#### 29 February 2024

- Subject: Notice of the 2024 Annual General Meeting of Shareholders through electronic media
- Attention: Shareholders of Polynet Public Company Limited

Enclosures

- 1. Copy of the Minutes of the 2023 Annual General Meeting of Shareholders
  - 2. Annual registration statement /Annual report 2023 (Form 56-1 One Report) comprising the consolidated financial statement ended as at 31 December 2023 in the form of QR Code (QR Code)
  - 3. Profiles of the nominated directors to replace those retired by rotation
  - 4. Definition of the Independent Director
  - 5. Profiles of the Company's auditor for the year 2024
  - 6. Objectives of the Company proposed for amendment
  - 7. Documents or evidence showing the identity of the shareholder or proxy of the shareholder entitled to attend the meeting
  - 8. Company's articles of association relating to shareholders' meeting
  - 9. Proxy form
  - 10. Profiles of Independent Directors proposed as proxies by the Company
  - 11. Procedures and methods for conducting the 2024 Annual General Meeting of Shareholders via electronic media (e-Meeting)
  - 12. Map of the venue for the meeting via electronic media
  - 13. Privacy Notice

The Board of Directors of Polynet Public Company Limited (**the Company**) has resolved to hold the 2024 Annual General Meeting of Shareholders on 29 March 2024 at 14.00 p.m., via the electronic media (e-Meeting) by broadcasting from the meeting room of Polynet Public Company Limited, No. 888 Moo 11, Bang Sao Thong Sub-district, Bang Sao Thong District, Samut Prakan Province in order to consider the agendas as follows:

#### Agenda 1 To consider and certify the 2023 Annual General Meeting of Shareholders

#### **Facts and Rationale**

The 2023 Annual General Meeting of Shareholders was held on 20 April 2023, the copy of the minutes which was recorded accurately with the resolution of the shareholders' meeting (Enclosure No. 1) has been submitted to the Stock Exchange of Thailand and the Ministry of Commerce including published through the Company's website (www.polynet.co.th) for disclosure to shareholders and general investors and it appears that no one objected or required for any correction.

#### **Board's Opinion**

The Board of Directors deemed it appropriate to propose the shareholders meeting to consider and certify the minutes of the 2023 Annual General Meeting of Shareholders held on 20 April 2023 and it was accurately recorded according to the meeting resolution. A copy of the minutes appears as Enclosure No. 1.

#### **Voting Requirement**

This agenda requires the majority of votes of the shareholders in attendance and exercise their votes.

## Agenda 2To consider and acknowledge the Company's operating result for the fiscal year<br/>of 2023, ended on 31 December 2023

#### Facts and Rationale

Summary of the Company's operating results for the fiscal year ended on 31 December 2023:

	Unit: Million Baht
Current assets	587.7
Total assets	1,565.9
Current liabilities	169.7
Total liabilities	264.0
Total revenue	975.8
Equity Attributable to equity holders of parent	1,301.9
Net Profit	175.0
Earnings Per Share (Baht)	0.39

Summary of operating results and financial position of the company for the year 2023 has been provided in the annual registration statement /annual report 2023 (Form 56-1 One Report) (Part 4: Key Financial Information) which sent to shareholders in the form of a QR Code (QR Code) along with the invitation letter for this meeting. (Enclosure 2).

#### **Board's Opinion**

The Board of Directors deemed it appropriate to propose to the shareholders meeting to consider and acknowledge the Company's operating result for the fiscal year of 2023, ended on 31 December 2023, details appeared in Enclosure 2.

#### **Resolution**

Notice to acknowledge, there is no resolution for this agenda.

### Agenda 3To consider and approve the Company's financial statements for the fiscal year<br/>of 2023, ended on 31 December 2023

#### Facts and Rationale

According to the Public Limited Companies Act B.E. 2535 (1992), Section 112 requires the board of directors must cause to be made a balance-sheet (statement of financial position) and a profit and loss account as of the end of the company's accounting year, and reviewed by an auditor prior to their submission to a meeting of shareholders for consideration and approval.

The Board of Directors provided the audited financial statements for the fiscal year ending 31 December 2023 which reviewed by the Audit Committee including being approved by the Board of Directors. to be presented to the shareholders' meeting for approval at the annual general meeting of shareholders. as required by Section 112 of the Public Limited Companies Act B.E. 2535 (1992) (see details in Enclosure 2).

#### **Board's Opinion**

The Board of Directors deemed it appropriate to propose to the shareholders meeting to consider and approve the Company's financial statements for the fiscal year of 2023, ended on 31 December 2023 which reviewed by the Company's auditor. which has been provided in the annual registration statement /annual report 2023 (Form 56-1 One Report) (Part 4: Management Analysis and Explanation) which sent to shareholders in the form of a QR code (QR Code) along with the invitation letter for this meeting.in the QR-Code format, attached hereto (Enclosure 2).

#### **Resolution**

This agenda requires the majority of votes of the shareholders in attendance and exercise their votes.

# Agenda 4To consider and approve the appropriation of profit as legal reserve and dividend<br/>payment in respect of the Company's operating results ended as of 31 December<br/>2023

#### **Facts and Rationale**

Regarding to section 115 of the Public Limited Companies Act B.E. 2535 (1992), no dividends shall be paid otherwise than out of profits. In the case where a company has incurred accumulated loss, no dividends may be paid. Also, under section 116 and clause 48 of the Company's Articles of Association that a company must appropriate part of its annual net profits to a reserve fund in an amount of not less than five percent of the annual net profits with the deduction therefrom the amount representing the accumulated loss carried forwards (if any) until this reserve fund reaches the amount of not less than ten percent of the registered capital.

The Company has the policy to pay dividends at a rate of not less than 40% of the net profit from the separate financial statements of the Company after income tax and legal reserves. Nevertheless, the Company may consider paying dividends different from the policy set, depending on the operating results, financial position, and liquidity, the need of working capital in business operations, business expansion, including economic conditions.

In respect of the Company's operating results and the audited separate financial statements for the fiscal year ended 31 December 2023, the Company had a net profit of 175,046,173 Baht.

#### **Board's Opinion**

The Board of Directors deemed it appropriate to propose to the shareholders meeting to consider and approve the appropriation of profit as legal reserves amount of 9,000,000 Bath and the payment of the dividend for the shareholders of the operating results of 2022 at the rate of Baht 0.29 (Twenty-nine satang) per share for 450,000,000 shares, totaling 130,500,000 Baht. The dividend shall be paid on 8 March 2024 (Record Date) and fix the record date to determine the list of shareholders entitled to receive dividends on 17 April 2024.

During the period of the year 2023, the Company paid interim dividends from the Company operating's result, in the amount of 40,500,000 Baht for 450,000,000 shares, or equivalent to 0.09 Satang per share on 8 September 2023, and approved the appropriation of profit in the amount of 2,200,000 Baht as a legal reserve.

The right to receive dividend remains uncertain until approved by the 2024 Annual General Meeting of Shareholders.

#### **Resolution**

This agenda requires the majority of votes of the shareholders in attendance and exercise their votes.

### Agenda 5To consider and approve the election of directors replacing those retire by<br/>rotation

#### **Facts and Rationale**

Regarding to section 71 of the Public Limited Companies Act B.E. 2535 (1992) and the Company's Article of Association clause 17, at least one-thirds of the directors must vacate their office by rotation at each annual general meeting of shareholders, and if the number of directors is not a multiple of 3, the nearest number of 1/3 must retire by rotation. Three must be a drawing by lots to determine the directors retiring on the first and the second year following the registration of the Company. In each subsequent year, the directors who occupy the position for the longest period must retire. The directors who shall retire by drawing lots are as follows:

1. Mrs. Kanchana Laowrattana	Director
2. Mr. Therdsak Chalermwattananon	Director

Criteria for selecting persons to be appointed as directors of the Company Has not been considered by the Nomination and Remuneration Committee Since the company has not yet appointed the Nomination and Remuneration Committee but it was considered jointly by the Board of Directors of the Company and presented the appropriate person to the meeting. Shareholders consider by considering the structure of the board of directors and the qualifications of directors individually. The Board of Directors deems that the directors' qualifications are in accordance with Public Limited Companies Act and Securities and Exchange Act and other related laws (if any) Being appropriate in terms of qualifications, knowledge, ability, experience suitable for the business of the company and performance as a director of the Company has been beneficial to the company. The two directors have no prohibited characteristics and do not engage or hold shares in any business that is in competition with the Company's operations.

