding Co., Ltd. (June 2024) - Sermsuk Beverage Co., Ltd. (June 2024) - Wrangyer Beverage (2008) Co., Ltd. (June 2024) - Sermsuk Training Co., Ltd. (June 2024) - Foods Group Company Limited (April 2024)

- Oishi Holding Company Limited (April 2024)
CEO of Non-Alcoholic Beverage Business Thailand
 - Thai Drinks Co., Ltd. (August 2024)
- 2023 – Present
 - Chairman
 - Cambodia Beverage Pte. Ltd. (December 2023)
 - Director
 - ThaiBev HC Development Co., Ltd. (October 2023)
 - The C Canvas Co., Ltd. (July 2023)
- 2022 – Present
 - Director
 - Home and Office Delivery Co., Ltd. (July 2022)
 - Red Lobster Retail Asia Co., Ltd. (June 2022)
- 2020 – Present
 - Director
 - D2C Services Co., Ltd. (May 2020)
- 2019 – Present
 - Director
 - Coffee Concepts Retail Co., Ltd. (June 2019)
 - Coffee Concepts (Thailand) Co., Ltd. (March 2019)
 - Max Asia Food & Beverage (Thailand) Co., Ltd. (March 2019)
 - F&N Retail Connection Co., Ltd. (March 2019)
 - F&N International Holding Co., Ltd. (March 2019)
 - Thai Beverage Training Co., Ltd. (January 2019)
- 2018 – Present
 - Director
 - Havi Logistics (Thailand) Limited (February 2018)
 - Havi Food Distribution (Thailand) Co., Ltd. (February 2018)
- 2017 – Present
 - Director
 - Spice of Asia Co., Ltd. (October 2017)
 - The QSR of Asia Co., Ltd. (August 2017)
 - Foods Company Holdings Co., Ltd. (August 2017)
 - Bistro Asia Co., Ltd. (April 2017)
 - Oishi Group Public Company Limited (February 2017)
 - Oishi Trading Company Limited (February 2017)
 - Oishi Food Service Company Limited (February 2017)
 - Oishi Ramen Company Limited (February 2017)
 - Thai Drinks Co., Ltd. (February 2017)

- 2016 – Present
 - Director
 - Max Asia Co., Ltd. (April 2016)
 - Koykiao Co., Ltd. (March 2016)
- 2015 – Present
 - Managing Director
 - Food of Asia Co., Ltd. (February 2015)
- Present
 - Director
 - Oishi International Holdings Limited
 - Oishi F&B (Singapore) Pte. Ltd.
 - Cambodia Beverage Pte. Ltd.
 - Oishi Group Limited Liability Company
 - Oishi Myanmar Limited
 - Oishi F&B (Cambodia) Co., Ltd.
 - Shabushi Laos Company Limited
- June 2024 – January 2025
 - President
 - Sermsuk Public Company Limited
- June 2024 – January 2025
 - Chief Non-Alcoholic Beverage Business – Thailand
 - Thai Beverage Public Company Limited
- May 2024 – December 2024
 - Executive Committee Member and Sustainability and Risk Management Committee Member
 - Sermsuk Public Company Limited
- May 2024 – June 2024
 - Deputy President
 - Sermsuk Public Company Limited
- February 2017 – June 2024
 - Chief Food Business – Thailand
 - Thai Beverage Public Company Limited
- February 2017 – May 2024
 - President & CEO
 - Oishi Group Public Company Limited
 - Oishi Trading Company Limited
 - Oishi Food Service Company Limited
 - Oishi Ramen Company Limited

List of documentation or evidence of shareholders or proxies of the shareholders entitled to attend the shareholders' meeting

To ensure that the shareholders' meeting of the Company is conducted with transparency, legitimacy, and in the interests of all shareholders, the Company, therefore, has established a procedure for verifying the documentation or evidence of shareholders or proxies of the shareholders entitled to attend the shareholders' meeting for the shareholders to comply with. In this regard, the Company reserves the right to grant relaxation on the submission of the documentation or evidence of shareholders or representatives of the shareholders entitled to attend the shareholders' meeting for each shareholder as it deems appropriate.

Meeting Registration

The Company will allow shareholders and proxies to register for the meeting from 8.00 hrs. until the commencement of the meeting. The meeting will be held at Meeting Room 209, 2nd Floor, Queen Sirikit National Convention Center, Ratchadaphisek Road, Khlong Toei Sub-district, Khlong Toei District, Bangkok, as detailed in the map of the meeting venue attached to the Invitation.