The Company has allowed the shareholders to nominate qualified person(s) to be elected as the director according to the nomination procedure through the company's website from 5 October 2023 to 5 January 2024, which appeared that no shareholder has nominated any qualified persons to be elected as the Company's director.

Nominated Persons	Number of Shares	Voting rights
1. Mrs. Kanchana Laowrattana	121,772,000	121,772,000
2. Mr. Therdsak Chalermwattananon	3,202,000	3,202,000

Details of shareholdings by nominated directors

Board of Directors excluding interested directors has carefully considered and scrutinized It was deemed appropriate to propose to the shareholders' meeting to consider and approve the appointment of the following persons: who are retiring by rotation to be re-appointed for another term.

1. Mrs. Kanchana Laowrattana	Director
2. Mr. Therdsak Chalermwattananon	Director

In this regard, the person nominated this time has been considered in accordance with the specified nomination process. and has qualifications in accordance with Public Limited Companies Act and Securities and Exchange Act and other related laws (if any) and suitable for the Company's business operations.

#### **Resolution**

This agenda requires the majority of votes of the shareholders in attendance and exercise their votes.

### Agenda 6To consider and approve the determination of the director's remuneration and sub-<br/>committees' remuneration for the year 2024

#### **Facts and Rationale**

According to the Public Company Limited Act B.E. 2535 (1992), Section 90 and the Company's articles of association Item 22, directors entitled to receive remuneration from the Company in the form of reward, meeting allowance, commission, bonus or any other form of compensation according to the articles of association or as determined by the shareholders' meeting. The amount of remuneration may be definitely fixed or outlined and from time to time or indefinitely until further notice. Directors may also be entitled to per diem and welfare according to the Company's regulation.

The Committee has conducted the Director Compensation Survey 2024 in accordance with the criteria and policies determined by the Board of Directors by considering the responsibility and performance of the Board as well as the comparative data refer to other companies in the same industry with similar sizes and characteristics of business, including the Directors' Compensation Survey by the Thai Institute of Directors Association (IOD), in which found that the directors' remuneration determined by the company is close to the market average.

#### **Board's Opinion**

The Board of Directors deemed it appropriate to propose to the Meeting of Shareholders to consider and approve the Directors' remuneration for the year 2024 in the form of meeting allowance, monthly compensation. The details are as follows.

		Remuneration (Baht)			
Position	Position Name-Last name		2023		osed year)
		Meeting allowance/time	Monthly	Meeting allowance/time	Monthly
1.Board of the dire	ectors				
Chairman of the Board	Khun Chaiyaporn Nitaswarakul	10,000	20,000	10,000	20,000
Directors	Khun Kanchana Laowrattana	-	-	-	-
Directors	Khun Srichai Laowrattana	-	_	-	-
Directors	Khun Therdsak Chalermwattananon	-	-	-	-
Directors	Khun Noppamas Fahchusawad	-	-	-	-
Directors	Khun Tyawadee Ngamwongwan	6,000		6,000	

		Remuneration (Baht)				
Position	Name-Last name	2023		2024 (prop	2024 (proposed year)	
		Meeting allowance/time	Monthly	Meeting allowance/time	Monthly	
Directors	Khun Khemika Thiwong	6,000		6,000		
2. Audit Committe	e	· · ·		·		
Chairman of the Audit Committee	Khun Chaiyaporn Nitaswarakul	10,000	-	10,000	-	
Member of the Audit Committee	Khun Tyawadee Ngamwongwan	6,000	-	6,000	-	
Member of the Audit Committee	Khun Khemika Thiwong	6,000	-	6,000	_	

#### **Resolution**

This agenda requires approval by majority vote of no less than two-thirds of total votes of the shareholders who attend the meeting.

## Agenda 7To consider and approve the appointment of the Company's auditor, and their<br/>remuneration for the year 2024

#### Facts and Rationale

According to the Public Company Limited Act B.E. 2535 (1992), Section 120, requires at the Annual General Meeting of Shareholders of each year shall appoint the auditor of the company and determine the audit fee. In appointing the auditor, the former auditor may be re-appointed.

In addition, the notification of the Capital Market Supervisory Board requires that the Company shall rotate its auditor if that auditor has rendered his/her service for seven accounting periods. Such rotation needs not to change the audit firm as the latter may nominate its other auditors to assume the duties in replace of the former auditor. However, the Company may re-appoint any auditors to resume his/her function only when the period of five consecutive accounting periods has elapsed since his/her last rotation.

#### The Audit Committee's Opinion

The Audit Committee has considered the appointment of the Company's auditor based on the independence of auditors and their remuneration. Therefore, deemed it to appoint

- 1. Khun Sakuna Yamsakul Certified Public Accountant No. 4906 or
- 2. Khun Paiboon Tunkoon Certified Public Accountant No. 4298 or
- 3. Khun Sinsiri Thangsombat Certified Public Accountant No. 7352

Auditors from PricewaterhouseCoopers ABAS Ltd. ("PWC") as the Company's auditor for the year 2024 The audit's fee is not exceeding 3,300,000 Baht excluding other expenses.

Comparison of the auditors' remuneration

Auditors' remuneration	itors' remuneration The fiscal Year 2024 (As proposed)	
1. Audit Fee	3,300,000	3,300,000
2. Other Expenses	Actually	Actually

#### **Board's Opinion**

The Board of Directors deemed it appropriate to propose to the shareholders meeting to consider and approve the appointment of

- 1. Khun Sakuna Yamsakul Certified Public Accountant No. 4906 or
- 2. Khun Paiboon Tunkoon Certified Public Accountant No. 4298 or
- 3. Khun Sinsiri Thangsombat Certified Public Accountant No. 7352

Auditors from PricewaterhouseCoopers ABAS Ltd. ("PWC") as the Company's auditor for the year 2024 by allowing Any person shall be responsible for reviewing and expressing the opinion on the financial statements of the Company. In case the abovementioned auditors are unable to perform their duty, PricewaterhouseCoopers ABAS Ltd. ("PWC") shall assign other certified auditors of PricewaterhouseCoopers ABAS Ltd. ("PWC") as a substitute to audit and express opinions on the Company's financial statements. and propose to determine the auditor's remuneration. for the year 2024 in the amount of not exceeding 3,300,000 Baht excluding other expenses. In this regard, the auditors nominated to be appointed as the Company's auditors this year were the 7 year of auditor performance.

The above-nominated auditors do not provide any other services to the Company and have no relationship or interest with the Company/subsidiary/executive/major shareholders. or those related to such persons in any way Therefore, they are independent in auditing and expressing opinions on the Company's financial statements.

#### **Resolution**

This agenda requires the majority of votes of the shareholders in attendance and exercise their votes.

# Agenda 8To consider and approve the amendment to Company's objectives and the<br/>amendment to the Memorandum of Association No. 3. as to be aligned with the<br/>amendment of the Company's objectives

#### **Facts and Rationale**

The company wishes to set clear objectives covering the potential of business operations, support the expansion of the company's business, therefore, it deemed appropriate to amend the Company's objectives by adding 7 additional objectives to reflect such purpose appears in Enclosure No. 6

#### **Board's Opinion**

The Board of Directors deemed it appropriate to propose to the shareholders meeting to consider and approve the amendment to the Company's objectives to be in line with the business potential, and support the company's business expansion by adding 6 additional objectives of the company, details as in Enclosure No. 6 and the amendment to Clause 3 of the Company's Memorandum of Association to be in line with the amendment to the Company's objectives as follows:

"Clause 3. The objectives of the company consist of 39 items, details as in BMJ. 002 form attached."

#### **Resolution**

The approval resolution requires a majority vote of no less than three-fourths of total votes of the shareholders who attend the meeting

#### Agenda 9 <u>To consider and acknowledge the amendment to the purpose of utilizing the</u>

#### capital received from the initial public offering (IPO)

#### **Facts and Rationale**

As the Company has excess liquidity, it is considered appropriate to use part of the capital received from the IPO which allocated to be used as working capital for business operations, in the amount of the amount of 160 million Baht, to repay debts to financial institutions. which will be due in 2026. Repaying the money before the due date will allow the Company to reduce its interest expenses by a total of approximately 9.2 million Baht.