Documents required to be presented before attending the meeting

1. Natural persons

1.1 Thai national shareholder

- (a) An identification card of a shareholder or driver's license or government official identification
- (b) In the case of an appointment of a proxy – a copy of an identification card of a grantor (a shareholder) and an identification card or a passport (in the case of a foreigner) of a proxy

1.2 Foreign shareholder

- (a) A passport of a shareholder
- (b) In the case of an appointment of a proxy – a copy of a passport of a grantor (a shareholder) and an identification card or a passport (in the case of a foreigner) of a proxy

2. Juristic person

2.1 Juristic person registered in Thailand

- (a) An Affidavit issued by the Department of Business Development, Ministry of Commerce no later than 6 months before the date of the shareholders' meeting
- (b) a certified copy of an identification card or passport (in the case of a foreigner) of an authorized director who affixes his/her signature on the Proxy Form and an identification card or passport (in the case of a foreigner) of a proxy

2.2 Juristic person registered overseas

- (a) An Affidavit

- (b) a certified copy of an identification card or passport (in the case of a foreigner) of an authorized director who affixes his/her signature on the Proxy Form and an identification card or passport (in the case of a foreigner) of a proxy

All copies of documents must be certified as true copies. If a document is issued overseas, it must be notarized.

Procedures on Appointment of a Proxy

The Company has delivered a proxy form A, B and C required by the Department of Business Development, Ministry of Commerce. The shareholders who are unable to attend the 2024 Annual General Meeting of Shareholders in person are entitled to appoint a proxy in accordance with the following procedures:

- 1) A shareholder may appoint a person of his/her intention or any one amongst the available independent directors of the Company to act as his/her proxy by indicating such person's name and details. In this regard, the shareholder is entitled to appoint only one person to attend the shareholders' meeting on his/her behalf.
- 2) A shareholder shall affix the stamp duty of THB 20 and cross out such stamp duty with the date affixed thereto for the purpose of legality. In this regard, the Company has facilitated the process by providing the service of stamp duty affixation to the proxy registering for the meeting.
- 3) A shareholder shall deliver an original copy of the Proxy Form and supporting documents via mail to the Company addressed to the Corporate Secretary Office, Sermasuk Public Company Limited, 90 CW Tower, 31st Floor, Ratchadapisek Road, Huai Khwang Sub-district, Huai Khwang District, Bangkok, 10310 by 24 January 2025 or at least one hour prior to the commencement of the shareholders' meeting, in order for the staff to be able to verify the document before the meeting starts.

Regardless of the number of shares held by a shareholder, a shareholder may not divide the shares for the appointment of more than one proxy to split the vote.

หนังสือมอบฉันทะ (แบบ ก.)

Proxy (Form A.)

เขียนที่.....

Written at

วันที่ เดือน พ.ศ.

Date Month Year

(1) ข้าพเจ้า..... สัญชาติ.....

I/We

Nationality

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....

Residing at No.

Road

Sub-District

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

District

Province

Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท เสริมสุข จำกัด (มหาชน)

As a shareholder of Sermsuk Public Company Limited,

โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง

holding a total number of

share(s)

and having voting rights equivalent to

vote(s)

หุ้นสามัญ.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง

ordinary share

share(s)

and having voting rights equivalent to

vote(s)

หุ้นบุริมสิทธิ.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง

preferred share

share(s)

and having voting rights equivalent to

vote(s)

(3) ขอมอบฉันทะให้

Here by appoint

(1) ชื่อ อายุ..... ปี

Name

Age

Year

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....

Residing/located at No.

Road

Sub-District

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

District

Province

Postal Code

or

(2) ชื่อ อายุ..... ปี

Name

Age

Year

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....

Residing/located at No.

Road

Sub-District

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

District

Province

Postal Code

or



(3) ชื่อ อายุ..... ปี
Name Age Year

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....
Residing/located at No. Road Sub-District
อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์.....
District Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 ในวันพฤหัสบดีที่ 30 มกราคม 2568 เวลา 9.30 น. ณ ห้องประชุม 209 ชั้น 2 ศูนย์การประชุมแห่งชาติสิริกิติ์ (QSNCC) ถนนรัชดาภิเษก แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่น

Only one of them as my/our proxy to attend and vote in the 2025 Annual General Meeting of Shareholders to be held on Thursday, 30 January 2025 at 9:30 hrs at Meeting Room 209, 2nd Floor, Queen Sirikit National Convention Center, Ratchadaphisek Road, Khlong Toei Sub-district, Khlong Toei District, Bangkok or at any adjournment thereof to any other date, time and venue.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any act(s) undertaken by the proxy holder at such meeting shall be deemed as my/our own act(s) in every respects.

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

ลงชื่อผู้รับมอบฉันทะ
Signed Proxy
(.....)

ลงชื่อผู้รับมอบฉันทะ
Signed Proxy
(.....)

ลงชื่อผู้รับมอบฉันทะ
Signed Proxy
(.....)

หมายเหตุ

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

A Shareholder shall appoint only one proxy to attend and vote at the meeting. A shareholder may not split shares for any more than one proxy in order to split votes.

สิ่งที่ส่งมาด้วยลำดับที่ 5 / Enclosure 5
(ปิดอากรแสตมป์ 20 บาท / Duty stamp 20 baht)

หนังสือมอบฉันทะ (แบบ ข.)

Proxy (Form B.)

เลขทะเบียนผู้ถือหุ้น

Shareholder's Registration No.

เขียนที่ _____

Written at

วันที่ _____ เดือน _____ พ.ศ. _____

Date Month Year

(1) ข้าพเจ้า..... สัญชาติ.....
I/We Nationality

อยู่บ้านเลขที่.....
Address

(2) เป็นผู้ถือหุ้นของ บริษัท เสริมสุข จำกัด (มหาชน)

as a shareholder of Sermasuk Public Company Limited,

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
holding a total number of shares and having voting rights equivalent to vote(s), as follows:

หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Ordinary share share(s) having voting rights equivalent to vote(s)

หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Preferred share share(s) having voting rights equivalent to vote(s)

(3) ขอมอบฉันทะให้ (สามารถมอบฉันทะให้กรรมการอิสระ โดยมีรายละเอียดตามที่แนบมากับหนังสือมอบฉันทะฉบับนี้)

hereby authorize either one of the following persons (may grant proxy to the independent directors of which details are attached with this proxy form)

(1)..... อายุ..... ปี
Age Years

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....
Residing at No. Road Sub-District

อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์..... หรือ
District Province Postal code or

(2)..... อายุ..... ปี
Age Years

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....
Residing at No. Road Sub-District

อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์..... หรือ
District Province Postal code or

(3)..... อายุ..... ปี
Age Years

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....
Residing at No. Road Sub-District

อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์..... หรือ
District Province Postal code or

(3)..... อายุ..... ปี
Age Years

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....
Residing at No. Road Sub-District

อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์..... หรือ
District Province Postal code or

..... รหัสไปรษณีย์..... หรือ
Postal code or

คนหนึ่งคนใดเพียงคนเดียว เป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 ในวันพฤหัสบดีที่ 30 มกราคม 2568 เวลา 9.30 น. ณ ห้องประชุม 209 ชั้น 2 ศูนย์การประชุมแห่งชาติสิริกิติ์ (QSNCC) ถนนรัชดาภิเษก แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่น

Only one of them as my/our proxy to attend and vote in the 2025 Annual General Meeting of Shareholders to be held on Thursday, 30 January 2025 at 9.30 hrs. at Meeting Room 209, 2nd Floor, Queen Sirikit National Convention Center Ratchadaphisek Road, Khlong Toei Sub-district, Khlong Toei District, Bangkok) or at any adjournment thereof to any other date, time and venue.



ผู้ที่มาประชุมด้วยตนเอง โปรดนำหนังสือฉบับนี้มาแสดงต่อพนักงานลงทะเบียนในวันประชุมด้วย

Please bring this proxy to show at the meeting even shareholders who attend the meeting in person.

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
I/ We hereby authorize the proxy to vote on my behalf at this meeting as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2567 เมื่อวันที่ 27 สิงหาคม 2567
Agenda 1 Consideration and adoption the Minutes of the Extraordinary General Meeting of Shareholders No.1/2024 held on 27 August 2024

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my intention as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 2 พิจารณารับทราบรายงานผลการดำเนินงานของบริษัท สำหรับปีสิ้นสุดวันที่ 30 กันยายน 2567
Agenda 2 Consideration and acknowledgement of the business operation for the year ended 30 September 2024

วาระที่ 3 พิจารณานุมัติงบการเงิน สำหรับปีสิ้นสุดวันที่ 30 กันยายน 2567
Agenda 3 Consideration and approval the Financial Statements for the year ended 30 September 2024

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my intention as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 4 พิจารณานุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชีประจำปี 2568
Agenda 4 Consideration and approval the appointment of the auditor and determine the audit fee for the year 2025

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my intention as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 5 พิจารณานุมัติการงดจัดสรรกำไรเพื่อเป็นทุนสำรองตามกฎหมาย และอนุมัติการจ่ายเงินปันผลประจำปี 2567
Agenda 5 Consideration and approval of no allocation of profits as legal reserve and approval of dividend payment for the year 2024

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my intention as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 6
Agenda 6

พิจารณาอนุมัติการจ่ายค่าตอบแทนกรรมการ สำหรับเดือนมกราคมถึงเดือนธันวาคม 2568
Consideration and approval the remuneration of the directors for the period from January to December 2025

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my intention as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 7
Agenda 7

พิจารณาอนุมัติเลือกตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ
Consideration and approval of the appointment of directors in replacement of those who are due to retire by rotation

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my intention as follows:
- การแต่งตั้งกรรมการทั้งหมด
Vote for all the nominated candidates as a whole
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- การแต่งตั้งกรรมการเป็นรายบุคคล
Vote for an individual candidate
- (1) นายธำปนา สิริวัฒนภักดี
Mr. Thapana Sirivadhanabhakdi
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- (2) นายอวยชัย ตันทโอภาส
Mr. Ueychai Tantha-Obhas
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- (3) นายสิทธิชัย ชัยเกรียงไกร
Mr. Sithichai Chaikriangkrai
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- (4) นายฐิติวุฒิ บุลสุข
Mr. Dhitivute Bulsook
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- (5) นางนงนุช บุรณะเศรษฐกุล
Mrs. Nongnuch Buranasetkul
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain



วาระที่ 8
Agenda 8

พิจารณาอนุมัติการแก้ไขข้อบังคับของบริษัท
Consideration and approval of the Amendment of the Company's Articles of Association

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(c) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(d) The proxy holder shall vote in accordance with my intention as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 9
Agenda 9

เรื่องอื่นๆ (ถ้ามี)
Other business (if any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my intention as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

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

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
In the case that I/we have not declared a voting intention in any agenda or my/our determination is not clearly specified or that the meeting considers or ratifies resolutions in any matters apart from the agendas specified above, in addition to any amendment, modification or addition of any facts, the proxy holder shall have the right to consider and vote on behalf of myself as he/ she sees appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any act(s) undertaken by the proxy holder at such meeting except the proxy holder does not vote as I/we specify in the proxy form shall be deemed as my/our own act(s) in every respects.