The Company has considered guidelines for managing the capital increased to provide maximum benefit to the Company and shareholders including to be in line with the current business plan, the Company's Board of Directors Meeting No. 2/2023, held on May 11, 2023, therefore resolved to approve amending the purpose of utilizing the capital received from the initial public offering of ordinary issued shares is as follows:

**Former** The purpose of utilizing the capital no. 1, to repay loan debts from financial institutions that is not related to the financial advisor. and/or underwriters in the amount of 320 million Baht

	Utilization Purpose	The amount expected to be used for the intended purpose	Amount spent until December 31, 2022	Balance	Amount of change in purpose	Balance (after amendment of purpose)	Estimated time of utilization (amended)
1.	To repay loan debt from financial institutions that are not related to the financial advisor. and/or underwriters	320.0	310.6	9.4	160.0	169.4	By 2023
2.	To use as working capital for business operations	370.0	60.5	309.5	- 160.0	149.5	By 2023
3.	To be used for investing in factory expansion projects and investing in additional machinery.	95.1	43.5	51.6	-	51.6	By 2023
	Total	785.1	414.6	370.5	0.00	370.5	

<u>Amended to</u> The purpose of utilizing the capital no. 1, to repay loan debts from financial institutions that are not related to the financial advisor. and/or underwriters in the amount of 480 million baht, which can be summarized as follows:

#### **Board's Opinion**

The Board of Director deemed it appropriate to propose to the general meeting of shareholders to acknowledge the amendment in the purpose of utilizing the capital increased received from the initial public offering of ordinary issued shares (IPO)

#### **Resolution**

Notice to acknowledge, there is no resolution for this agenda.

#### Agenda 10 Other business (if any)

Please be invited to attend the meeting via the electronic media (e-Meeting) on the date, time and venue as specified on 29 March 2024 which is the date of the 2024 Annual General Meeting of Shareholders.

If <u>unable</u> to attend the 2024 Annual General Meeting of Shareholders via the electronic media (e-Meeting), you may appoint an independent director to attend and vote at the AGM on your behalf by sending a complete proxy form together with supporting documents according to the Enclosure 6 to "Company Secretary Office" Polynet Public Company Limited No. 888 Moo 11 Bangsaothong Sub-District Bangsaothong District, Samut Prakan Province 10570 within 22 March 2024

The Company provided an opportunity for minor shareholders to exercise their rights to propose the meeting agendas in advance to comply with Good Corporate Governance, which could propose the agenda of the 2024 Annual General Meeting of Shareholders between 5 October 2023 to 5 January 2024. Whereby, the Company had published the rules and regulations on the Company's website as well as notified the news through the Stock Exchange of Thailand. However, there was no shareholder proposing any meeting agenda.

In addition, the Company would like to invite the shareholders to submit questions related to the agenda in advance by sending inquiries with names/shareholder registration numbers/telephone numbers and others (if any) which can be contacted to E-mail : secretary@polynet.co.th or registered mail to "Company Secretary Office" Polynet Public Company Limited No. 888 Moo 11 Bangsaothong Sub-District Bangsaothong District, Samut Prakan Province 10570 within 22 March 2024

The Company has fixed 8 March 2024 as the record date for determining the names of shareholders entitled to attend the 2024 Annual General Meeting. (Record Date)

Yours faithfully, Polynet Public Company Limited

(Mrs. Kanchana Laowrattana) Chief Executive Officer

#### **Enclosure 1**

#### Minutes of the 2023 Annual General Meeting of Shareholders

of

#### Polynet Public Company Limited

#### Time and Place:

The Meeting was held on April 20, 2023, at 13:30 a.m. via electronic means by broadcasting from the meeting room of Polynet Public Company Limited, No. 888 Moo 11, Bang Sao Thong Sub-district, Bang Sao Thong District, Samut Prakan Province., Mr. Chaiyaporn Nitaswarakul the Chairman of the Board served as the Chairman of the Meeting (the "Chairman").

The Company arranged for the recording of the meeting in the form of video media in order to use it in recording the minutes of the meeting and publicizing the shareholders' meeting through electronic and print media, photos, and animations of the shareholders' meeting. The pictures of shareholders who attended the meeting may appear together with the name of the shareholder, which may be specified for the purposes of the shareholders' meeting.

Before the meeting commenced, Miss Chayaporn Charoenwong, the moderator of this meeting, informed that the Meeting that 33 shareholders were attending the Meeting in person representing 224,197,001 shares, and 8 shareholders by proxy representing 143,943,100 shares, totaling 41 shareholders. The total number of shares was 368,140,101 shares from the total number of shares of the Company 450,000,000 shares or representing the number of shares attending the Meeting equal to 81.8089 percent, which exceeded one-thirds of the total number of shares, thereby constituting a quorum according to the Company's Articles of Association.

The Chairman opened the 2023 Annual General Meeting of Shareholders and assigned Miss Chayaporn Charoenwong to introduce the directors, executives, auditors, and legal consultant as follows:

**Directors present at the Meeting** (there were seven directors in total, representing 100% of the total number of directors).

1.	Mr. Chaiyaporn Nitaswarakul	Chairman of the Board of Directors/ Independent
		Director, and Chairman of the Audit Committee
2.	Mrs. Kanchana Laowrattana	Director/ Chairman of the Executive Committee, and
		Chief Executive Officer
3.	Mr. Srichai Laowrattana	Director/Member of the Executive Committee, and
		Deputy Marketing Manager

4.	Mr. Therdsak Chalermwattananon	Director/Member of the Executive Committee, and
		Deputy Managing Director
5.	Ms. Noppamas Fahchusawad	Director/Member of the Executive Committee, and
		Deputy Operations Manager
6.	Ms. Tyawadee Ngamwongwan	Director/Independent Director, and Audit Committee
7.	Ms. Khemika Thiwong	Director/Independent Director, and Audit Committee
Other Atte	ndees:	
1.	Mr. Chanawut Kanaprasertkul	Deputy Managing Director of Accounting and Finance
2.	Miss Sakuna Yamsakul	Auditor from PricewaterhouseCoopers ABAS Limited
		who attended the meeting through E-AGM system
3.	Ms. Manunya Thitinantawan	The Legal Consultant from CMT Counsellor Co., Ltd
4.	Ms. Namthip Amornwilas	The representative from the Stock Exchange of Thailand
		who participated in observation through the E-AGM
		system.

Ms. Manunya Thitinantawan the Legal Consultant, was responsible for overseeing the Shareholder's Meeting to be in compliance with laws, the Company's Articles of Association, and being the audit in the vote-counting procedures throughout the Meeting today.

Before the Meeting commenced, Miss Chayaporn Charoenwong explained how to conduct the Meeting in accordance with the Articles of Association, thereby, the method of voting and counting of votes for each agenda item as follows:

1. The Meeting would consider the matters in the agenda order respectively as provided in the meeting invitation. The information shall be presented in each agenda item. The shareholders shall be allowed to ask questions and then resolve the resolution afterward. If the shareholders or proxy wish to inquire or express an opinion, they are able to ask questions through the Inquiry Form menu in the IR PLUS AGM application. The Company asked for cooperation to submit inquiries only during the allowed time and requested the shareholders to submit questions relating to such agenda. The Company would bring questions to answer according to the agenda. As for questions that are not related to any agenda, the Company would answer in other matters.

2. After the end of questioning in each agenda, the Company would open to vote. The shareholders could vote by going to the Agenda menu of the IR PLUS AGM application.

The shareholders who disagree or abstain please select "Disagree" or "Abstain" and confirm the vote by Pin Code. The shareholders who agree could confirm Pin Code without selecting it again. The details of the voting method are as specified in the manual sent to the shareholders with the meeting invitation.

3. The shareholders were able to change their votes at any time until there was a notification of the closure of voting in the system for collecting votes. Once the voting was closed, the shareholders could not return to vote on that agenda.

4. Every shareholder had one vote per share. Any shareholder who had a particular interest in any agenda would not have the right to vote on that agenda.

5. Vote Counting

Agenda 2 were for acknowledgment. Therefore, no voting was required.

Agenda 1, 3, 4, 5, and 7 required the majority votes of the shareholders in attendance and exercise their votes.

Agenda 6 had to be approved by a vote of not less than two-thirds of the total number of votes of shareholders who attend the meeting.

Agenda 8 had to be approved by a vote of not less than three-fourths of the total number of votes of shareholders who attend the meeting and have the right to vote.

The Company would deduct the disapproving and abstaining votes from the total number of votes in the meeting. The remaining would be considered approved votes for the particular agenda. If no one objected or offered a different opinion, it shall be deemed that the Meeting had resolved or approved the agenda unanimously.

For shareholders who granted proxies and voted in the proxy form, the Company has already recorded such votes as specified by the shareholders in the proxy form.

#### Agenda 1 To consider and certify the minutes of Annual General Meeting of Shareholders No.1/2022

Miss Chayaporn Charoenwong reported that the Company arranged the Annual General Meeting of Shareholders no.1/2022 of the Company held on March 15, 2022, with the copy of the minutes was recorded in accordance with the shareholders' resolution.