ลงชื่อ ผู้มอบฉันทะ
Signed Grantor
(.....)

ลงชื่อ ผู้รับมอบฉันทะ
Signed Proxy
(.....)

ลงชื่อ ผู้รับมอบฉันทะ
Signed Proxy
(.....)

ลงชื่อ ผู้รับมอบฉันทะ
Signed Proxy
(.....)

หมายเหตุ

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
3. ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบพิมพ์หนังสือมอบฉันทะแบบ ข. ตามแนบ

Note:

1. A Shareholder shall appoint only one proxy to attend and vote at the meeting. A shareholder may not split shares for any more than one proxy in order to split votes.
2. Either all or each of the members of the Board of Directors may be appointed in the agenda of appointment of the directors.
3. In the case that there is any other agenda(s) to consider other than the specified agendas mentioned above, the proxy may use the Annex to the Proxy Form B.



ใบประจำต่อแบบพิมพ์หนังสือมอบฉันทะ (แบบ ข.)

Annex to the Proxy (Form B.)

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท เสริมสุข จำกัด (มหาชน)

Grant of proxy as a shareholder of Sermasuk Public Company Limited

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 ในวันพฤหัสบดีที่ 30 มกราคม 2568 เวลา 9.30 ณ ห้องประชุม 209 ชั้น 2 ศูนย์การประชุมแห่งชาติสิริกิติ์ (QSNCC) ถนนรัชดาภิเษก แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่น

At the 2025 Annual General Meeting of Shareholders to be held on Thursday, 30 January 2025 at 9:30 hrs. at Meeting Room 209, 2nd Floor, Queen Sirikit National Convention Center, Ratchadaphisek Road, Khlong Toei Sub-district, Khlong Toei District, Bangkok or at 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 in all respects as deemed appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my wish 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 in all respects as deemed appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my wish 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 in all respects as deemed appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my wish as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 7
Agenda 7

พิจารณาอนุมัติเลือกตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ (ต่อ)

Consideration and approval of the appointment of directors in replacement of those who are due to retire by rotation (continued)

ชื่อกรรมการ.....

Director's name

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

ชื่อกรรมการ.....

Director's name

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

ชื่อกรรมการ.....

Director's name

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

ชื่อกรรมการ.....

Director's name

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

ชื่อกรรมการ.....

Director's name

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain



สิ่งที่ส่งมาด้วยลำดับที่ 5 / Enclosure 5

(ปิดอากรแสตมป์ 20 บาท / Duty stamp 20 baht)

หนังสือมอบฉันทะ (แบบ ค.) (แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน

(Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)

Proxy (Form C.) (This form is used only if the shareholder is an offshore investor who appoints a local custodian in Thailand to keep his/her shares in custody.)

เขียน.....

Written at.....

วันที่.....เดือน.....พ.ศ.....

Date ...Month.....Year.....

(1) ข้าพเจ้า.....

We

สำนักงานตั้งอยู่เลขที่..... ถนน..... ตำบล/แขวง.....

Residing at No Road Sub-District

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

District Province Postal Code

ในฐานะผู้ประกอบการธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ.....

in our capacity as the custodian for

ซึ่งเป็นผู้ถือหุ้นของ บริษัท เสริมสุข จำกัด (มหาชน)

as a shareholder of Sermsuk Public Company Limited

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

holding a total number of shares and having voting right equivalent to vote(s) as follows:

หุ้นสามัญ..... หุ้น และออกเสียงลงคะแนนได้เท่ากับ..... เสียง

ordinary shares: share(s) and having voting right equivalent to vote(s)

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

preferred shares: share(s) and having voting right equivalent to vote(s)

(2) ขอมอบฉันทะให้

Hereby appoint

(1) อายุ.....ปี

Age Years

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....

Residing/located at No Road Sub-District

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

District Province Postal Code or

(2) อายุ.....ปี

Age Years

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....

Residing/located at No Road Sub-District

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

District Province Postal Code or

(3) อายุ.....ปี

Age Years

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....

Residing/located at No Road Sub-District

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

District Province Postal Code or



คนหนึ่งคนใดเพียงคนเดียว เป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 ในวันพฤหัสบดีที่ 30 มกราคม 2568 เวลา 9.30 น. ณ ห้องประชุม 209 ชั้น 2 ศูนย์การประชุมแห่งชาติสิริกิติ์ (QSNCC) ถนนรัชดาภิเษก แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่น

Only one of them as my/our proxy to attend and vote in the 2025 Annual General Meeting of Shareholders to be held on Thursday, 30 January 2025 at 9:30 hrs. at Meeting Room 209, 2nd Floor, Queen Sirikit National Convention Center, Ratchadaphisek Road, Khlong Toei Sub-district, Khlong Toei District, Bangkok or at any adjournment thereof to any other date, time and venue.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

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

วาระที่ 1 พิจารณารับรองรายงานการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2567 เมื่อวันที่ 27 สิงหาคม 2567

Agenda 1 Consideration and adoption the Minutes of the Extraordinary General Meeting of Shareholders No.1/2024 held on 27 August 2024

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

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

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 2 พิจารณารับทราบรายงานผลการดำเนินงานของบริษัท สำหรับปีสิ้นสุดวันที่ 30 กันยายน 2567

Agenda 2 Consideration and acknowledgement of the business operation for the year ended 30 September 2024

วาระที่ 3 พิจารณานุมัติงบการเงิน สำหรับปีสิ้นสุดวันที่ 30 กันยายน 2567

Agenda 3 Consideration and approval the Financial Statements for the year ended 30 September 2024

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

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

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 4 พิจารณานุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชีประจำปี 2568

Agenda 4 Consideration and approval the appointment of the auditor and determine the audit fee for the year 2025

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

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

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 5 พิจารณานุมัติการงดจัดสรรกำไรเพื่อเป็นทุนสำรองตามกฎหมาย และอนุมัติการจ่ายเงินปันผลประจำปี 2567
Agenda 5 Consideration and approval of no allocation of profits as legal reserve and approval of dividend payment for the year 2024

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my intention as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 6 พิจารณานุมัติการจ่ายค่าตอบแทนกรรมการ สำหรับเดือนมกราคมถึงเดือนธันวาคม 2568
Agenda 6 Consideration and approval the remuneration of the directors for the period from January to December 2025

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my intention as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 7 พิจารณานุมัติเลือกตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ
Agenda 7 Consideration and approval of the appointment of directors in replacement of those who are due to retire by rotation

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my intention as follows:
- การแต่งตั้งกรรมการทั้งหมด
Vote for all the nominated candidates as a whole
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- การแต่งตั้งกรรมการเป็นรายบุคคล
Vote for an individual candidate
- (1) นายสุภาพน สิริวัฒนภักดี
Mr. Thapana Sirivadhanabhakdi
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- (2) นายอวยชัย ตันทโอภาส
Mr. Ueychai Tantha-Obhas
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- (3) นายสิทธิชัย ชัยเกรียงไกร
Mr. Sithichai Chaikriangkrai
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain



(4) นายฐิติวุฒม์ บูลสุข
Mr. Dhitivute Bulsook

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

(5) นางนงนุช บุรณะเศรษฐกุล
Mrs. Nongnuch Buranasetkul

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 8
Agenda 8

พิจารณาอนุมัติการแก้ไขข้อบังคับของบริษัท

Consideration and approval of the Amendment of the Company's Articles of Association

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(c) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(d) The proxy holder shall vote in accordance with my intention as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 9
Agenda 9

เรื่องอื่นๆ (ถ้ามี)

Other business (if any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my intention as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

(4) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่า การลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

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

(5) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the case that I/we have not declared a voting intention in any agenda or my/our determination is not clearly specified or that the meeting considers or ratifies resolutions in any matters apart from the agendas specified above, in addition to any amendment, modification or addition of any facts, the proxy holder shall have the right to consider and vote on behalf of myself as he/ she sees appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any act(s) undertaken by the proxy holder at such meeting except the proxy holder does not vote as I/we specify in the proxy form shall be deemed as my/our own act(s) in every respects.

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

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

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

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

หมายเหตุ

1. หนังสือมอบฉันทะแบบ ค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
2. หลักฐานที่ต้องแนบพร้อมทั้งหนังสือมอบฉันทะ คือ
 - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการในหนังสือมอบฉันทะแทน
 - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)
3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
5. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบพิมพ์หนังสือมอบฉันทะแบบ ค. ตามแนบ

Note

1. This Form C. is used only if the shareholder whose name is in the shareholders' register is an offshore investor who appoints a local custodian in Thailand to keep his/her shares in the custody.
2. The necessary evidence to be enclosed with this proxy form is:
 - (1) The power-of-attorney granted by the shareholder to the custodian by which the custodian is appointed to sign the proxy form on the shareholder's behalf; and
 - (2) A certification that the authorised signatory of the proxy form is licensed to operate the custodial business.
3. A Shareholder shall appoint only one proxy to attend and vote at the meeting. A shareholder may not split shares for any more than one proxy in order to split votes.
4. Either all or each of the members of the Board of Directors may be appointed in the agenda of election of the directors.
5. In the case that there is any other agenda(s) to consider other than the specified agendas mentioned above, the proxy may use the Annex to the Proxy Form C.



ใบประจำต่อแบบพิมพ์หนังสือมอบฉันทะ (แบบ ค.)

Annex to the Proxy (Form C.)