The Company allowed the shareholders to inquire about details and offer additional comments. It appeared that no one made any inquiries or comments.

The Company then proposed the Meeting to consider and certify the minutes of Annual General Meeting of Shareholders No.1/2022, March 15, 2022. Details were specified in the copy of the minutes, which were sent with the invitation of the meeting to the shareholders (Enclosure No.1).

**Resolution** The Meeting considered and unanimously approved to certify the minutes of Annual General Meeting of Shareholders No.1/2022, March 15, 2022 with the following votes:

Voting	Number of Votes	Percentage of shareholders'
	(1 share = 1 vote)	shares in attendance and
		exercise their votes
1. Approved	368,140,201	100
2. Disapproved	0	0
3. Abstained	0	

# Agenda 2 To consider and acknowledge the Company's operating result for the fiscal year of 2022, ended on <u>31 December 2022</u>

The Chairman assigned Mrs. Kanchana Laowrattana, Chairman of the Executive Committee, to report to the Meeting on the operating results for the year 2022 ended on 31 December 2022.

Mrs. Kanchana Laowrattana presented the details of the Company's operating results as of 31 December 2022, to the Meeting for acknowledgment as follows:

The Company offered 120 million ordinary shares for the initial public offering (IPO) on November 16, 2022, at a price of 6.80 Baht per share, receiving money from the capital increase of approximately 785 million Baht. This was used as working capital in the business in the amount of 310 million Baht, for repayment of loans from financial institutions that are not related to financial advisors and/or sales managers and distribution guarantee in the amount of 311 million Baht, and for investment in the factory expansion project and additional investment in machinery in the amount of 52 million Baht. Currently, the Company produces manufacture and sale of molded rubber, plastic, and silicone products, which can be divided by industry as follows:

- 1. Automotive parts industry such as air rubber hose, dustproof rubber, anti-vibration rubber, antishock rubber, electrical conduit, glass edge rubber, etc.
- Medical tools and equipment industry such as silicone sheaths, silicone valves, silicone tubes, ventilator hoses, nasal inhalers, sperm carriers, oxygen masks, sanitary cups, as well as medical equipment parts for surgery, etc.
- 3. Consumer products industry such as silicone food bags, rubber seal packaging, and electrical appliance components such as silicone cap heaters, steam vent plugs of rice cookers, etc.

The Company has grown continuously; in 2021, the revenue was 786 million Baht. In 2022, revenue increased by 1,080 million Baht. The Company has a policy against corruption and has announced the policy in this regard to employees for acknowledgment and urged the heads of all units to notify their subordinates to strictly follow. At the same time, the Company is studying to become a member of the Private Sector Collective Action Coalition Against Corruption (CAC).

The Company allowed the shareholders to inquire about details and offer additional comments. It appeared that no one made any inquiries or comments.

The Company then proposed the Meeting to consider and acknowledge the Company's operating result for the fiscal year of 2022, which ended on 31 December 2022 as proposed.

As it is an agenda for acknowledgment; therefore, there was no voting for this agenda.

**Resolution** The Meeting acknowledged the Company's operating result for the fiscal year of 2022, ended on 31 December 2022 as proposed.

# Agenda 3 To consider and approve the Company's financial statements for the fiscal year of 2022, ended on 31 December 2022

The Chairman assigned Mr. Chanawut Kanaprasertkul, Deputy Managing Director of Accounting and Finance, to report to the Meeting.

Mr. Chanawut Kanaprasertkul reported thatthe Company's financial statements for the fiscal year on 31 December 2022, which were audited by the Company's certified auditor and verified by the Audit Committee. The details were specified in the copy of the financial statements which were sent with the notice of the meeting to the shareholders (Enclosure No. 2) that had a significant matter as follows:

Unit: million Baht

Current assets	706.8
Total assets	1,692.9
Current liabilities	252.2
Total liabilities	489.6
Total revenue	1,082.3
Equity Attributable to equity holders of	1,203.3
parent	
Net profit	161. 7
Earnings Per Share (Baht)	0.47

The Company allowed the shareholders to inquire about details and offer additional comments. It appeared that no one made any inquiries or comments.

The Company then proposed the Meeting to consider and approve the Company's financial statements for the fiscal year of 2022, ended on 31 December 2022 as proposed.

**Resolution** The Meeting considered and unanimously approved the Company's financial statements for the fiscal year of 2022, ended on 31 December 2022 with the following votes:

Voting	Number of Votes (1 share = 1 vote)	Percentage of shareholders' shares in attendance and exercise their votes
1. Approved	368,140,201	100
2. Disapproved	0	0
3. Abstained	0	

#### Agenda 4 <u>To consider and approve the appropriation of profit as legal reserve and dividend payment in respect</u> of the Company's operating results ended as of 31 December 2022

The Chairman assigned Mr. Chanawut Kanaprasertkul, Deputy Managing Director of Accounting and Finance, to report to the Meeting.

Mr. Chanawut Kanaprasertkul reported that the Company has the policy to pay dividends at a rate of not less than 40% of the net profit from the separate financial statements of the Company after income tax, legal reserves, and the Company's Articles of Association. Nevertheless, the Company may consider paying dividends differently from the policy set, depending on the operating results, investment plans as needed, financial position, liquidity, business expansion plan, and other suitability, including the management of the Company in the future.

In respect of the Company's operating results ended as of 31 December 2022 according to the audited separate financial statements for the fiscal year ended 31 December 2022, the Company had a net profit for the 2022 Company's operating results of 161,681,870 Baht.

The Board of Directors deemed it appropriate to propose to the shareholders meeting to consider and approve the appropriation of profit from the financial results ended December 31, 2022 as legal reserves amount of 2,200,000 Baht and the payment of the dividend for the shareholders at the rate of Baht 0.08 per share for 450,000,000 shares, totaling 36,000,000 Baht by fixing the record date to determine the list of shareholders entitled to receive dividends on 28 April 2023 (Record Date) and the dividend shall be paid within 19 May 2023. In this regard, during the year 2022, the Company has paid 3 times of interim dividends as follows:

1) 0.138 Baht per share for 330,000,000 shares, par value 1 Baht per share The total amount is 45,540,000 Baht (Forty-Five Million, Five Hundred and Forty Thousand Baht) and already paid to shareholders on 23 June 2022 (before listing on the Stock Exchange of Thailand)

2) 0.08 Baht per share for 330,000,000 shares, par value 1 Baht per share The total amount is 26,400,000 Baht (Twenty-Six Million Four Hundred Thousand Baht) and already paid to shareholders on 31 August 2022.

3) 0.08 Baht per share for 450,000,000 shares, par value 1 Baht per The total amount is 36,000,000 Baht (Thirty-Six Million Baht) and already paid to shareholders on 13 December 2022.

Therefore, the total amount of dividend of the year 2022 before listing on the stock exchange was 0.218 Baht per share, for 330,000,000 shares or 71,940,000 Baht (Seventy-One Million Nine Hundred and Forty Thousand Baht), and total dividends in 2022 after being listed on the Stock Exchange Total is equal to 0.16 Baht per share for 450,000,000 shares or 72,000,000 Baht (Seventy-Two Million Baht) including dividends throughout the year 2022, both before the IPO and after listing on the SET. Total amount 143,940,000 Baht (One Hundred Forty-Three Million Nine Hundred and Forty Thousand Baht).

The Company allowed the shareholders to inquire about details and offer additional comments. It appeared that no one made any inquiries or comments.

The Company then proposed the Meeting to consider and approve the appropriation of profit as legal reserve and dividend payment in respect of the Company's operating results ended as of 31 December 2022 as proposed.