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท เสริมสุข จำกัด (มหาชน)

Grant of proxy as a shareholder of Sermasuk Public Company Limited

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 ในวันพฤหัสบดีที่ 30 มกราคม 2568 เวลา 9.30 ณ ห้องประชุม 209 ชั้น 2 ศูนย์การประชุมแห่งชาติสิริกิติ์ (QSNCC) ถนนรัชดาภิเษก แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่น

At the 2025 Annual General Meeting of Shareholders to be held on Thursday, 30 January 2025 at 9:30 hrs. at Meeting Room 209, 2nd Floor, Queen Sirikit National Convention Center, Ratchadaphisek Road, Khlong Toei Sub-district, Khlong Toei District, Bangkok or at 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 in all respects as deemed appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote in accordance with my wish as follows:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

วาระที่.....เรื่อง.....

Agenda Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote in accordance with my wish as follows:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

วาระที่ 7 พิจารณานุมัติเลือกตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ (ต่อ)

Agenda 7

Consideration and approval of the appointment of directors in replacement of those who are due to retire by rotation (continued)

ชื่อกรรมการ.....

Director's name

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

ชื่อกรรมการ.....

Director's name

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

ชื่อกรรมการ.....

Director's name

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

ชื่อกรรมการ.....

Director's name

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

ชื่อกรรมการ.....

Director's name

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain



**Articles of Association in relation to shareholders meetings
of Sermsuk Public Company Limited**

**CHAPTER V
SHAREHOLDERS MEETING**

Article 29. The Board of Directors shall hold an annual general meeting of shareholders within four months after the end of the Company's accounting period.

General meetings of shareholders other than that specified under the first paragraph shall be called extraordinary general meetings.

The Board of Directors may call extraordinary general meetings whenever they think appropriate, or one or more shareholders holding shares in aggregate of no less than 10 percent of the total number of shares sold, may at any time subscribe their names and clearly state the subjects and reasons in a letter requesting the Board of Directors to call an extraordinary general meeting. In this case, the Board of Directors shall convene the shareholders meeting within the period of 45 days from the date of receipt of such letter from the shareholders.

If the Board of Directors fails to convene the meeting within the period specified under the third paragraph, the shareholders who have subscribed their names or other shareholders with the shareholdings in the required aggregate amount may convene the meeting by themselves within the period of 45 days from the expiration of the period under the third paragraph. In this case, such meeting shall be deemed to be convened by the Board of Directors, provided that the Company shall be responsible for any necessary expenses incurred from the convening of such meeting and for reasonable facilitation.

In the case where the number of shareholders present at the meeting convened by the shareholders under the fourth paragraph is not sufficient to constitute a quorum, the shareholders under the fourth paragraph shall be jointly responsible to the Company for the expenses incurred from the convening of such meeting.

Article 30. In summoning a shareholders' meeting, the board of directors shall prepare a notice specifying the place, date, time, agenda and matters to be proposed to the meeting together with adequate details by clearly indicating whether such matters are proposed for acknowledgment, for approval or for consideration, as the case may be, as well as the board's opinions on such matters. The notice must be sent to the shareholders not less than 7 days prior to the date of the meeting and be advertised in a newspaper for 3 consecutive days not less than 3 days prior to the date of the meeting.

Article 31. At a shareholders' meeting, there shall be not less than 25 shareholders and/or the shareholders' proxies (if any) or not less than half the total number of shareholders and holding altogether not less than one-third of the total issued shares attending the meeting to constitute a quorum.

If at any shareholders' meeting the number of shareholders attending the meeting does not constitute the quorum within one hour after the appointed time, the meeting, if summoned by the requisition of shareholders, shall be canceled. If the meeting was not summoned by the requisition of shareholders, another meeting shall be summoned and a notice summoning the meeting shall be sent to the shareholders not less than 7 days before the meeting and at such subsequent meeting no quorum shall be necessary.

Article 32. A resolution passed by the shareholders' meetings shall require of the following number of:

- (1) In normal cases, a resolution shall be adopted by the majority votes of the shareholders who are present and are entitled to vote. One share shall be equal to one vote. In case of equal voting, the chairman of the meeting shall have a second or casting vote.
- (2) In the following cases, a resolution shall be adopted by a vote of not less than three-fourths of the total votes of shareholders present and entitled to vote, provided that one share shall be equal to one vote:
 - (a) Sale or transfer in whole or in essential part of the Company's business to other person.
 - (b) Purchase or acceptance of transfer of business, of another company or private company, for the Company.
 - (c) Execution, amendment or termination of a contract in regard to the leasing in whole or in essential part of the Company's business; the assignment to any other person to manage the Company's business; or the consolidation of the business with other persons for the purpose of sharing profit and loss.

Article 33. The business to be transacted at the annual ordinary meeting are as follows:

- (1) To consider the report of the board of directors submitted to the meeting concerning the activities carried out in the past year.
- (2) To consider and approve the balance sheet.
- (3) To consider appropriation of profit.
- (4) Election of directors in place of those retiring by rotation.
- (5) Appointment of an auditor.
- (6) Other business.

**Personal Data Protection Notice
For the Annual General Meeting of Shareholders of
Sermasuk Public Company Limited (“Shareholders’ Meeting”)**

Sermasuk Public Company Limited (“**the Company**”) places importance on personal data of shareholders and/or proxies (“**you**”). The Company thus issued the Personal Data Protection Notice for shareholders, investors, and prospects to duly inform about the details pertaining to the collection, use, and disclosure of personal data of shareholders, investors, and prospects who are deemed data subjects in accordance with the Personal Data Protection Act, as announced on the Company’s website (see <https://www.sermasukplc.com> for the details). The Company would like to inform you, a data subject, the details relating to the AGM as follows:

1. Personal data

The Company collects, uses, and discloses your Personal Data, namely, name, surname, date of birth, marital status, address, telephone number, information specified in national identification card or passport, bank account number, e-mail address, fax number, securities holder number, photographs, audio, and video from the AGM.

2. Objectives of personal data collection, use, and disclosure

The Company collects, uses, and discloses your personal data for the following objectives:

- For the arrangement, attendance, and management of the AGM such as registration and record of resolution
- For the recording of photographs, audios, and/or videos during the AGM and broadcasting the AGM via the Company’s website and other communication channels, or uploading them for the attendees to view later, or publicizing them for the Company’s or the attendees’ benefit
- For the recording of the AGM and preparing the minutes of the AGM, which will be further submitted to relevant agencies such as the Department of Business Development, the Stock Exchange of Thailand or the Singapore Exchange, legal advisors of the Company, and shareholders, as well as publicizing the details on the Company’s website and other communication channels

3. Sources of personal data

The Company directly receives your personal data from you and from Thailand Securities Depository Co., Ltd. (TSD) which is the Company’s Securities Registrar in Thailand.

4. Personal data retention

The Company will keep your personal data for as long as necessary to fulfill the aforementioned objectives unless the law permits a longer retention period.

5. Rights of the data subject

The data subject has the rights to request access to or obtain a copy of your personal data or request the Company to disclose the source of the personal data obtained without your consent, request your personal data to be given to you by electronic means or transferred to another person, object to the collection, use, and disclosure of your personal data, request that your personal data be

deleted or destroyed or made unusable for identifying the data subject, request suspension of the personal data use, rectify the personal data to be up-to-date, complete, and not misleading, withdraw consent given to the Company, complain to a competent authority in case the data subject believes that the Company's processing of your personal data does not comply with the Personal Data Protection Act.

6. Contact information

To exercise your aforementioned rights, please contact the Company by the following means:

6.1 Telephone: 02-975-5566

6.2 E-mail: pdpa_info@sermsukplc.com

6.3 Letter: Company Secretary Unit – Sermsuk Public Company Limited, No. 90 CW Tower, 31st Floor, Ratchadaphisek Road, Huai Khwang Sub-district, Huai Khwang District, Bangkok 10310, Thailand.

The measures and guidelines for the shareholders attending the meeting and proxy

1. Guidelines for attending the Meeting of Shareholders at Meeting Room 209, 2nd floor , Queen Sirikit National Convention Center (QSNCC)

The Company has enclosed a map and directions to the meeting venue with the notice of this meeting as Enclosure 9. Shareholders and proxies can register beginning at 8:00 hrs. on the day of the meeting. The Company will use the barcode system for registration and vote counting in the meeting for the Physical Meeting. Therefore, shareholders and proxies have to bring registration documents on the meeting date as follows:

1.1 For Natural Person

- Registration form with a barcode
- National ID card or Government Official ID card or Government Employee ID card or valid Driver's License or Passport or document in lieu of a valid passport (in case of a foreigner) and a copy of proof of name and/or surname change (if any)

By proxy

- Registration form with a barcode
- Either Proxy Form A or Proxy Form B (Enclosure 5) filled in correctly and completely with the signatures of the grantor and the proxy
- Certified True Copy of National ID card or Government Official ID card or Government Employee ID card or valid Driver's License or Passport or document in lieu of a valid passport (in case of a foreigner) of the grantor and the proxy

1.2 For Juristic Person

- Registration form with a barcode
- A copy of the Company Affidavit issued within 6 months by the Department of Business Development, Ministry of Commerce, and signed by the authorized signatory to bind the juristic person with the seal of the juristic person (if any)

By proxy

- Registration form with a barcode
- Either Proxy Form A or Proxy Form B (Enclosure 5) filled in correctly and completely with the signatures of the grantor and the proxy
- Certified True Copy of National ID card or Government Official ID card or Government Employee ID card or valid Driver's License or Passport or document in lieu of a valid passport (in case of a foreigner) of the proxy
- Certified True Copy of National ID card or Government Official ID card or Government Employee ID card or valid Driver's License or Passport or document in lieu of a valid passport (in case of a foreigner) of the authorized signatory to bind the juristic person who signed the Proxy Form
- A copy of the Company Affidavit issued within 6 months by the Department of Business Development, Ministry of Commerce, or a copy of the Company Affidavit issued by a government agency with authority of the country in which the juristic person is located and signed by the authorized signatory of the juristic person with the seal of the juristic person (if any)

For Foreign Investor Appointing Custodian in Thailand

- Registration form with a barcode
- The Proxy Form C, which can be downloaded from the Company's website www.sermsukplc.com; under Investor Relation section > Shareholder Information > Shareholders' Meeting; by completing the correct and complete statements with the signatures of proxies and proxies.
- Certificate of incorporation of Custodian juristic person and signed by the authorized signatory of custodian or its authorized person with the seal of the juristic person (if any).
- Certified True Copy of National ID card or Government Official ID card or Government Employee ID card or valid Driver's License or Passport or document in lieu of a valid passport (in case of a foreigner) of the authorized signatory to bind the juristic person who signed the Proxy Form.