**Resolution** The Meeting considered and unanimously approved the appropriation of profit as legal reserve in total amount of 2,200,000 Baht and dividend payment in respect of the Company's operating results ended as of 31 December 2022 in total amount of 36,000,000 as proposed accordingly, with the following votes:

Voting	Number of Votes (1 share = 1 vote)	Percentage of shareholders' shares in attendance and
		exercise their votes
1. Approved	368,140,201	100
2. Disapproved	0	0
3. Abstained	0	

#### Agenda 5 To consider and approve the appointment of directors replacing those retire by rotation

Miss Chayaporn Charoenwong reported that regarding section 71 of the Public Limited Companies Act B.E. 2535 (1992) and the Company's Article of Association clause 17, at least one-thirds of the directors must vacate their office by rotation at each annual general meeting of shareholders. The directors who occupy the position for the longest period must retire. The 2023 Annual General Meeting of shareholders is the first meeting after the Company converted into a public limited company. The directors who shall retire by drawing lots are as follows:

1. Miss Tyawadee Ngamwongwan Independent Director

2. Miss Khemika Thiwong Independent Director

#### 3. Miss Noppamas Fahchusawad Director

Criteria for selecting persons to be appointed as directors of the Company has not been considered by the Nomination and Remuneration Committee since the Company has not yet appointed the Nomination and Remuneration Committee but it was considered jointly by the Board of Directors of the Company and presented the appropriate person to the meeting. Shareholders consider by considering the structure of the board of directors and the qualifications of directors individually. The Board of Directors deems that the directors' qualifications are in accordance with the Public Limited Companies Act and Securities and Exchange Act and other related laws (if any) Being appropriate in terms of qualifications, knowledge, ability, experience suitable for the business of the Company and performance as a director of the Company has been beneficial to the company. The three directors have no prohibited characteristics and do not engage or hold shares in any business that is in competition with the Puson nominated as an independent director will be able to give independent opinions on the Company's operations. and possess qualifications in accordance with the laws related to the requirements relating to independent directors.

The Board of Directors excluding interested directors has carefully considered already. It was deemed appropriate to propose to the shareholders' meeting to consider and approve the appointment of three directors who are retiring by rotation to be re-appointed for another term.

The Company allowed the shareholders to inquire about details and offer additional comments. It appeared that no one made any inquiries or comments.

The Company then proposed the Meeting to consider and approve the appointment of three directors replacing those retire by rotation to be re-appointed for another term as proposed.

<u>Resolution</u> The Meeting considered and unanimously approved the appointment of the aforementioned directors replacing those retire by rotation to be re-appointed for another term with the following votes:

Voting	Number of Votes (1 share = 1 vote)	Percentage of shareholders' shares in attendance and
		exercise their votes
1. Approved	368,140,201	100
2. Disapproved	0	0
3. Abstained	0	

1. Miss Tyawadee Ngamwongwan

2. Miss Khemika Thiwong

Voting	Number of Votes (1 share = 1 vote)	Percentage of shareholders' shares in attendance and exercise their votes
1. Approved	368,140,201	100
2. Disapproved	0	0
3. Abstained	0	

3. Miss Noppamas Fahchusawad

Voting	Number of Votes (1 share = 1 vote)	Percentage of shareholders' shares in attendance and exercise their votes
1. Approved	368,140,201	100
2. Disapproved	0	0
3. Abstained	0	

Agenda 6 <u>To consider and approve the determination of the director's remuneration and subcommittees'</u> remuneration for the year 2023

Miss Chayaporn Charoenwong reported that the Board of Directors has considered the determination of the director's remuneration for 2023 based on the responsibility and performance of the Board as well as the comparative data refer to other companies in the same industry with similar sizes and characteristics of the business, including the Directors' Compensation Survey by the Thai Institute of Directors Association (IOD), The Board of Directors deemed it to propose to the Meeting of Shareholders to consider and approve the Directors' remuneration for the year 2023 in the form of meeting allowance and monthly compensation. The details are as follows:

			Remuner	ation (Baht)	
Position	Name-Last name	2022		2023 (proposed year)	
		Meeting allowance/time	Monthly	Meeting allowance/time	Monthly
1.Board of the dire	ectors				
Chairman of the Board	Khun Chaiyaporn Nitaswarakul	12,000	-	10,000	20,000
Directors	Khun Kanchana Laowrattana	-	-	-	-
Directors	Khun Srichai Laowrattana	-	-	-	-
Directors	Khun Therdsak Chalermwattananon	-	-	-	-
Directors	Khun Noppamas Fahchusawad	-	-	-	-
Directors	Khun Tyawadee Ngamwongwan	8,000		6,000	
Directors	Khun Khemika Thiwong	8,000		6,000	

		Remuneration (Baht)			
Position	Name-Last name	2022		2023 (proposed year)	
		Meeting allowance/time	Monthly	Meeting allowance/time	Monthly
2. Audit Committe	ee				
Chairman of the Audit Committee	Khun Chaiyaporn Nitaswarakul	12,000	-	10,000	-
Member of the Audit Committee	Khun Tyawadee Ngamwongwan	8,000	-	6,000	-
Member of the Audit Committee	Khun Khemika Thiwong	8,000	-	6,000	-

The Company allowed the shareholders to inquire about details and offer additional comments. It appeared that no one made any inquiries or comments.

The Company then proposed the Meeting to consider and approve the determination of the director's remuneration and subcommittees' remuneration for the year 2023 as proposed.

**<u>Resolution</u>** The Meeting considered and unanimously approved the determination of the director's remuneration and subcommittees' remuneration for the year 2023 with the following votes:

Voting	Number of Votes	Percentage of total shares of
	(1 share = 1 vote)	the shareholders who attend
		the meeting
1. Approved	368,140,201	100
2. Disapproved	0	0
3. Abstained	0	0

# Agenda 7 To consider and approve the appointment of the Company's auditor, and their remuneration for the year 2023

The Chairman reported that The Audit Committee has considered the qualification of the Company's auditor based on the independence of auditors and their remuneration. Therefore, deemed it to propose the appointment of the Company's auditor and determination of their remuneration for the year 2023 as follows:

 Approved appointing auditors from PricewaterhouseCoopers ABAS Ltd. ("PWC") as the Company's auditor for the year 2023 which this year is the 6 year of auditor performance. The list of auditors is as follows:

Miss Sakuna Yamsakul Certified Public Accountant No. 4906 or

Mr. Paiboon Tunkoon Certified Public Accountant No. 4298 or

#### Miss Sinsiri Thangsombat Certified Public Accountant No. 7352

Any one of the auditors was responsible for auditing and expressing an opinion on the Company's financial statements. If the above auditors were unable to perform their duties, PricewaterhouseCoopers ABAS Ltd. ("PWC") would procure other PricewaterhouseCoopers ABAS Ltd. ("PWC") auditors to act on their behalf.

#### 2. The auditors' remuneration

The determination of the audit fee for the year 2023 is not exceeding 3,300,000 Baht excluding other expenses such as photocopying fees, and traveling expenses, which was according to general practice.

The Company allowed the shareholders to inquire about details and offer additional comments. It appeared that no one made any inquiries or comments.

The Company then proposed the Meeting to consider and approve the appointment of the Company's auditor, and their remuneration for the year 2023 as proposed.

**<u>Resolution</u>** The Meeting considered and unanimously approved the appointment of the Company's auditor, and their remuneration for the year 2023 with the following votes:

Voting	Number of Votes (1 share = 1 vote)	Percentage of shareholders' shares in attendance and
		exercise their votes
1. Approved	368,140,201	100
2. Disapproved	0	0
3. Abstained	0	

#### Agenda 8 To consider and approve the amendment to the Company's Articles of Association

Miss Chayaporn Charoenwong reported that in accordance with the amendment to the Public Limited Companies Act B.E. 2565, regarding the calling for the board of directors meeting by directors and the period of sending notice of the board of directors' meeting and sending of letters, documents, or meeting notices, the publication, and the appointment of a proxy by electronic means, it shall be deemed appropriate to amend the Articles of Association of the Company as to be aligned with the Public Limited Companies Act B.E. 2565 (as amended).

The Board of Directors deemed it appropriate to propose the shareholders' meeting to consider and approve the amendment to Clause 16, 25, 31, 34, 35, 39, 47, and to add Clause 50 to the Articles of Association in accordance with the amended Public Limited Companies Act. The details appeared in the notice of the meeting that had already been delivered to the shareholders as follows:

Article	Existing Article	Proposing to be amended Article
16	A meeting of shareholders shall elect the	A meeting of shareholders shall elect
	directors in accordance with the following	the directors by using a majority vote of the
	criteria and methods:	shareholders who attend the meeting and
	(1) One shareholder has a vote equal to one	have the right to vote in accordance with
	(1) share per one (1) vote.	the following criteria and methods:
	(2) Each shareholder may use all of his or	(1) One shareholder has a vote equal to
	her votes under (1) to elect one or more	one (1) share per one (1) vote.
	directors; however, the votes cannot be	(2) Each shareholder may use all of his or
	divided among anyone in any amount.	her votes under (1) to elect one or more
	(3) The Person who receives the highest	directors; however, the votes cannot be
	number of votes in descending order shall	divided among anyone in any amount.
	be elected as a director equal to the	(3) The Person who receives the highest
	number of directors that shall have or elect	number of votes in descending order shall
	at that time. In the event that the person	be elected as a director equal to the
	elected in descending order has equal	number of directors that shall have or elect
	votes, which would exceed the number of	at that time. In the event that the person
	directors that shall have or elect at that time,	elected in descending order has equal
	the chairman shall have a casting vote.	votes, which would exceed the number of
		directors that shall have or elect at that
		time, the chairman shall have a casting
		vote.
25	To call a meeting of the board of	To call a meeting of the board of
	directors, the chairman or his assignee	directors, the chairman or his assignee
	must send a notice of the board of directors'	must send a notice of the board of
	meeting to all directors seven (7) days or	directors' meeting to all directors three (3)
	more before the meeting date, except that	days or more before the meeting date,
	in case of an emergency to preserve the	except that in case of an emergency to
	rights or benefits of the Company, a	preserve the rights or benefits of the
	meeting may be called by any other method	Company, a meeting may be called by
	and the meeting date may be fixed sooner.	electronics or any other method and the
		meeting date may be fixed sooner.
31	The board of directors shall arrange a	The board of directors shall arrange a
	meeting of shareholders called a "general	meeting of shareholders called a "general

	Article	Existing Article	Proposing to be amended Article
		meeting," within four months after the end of	meeting," within four months after the end
the company's accounting period.		the company's accounting period.	of the company's accounting period.
		Any other meeting of shareholders is	Any other meeting of shareholders is

called an "extraordinary general meeting." The board of directors may call an extraordinary general meeting at any time whenever it thinks fit.

One or many shareholders holding in aggregate 10 percent or more of the total issued shares may submit a written request to the board of directors to call an extraordinary general meeting. The request must clearly specify the purpose of such a meeting. The board of directors must call a meeting of shareholders to take place within forty-five (45) days from the date of receipt of that request from the shareholders.

In the event that the board of directors fails to call the meeting within the duration according to paragraph three, shareholders who jointly submitted the request or other shareholders holding in aggregate of the shares in accordance to the aforesaid may call the meeting by themselves within 45 days of the expiration of the period provided according to paragraph three. This shall be deemed as the meeting which is called by the board of directors. The Company shall be responsible for necessary expenses incurred in arranging the meeting and shall be providing reasonable facilitation.

If the number of shareholders attending the meeting is insufficient to constitute a Any other meeting of shareholders is called an "extraordinary general meeting." The board of directors may call an extraordinary general meeting at any time whenever it thinks fit.

One or many shareholders holding in aggregate 10 percent or more of the total issued shares may submit a written request to the board of directors to call an extraordinary general meeting. The request must clearly specify the purpose of such a meeting. The board of directors must call a meeting of shareholders to take place within forty-five (45) days from the date of receipt of that request from the shareholders.

In the event that the board of directors fails to call the meeting within the duration according to paragraph three shareholders who jointly submitted the request or other shareholders holding in aggregate of the shares in accordance to the aforesaid may call the meeting by themselves within 45 days of the expiration of the period provided according to paragraph three. This shall be deemed as the meeting which is called by the board of directors. The Company shall be responsible for necessary expenses incurred in arranging the meeting and shall be providing reasonable facilitation.

Article	Existing Article	Proposing to be amended Article
	quorum as required by Article 32 in this Articles of Association. The shareholders according to paragraph four will be jointly liable to the company for the expenses incurred in arranging the meeting.	If the number of shareholders attending the meeting is insufficient to constitute a quorum as required by Article 32 in this Articles of Association. The shareholders according to paragraph four will be jointly liable to the company for the expenses incurred in arranging the meeting. In the event that the extraordinary general meeting is called by the shareholders, such shareholders may send the notice of the extraordinary general meeting via electronic means to the shareholders who express their intention or consent to receive such notice via electronic means, the aforesaid process shall be in accordance to criteria and method prescribed by the Public
34	To call a meeting of shareholders, the board of directors must prepare a notice indicating the place, date, time, agenda, and matters to be proposed at the meeting, together with any other appropriate details, by specifying clearly that it is a matter to be proposed for acknowledgment, approval, or consideration, as the case may be, including the board of directors' opinion on those matters. Additionally, the notice must be sent to the shareholders and the Public Companies Registrar seven (7) days or more before the meeting date. The notice must also be published in a newspaper for three (3) days consecutively and at least 3 days prior to the meeting date.	Company Limited Registrar. To call a meeting of shareholders, the board of directors must prepare a notice indicating the place, date, time, agenda, and matters to be proposed at the meeting, together with any other appropriate details, by specifying clearly that it is a matter to be proposed for acknowledgment, approval, or consideration, as the case may be, including the board of directors' opinion on those matters. Additionally, the notice must be sent to the shareholders and the Public Companies Registrar seven (7) days or more before the meeting date. The notice must also be published in a newspaper or by electronic means , according to the rules and methods prescribed by law.

#### Existing Article

Article

35

#### Proposing to be amended Article

The chairman is responsible for controlling the meeting in accordance with the Articles of Association regarding the meeting. This must proceed according to the agenda specified in the notice of the meeting, unless the meeting may vary the sequence of the agenda if approved by a resolution passed by two-thirds (2/3) or more of the votes cast by the shareholders attending the meeting.

After the meeting of shareholders completes its consideration of the agenda according to paragraph one, the shareholders holding in aggregate onethird (1/3) or more of the total issued shares may request the meeting to consider any matters in addition to the agenda prescribed in the notice of the meeting.

If the meeting of shareholders is unable to complete its consideration of the agenda according to paragraph one or if additional matters raised by the shareholders are not complete according to paragraph two, as the case may be, and it is necessary to adjourn the meeting, then the meeting must fix the place, date, and time of the adjourned meeting. The Board of Directors must send a notice of the meeting, specifying the place, date, time, and agenda, to shareholders seven (7) days or more before the meeting date. The notice of the meeting shall be published in a The chairman is responsible for controlling the meeting in accordance with the Articles of Association regarding the meeting. This must proceed according to the agenda specified in the notice of the meeting, unless the meeting may vary the sequence of the agenda if approved by a resolution passed by two-thirds (2/3) or more of the votes cast by the shareholders attending the meeting.

After the meeting of shareholders completes its consideration of the agenda according to paragraph one, the shareholders holding in aggregate onethird (1/3) or more of the total issued shares may request the meeting to consider any matters in addition to the agenda prescribed in the notice of the meeting.

If the meeting of shareholders is unable to complete its consideration of the agenda according to paragraph one or if additional matters raised by the shareholders are not complete according to paragraph two, as the case may be, and it is necessary to adjourn the meeting, then the meeting must fix the place, date, and time of the adjourned meeting. The Board of Directors must send a notice of the meeting, specifying the place, date, time, and agenda, to shareholders seven (7) days or more before the meeting date. The notice of the meeting shall be published in a newspaper or by electronic means, in

Article	Existing Article	Proposing to be amended Article
	newspaper at least three days prior to the	accordance with the procedures
	meeting date.	prescribed by the provisions of law .
39	The board of directors' meeting or the	The board of directors' meeting or the
	shareholders' meeting may be scheduled	shareholders' meeting may be scheduled
	by the company via electronic means in	by the company via electronic means in
	accordance with the rules and methods	accordance with the rules and methods
	prescribed by law, including the standard	prescribed by law, including the standard
	information security requirements set forth	information security requirements set forth
	by law.	by law; however, if any meeting is via
		electronic means, the Company may send
		meeting notices and meeting documents
		to directors and/or shareholders which can
		also be done by electronic mail. They must
		be delivered within the duration required
		by law. Additionally, copies of the meeting
		notices and meeting documents will be
		kept as evidence, which may also be
		stored in electronic form.
47	Other than the profit, the dividend from	Other than the profit, the dividend from
	other types of money must not be paid. In	other types of money must not be paid. In
	case the company has accumulated losses,	case the company has accumulated
	It is forbidden to pay dividends.	losses, It is forbidden to pay dividends.
	Dividends shall be divided according	Dividends shall be divided according to
	to the number of shares and the payment	the number of shares and the payment per
	per share shall be in equal unless the	share shall be in equal unless the company
	company issues preferred shares and	issues preferred shares and requires that
	requires that preferred shares shall receive	preferred shares shall receive dividends
	dividends differently, the allocation of	differently, the allocation of dividends shall
	dividends shall be in accordance to such	be in accordance to such prescribed. The
	prescribed.The dividend payment must be	dividend payment must be approved by
	approved by the shareholders' meeting.	the shareholders' meeting.
	The Board of Directors may	The Board of Directors may
	occasionally pay interim dividends to	occasionally pay interim dividends to

Article	Existing Article	Proposing to be amended Article
	shareholders when the company has	shareholders when the company has
	enough profits to do so, and when the	enough profits to do so, and when the
	interim dividend has been paid, they shall	interim dividend has been paid, they shall
	report to the shareholders' meeting at the	report to the shareholders' meeting at the
	next meeting.	next meeting.
	Payment of dividends shall be made	Payment of dividends shall be made
	within one month from the date of the	within one month from the date of the
	resolution of the meeting of shareholders or	resolution of the meeting of shareholders or
	of the Board of Directors, as the case may	of the Board of Directors, as the case may
	be, provided that written notice to the	be, provided that written notice to the
	shareholders is given and the notice is	shareholders is given and the notice is
	published and also in newspapers for three	published and also in newspapers or via
	(3) days consecutively.	electronic means, according to the rules
		and methods prescribed by the law.
50	-	In sending any letter or document, the
		Company or its board of directors may
		send it by electronic means to any director,
		shareholder, or creditor of the Company
		who expresses their intention or consents
		to receive such a letter or document by
		electronic means. Such actions must be in
		accordance with the rules and methods
		prescribed by the Public Company
		Registrar.

The Company allowed the shareholders to inquire about details and offer additional comments. It appeared that no one made any inquiries or comments.

The Company then proposed the Meeting to consider and approve the amendment to the Company's Articles of Association as proposed.

**<u>Resolution</u>** The Meeting considered and unanimously approved the amendment to the Company's Articles of Association with the following votes:

Voting	Number of Votes	Percentage of total shares of
	(1 share = 1 vote)	the shareholders who attend
		the meeting and have the right
		to vote
1. Approved	368,140,201	100
2. Disapproved	0	0
3. Abstained	0	0

#### Agenda 9 Other business (if any)

The Chairman informed the Meeting that the agenda had been completed and no shareholders or proxies proposed to consider any other matters. The Chairman then allowed the Meeting to ask questions or make suggestions.

Question 1: Ms. Sureewan Methavantanakorn, a shareholder, had the following questions:

She would like to know the trend of rising wages and electricity costs and how the Company has any policies or strategies to deal with this.

Answer: Mrs. Kanchana Laowrattana, Chairman of the Executive Committee answered the question as follows:

Rising wages are affecting operators everywhere, including the Company, causing them to accept and prepare to deal with it by adding more robots and automation systems into the process in order to reduce production costs

Regarding rising electricity costs, the Company has studied the solar rooftop project with the result that 1 megawatt is capable of producing approximately 100,000 units of electricity per month. The Company has installed solar rooftops at both plants; Factory 1 installed about 1.7 MW, and Factory 2 installed about 700 kW. The cost of electricity increases by 4 Baht per unit.

Electricity FT increased by 1.50 Baht, and the total price per unit increased by 5.50 baht. After installing the solar rooftop, the Company can generate about 240,000 units of electricity by itself, contributing to saving about 1,000,000 Baht per month in electricity costs.

Question 2: Ms. Sureewan Methavantanakorn, a shareholder, had the following questions:

How much can the upcoming solar rooftop installation reduce electricity costs? and when is it likely to be installed?

Answer: Mrs. Kanchana Laowrattana, Chairman of the Executive Committee answered the question as follows:

Currently, installing a solar rooftop is expected to be completed in June or July 2023.

The Chairman inquired whether there were any shareholders wishing to ask questions or give additional opinions. When there were no shareholders who would like to inquire or give any other opinions, he thanked the shareholders. and closed the meeting.

The Meeting was adjourned at 02.54 p.m.

Signed.....Chairman of the Meeting

(Mr. Chaiyaporn Nitaswarakul)

Chairman of the Board

Annual information disclosure form /Annual Report 2023 (Form 56-1 One Report) of the Company together with financial statements for the year 2023 ended December 31, 2023 in QR code format (QR CODE)



Using QR Code for downloading Annual Information Form/Annual Report 2023 (Form 56-1 OneReport) For iOS system (iOS 11 and above) 1. Open the camera (Camera) on the phone. 2. Scan the QR Code 3. The screen will have a message. (Notification) to the top, click on that message to view meeting information. Note: If there is no message (Notification) on mobile phones, shareholders can scan the QR Code from the application. (Application)Other such as QR CODE READER, Facebook and LINE etc. for android system 1. Open the application QR CODE READER, Facebook or LINE. Procedure for scanning QR Code via LINE 1.1 Go to LINE and select add friend (add friends). 1.2 Select QR Code 1.3 Scan QR Code 2. Scan the QR Code to view meeting information.

#### Enclosure 3

#### Profiles of the nominated directors to replace those retired by rotation

Name	Mrs. Kanchana Laowrattana
Age	56
Nationality	Thai
Educational qualification	Bachelor of Accounting, Ramkhamhaeng University
Director Accreditation Program	DAP 147/2018
Work Experience	2018 – Present Polynet Public Co., Ltd. / Manufacturer and distributor of molded rubber, plastic and silicone 1994 – 2016 Chemoplast Co., Ltd. / Sale and import of chemical products 1994 – 2017 Hi-Tech Elastomer Co., Ltd. / Manufacture, sell, import and export rubber and chemical products 1994 – 2017 Thai Chuan Rubber Co., Ltd. / Rubber Rice Mill
Current job position	Chief Executive Officer
In any listed companies	None
In any non-listed companies	None
In any companies which may result in a conflict of interest with the Company	None
Nature of nominated directorship	Director
Term of office	6 Year
Shareholding in the Company	Ordinary Share 121,772,000 shares, accounted for 27.0604% of the total issued shares of the Company

Direct and indirect interests in the Company or in the relevant Subsidiaries	None
Family relationship with the Company or major Shareholders of the Company	None
Relationship with the Company/ Subsidiaries/Associated companies or legal entities that may have Conflict at present or during 2 years ago	None
Directors involved in the Management employees, employees or consultants receive a regular salary	None
Professional such as auditor or legal adviser	None
Business relationship which is considered material and may have effect to performance on independent duty	None
Historical records or meeting	4 Board of Directors meetings out of 4 total meetings
attendance in 2023	12 executive committee meetings out of 12 total meetings

(This candidate is not a director or executive in any company which may result in a conflict of interest with the Company)

#### Profiles of the nominated directors to replace those retired by rotation

Name	Mr. Therdsak Chalermwattananon
Age	36
Nationality	Thai
Educational qualification	Bachelor of Mechanical Engineering, King
	Mongkut's University of Technology North
	Bangkok
Director Accreditation Program	DAP 147/2018
Work Experience	2017 – Present Polynet Public Co., Ltd. /
	Manufacturer and distributor of molded rubber,
	plastic and silicone
	2014 – 2016 Polynet Public Co., Ltd. / Manufacturer
	and distributor of rubber, plastic and molded silicone

Current job position	Chief product officer
In any listed companies	None
In any non-listed companies	None
In any companies which may result in a conflict of interest with the Company	None
Nature of nominated directorship	Director
Term of office	6 Year
Shareholding in the Company	Ordinary Share 3,202,000 shares, accounted for 0.7116% of the total issued shares of the Company
Direct and indirect interests in the Company or in the relevant Subsidiaries	None
Family relationship with the Company or major Shareholders of the Company	None

Relationship with the Company/ Subsidiaries/Associated companies or legal entities that may have Conflict at present or during 2 years ago	None
Directors involved in the Management employees, employees or consultants receive a regular salary	None
Professional such as auditor or legal adviser	None
Business relationship which is considered material and may have effect to performance on independent duty	None
Historical records or meeting attendance in 2023	4 Board of Directors meetings out of 4 total meetings 12 executive committee meetings out of 12 total meetings

(This candidate is not a director or executive in any company which may result in a conflict of interest with the Company)

#### **Definition of an Independent Director**

The Company's definition of an independent director meets the minimum requirements of the SEC or the SET regarding shareholding in the Company, the requirement of no employment as the Company's employee, member of staff, salaried advisor or controlling person, and the requirement relating to the absence of a business relationship.

1. holding shares not exceeding one per cent of the total number of shares with voting rights of the company, its parent company, subsidiary company, associate company, major shareholder or controlling person, including shares held by related persons of such independent director;

2. neither being nor used to be an executive director, employee, staff, advisor who receives salary, or controlling person of the company, its parent company, subsidiary company, associate company, same-level subsidiary company, major shareholder or controlling person, unless the foregoing status has ended not less than two years. Such prohibited characteristic shall not include the case where the independent director used to be a government official or advisor of a government unit which is a major shareholder or controlling person of the company;

3. not being a person related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of child, executive, major shareholder, controlling person, or person to be nominated as executive or controlling person of the company or its subsidiary company;

4. neither having nor used to have a business relationship with the company, its parent company, subsidiary company, associate company, major shareholder or controlling person, in the manner which may interfere with his independent judgement, and neither being nor used to be a significant shareholder or controlling person of any person having a business relationship with the company, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years.

5. neither being nor used to be an auditor of the company, its parent company, subsidiary company, associate company, major shareholder or controlling person, and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the company, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years;

6. neither being nor used to be a provider of any professional services including those as legal advisor or financial advisor who receives service fees exceeding two million baht per year from the company, its parent company, subsidiary company, associate company, major shareholder or controlling person, and not being a significant shareholder, controlling person or partner of the provider of professional services, unless the foregoing relationship has ended not less than two years;

7. not being a director appointed as representative of directors of the company, major shareholder or shareholder who is related to major shareholder;

8. not undertaking any business in the same nature and in competition to the business of the company or its subsidiary company or not being a significant partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding one per cent of the total number of shares with voting rights of other company which undertakes business in the same nature and in competition to the business of the company or its subsidiary company;

9. not having any other characteristics which cause the inability to express independent opinions with regard to the company's business operations.

#### Enclosure 5

#### Profiles of the Auditor for the year 2024

Name	Miss Sakuna Yamsakul
Position	Audit Partner
Certified Public Accountant No.	4906
Educational qualification	Bachelor's Degree in Accounting (Second Class Honors) Thammasat University
Work Experience	Has been working as a partner for 16 years
Auditing Experience	Working as an auditing at PricewaterhouseCoopers ABAS Ltd. ("PWC") full-time for 32 years
Years of the Company's auditors	6 years
Direct and indirect interests in the Company or in the relevant Subsidiaries	None

#### Enclosure 5

Name	Mr. Paiboon Tunkoon
Position	Audit Partner
Certified Public Accountant No.	4298
Educational qualification	Bachelor of Accounting – Thammasat University
	Master of Business Administration (MBA - Finance) – Chulalongkorn University
Work Experience	Has been working as a partner for 17 years
Auditing Experience	Working as an auditing at PricewaterhouseCoopers ABAS Ltd. ("PWC") full-time for 33 years
Years of the Company's auditors	-
Direct and indirect interests in the	None
Company or in the relevant	
Subsidiaries	

Profiles o	f the A	uditor fo	or the year	r 2024
I I UIIICS U	I the fi		or the year	

Name	Miss Sinsiri Thangsombat
Position	Audit Partner
Certified Public Accountant No.	7352
Educational qualification	Bachelor's Degree in Accounting (First Class Honors) Thammasat University
	Master of Business Administration - Thammasat University
Work Experience	Has been working as a partner for 8 years
Auditing Experience	Working as an auditing at PricewaterhouseCoopers ABAS Ltd. ("PWC") full-time for 25 years
Years of the Company's auditors	-
Direct and indirect interests in the	None
Company or in the relevant	
Subsidiaries	

#### Objectives of the Company proposed for amendment

- Clause 34. To engage in the business of producing, distributing and selling porcelain insulators. electrical transformer and all types of electrical equipment
- Clause 35. To engage in the business of installing, changing, repairing, and maintaining electrical insulators. Electrical transformer Generators, electric motors, machines, tools and all types of electrical equipment systems.
- Clause 36. To engage in the business of designing, consulting and contracting for all types of architecture and engineering.
- Clause 37. To engage in the business service of debt guarantee, liability guarantee and agreement compliance guarantee of other persons, including providing guarantee services for other persons who travel into the country or travel abroad according to immigration law, tax law and other laws
- Clause 38. To proceed with lending money to individuals, and legal entities, with or without collateral, including guarantees of performance of contracts of individuals and legal entities.
- Clause 39. To provide guarantees, receiving pledge mortgages or collateral, to guarantee compliance with the contracts, except for the banking business finance business and credit foncier business without receiving deposits or receiving money from the public and making use of that money.

#### Documents or evidence showing an identity of the shareholder or a representative of the shareholder entitled to attend the meeting

In order for the shareholders' meeting of the Company to be transparent, fair and beneficial to shareholders, the Company considers it appropriate to inspect the documents or evidence showing an identity of the shareholder or a representative of the shareholder entitled to attend the meeting. This will also be applied in the future. However, since some shareholders may not be familiar with this, the Company reserves the right to waive any of these requirements for some of the shareholders on a case by case basis as the Company considers appropriate.

#### 1. Natural person

#### 1.1 Thai nationality

- (a) identification card of the shareholder (personal I.D. or identification card of government officer or identification card of state enterprise officer); or
- (b) in case of proxy, copy of identification card of the shareholder and identification card or passport (in case of a foreigner) of the proxy.

#### **1.2** Non-Thai nationality

- (a) passport of the shareholder; or
- (b) in case of proxy, copy of passport of the shareholder and identification card or passport (in case of a foreigner) of the proxy.

#### 2. Juristic person

#### 2.1 Juristic person registered in Thailand

- (a) corporate affidavit, issued within 6 month by Department of Business Development, Ministry of Commerce; and
- (b) copy of identification card or copy of passport (in case of a foreigner) of the authorized director(s) who sign(s) the proxy form including identification card or passport (in case of a foreigner) of the proxy.

#### 2.2 Juristic person registered outside of Thailand

- (a) corporate affidavit; and
- (b) copy of identification card or copy of passport (in case of a foreigner) of the authorized director(s) who sign(s) the proxy form including identification card or passport (in case of a foreigner) of the proxy.

A copy of the documents must be certified true and correct. In case of any documents or evidence produced or executed outside of Thailand, such documents or evidence should be notarized by a notary public for the period of not more than 12 months before the AGM.

A shareholder or a proxy may register and submit the required documents or evidence for inspection at the meeting from 08.00-10.00 a.m. on 29 March 2024 onwards.

#### <u>Remark</u>

If any shareholder cannot attend the 2024 Annual General Meeting of Shareholders, the shareholder may grant the proxy to independent director of the Company to act as proxy holder to attend and vote on his/her behalf by sending the duly completed proxy form to Polynet Public Company Limited at no. 888 Moo 11, Bang Sao Thong Sub-district, Bang Sao Thong District, Samut Prakan Province 10570 or Email: <a href="mailto:secretary@polynet.co.th">secretary@polynet.co.th</a>

# Articles of Association concerning the Shareholders' Meeting and Voting Procedures <u>Chapter VI Meeting of Shareholders</u>

#### 1. Convening of Meeting

#### Chapter VI Clause 34

To call a meeting of shareholders, the board of directors must prepare a notice indicating the place, date, time, agenda, and matters to be proposed at the meeting, together with any other appropriate details, by specifying clearly that it is a matter to be proposed for acknowledgment, approval, or consideration, as the case may be, including the board of directors' opinion on those matters. Additionally, the notice must be sent to the shareholders and the Public Companies Registrar seven (7) days or more before the meeting date. The notice must also be published in a newspaper or by electronic means, according to the rules and methods prescribed by law.

The notice of the meeting shall be delivered directly to the recipient or his representative or sent by registered mail.

The Board of Directors shall determine any other place in Thailand to be used as a meeting place under paragraph one.

#### 2. Arrangement of meetings via electric media

#### Chapter VI Clause 39

The board of directors' meeting or the shareholders' meeting may be scheduled by the company via electronic means in accordance with the rules and methods prescribed by law, including the standard information security requirements set forth by law; however, if any meeting is via electronic means, the Company may send meeting notices and meeting documents to directors and/or shareholders which can also be done by electronic mail. They must be delivered within the duration required by law. Additionally, copies of the meeting notices and meeting documents will be kept as evidence, which may also be stored in electronic form.

#### 3. Proxy

#### Chapter VI Clause 38

A shareholder may appoint a proxy to attend and vote at a meeting of shareholders on his/her behalf. The instrument appointing a proxy must be made in writing, signed by the shareholder and made in a form prescribed by the Public Companies Registrar. The proxy instrument must be submitted with the Chairman or his/her assignee before the proxy attends the meeting. The proxy form is in accordance with the form prescribed by the Registrar under the law on public limited companies.

In casting a vote, it shall be deemed that the proxy holder has the same number of votes as the total number of votes held by the shareholder as the proxy. Unless the proxy declares to the meeting before voting that he or she will vote on behalf of only some of the proxy holders. by specifying the name of the grantor and the number of shares held by the grantor.

#### 4. Meeting Procedures

#### Chapter VI Clause 35

The chairman is responsible for controlling the meeting in accordance with