1.3 To proxy others to attend the meeting and cast a vote on your behalf, please give a proxy to major.

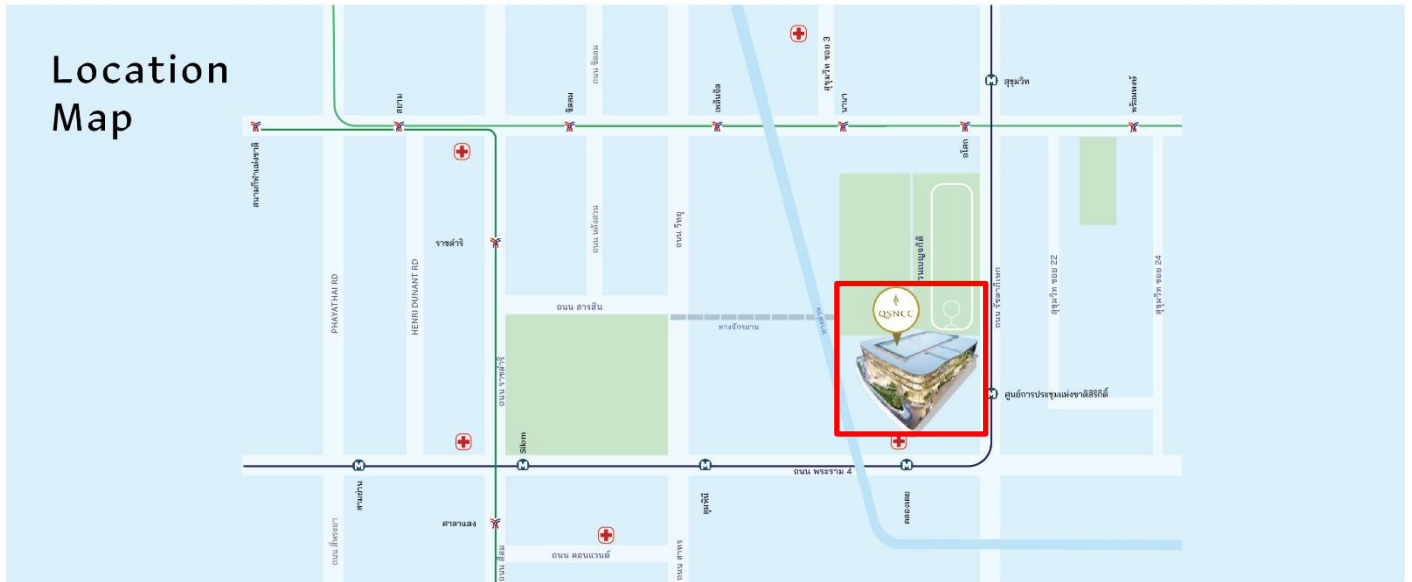
2. Channels for sending suggestions or questions related to the Company's business, industry, the Company's performance, or any other related to the meeting's agenda

In order for the meeting to proceed as concisely as possible and in accordance with the legally defined agenda, the meeting will be open to your written questions. Shareholders will be able to send suggestions or questions in advance of the meeting date via the following channels:

- E-mail: ssc-comsec@sermsukplc.com or
- To the Company's staff on the day of the shareholders' meeting.

**The map of the venue of the 2025 Annual General Meeting of Shareholders of Sermsuk Public Company Limited,
Meeting Room 209, 2nd Floor, Queen Sirikit National Convention Center**

Ratchadaphisek Road, Khlong Toei Sub-district, Khlong Toei District, Bangkok
(Traveling Options to Meeting Location) MRT Blue line : Queen Sirikit Center Station, Exit No. 3



**Request Form for the 2024 Annual Report, together with the Financial Statements
of the Company for the fiscal year ended 30 September 2024, in hard copy**

Dear Shareholders,

Shareholder who would like to receive the 2024 Annual Report, together with the Financial Statements of the Company for the fiscal year ended 30 September 2024, in hard copy, please fill in your name and address below and send it back to the Company via E-mail at ssc-comsec@sermsukplc.com or via mail to Company Secretary Unit at Sermsuk Public Company Limited, No. 90, CW Tower, 31st Floor, Ratchadaphisek Road, Huai Khwang Sub-district, Huai Khwang District, Bangkok 10310 in order for the Company to send the 2024 Annual Report, together with the Financial Statements of the Company for the fiscal year ended 30 September 2024, in hard copy to you.

Name and address of Shareholder

Name:

Address:

Tel:

E-mail:



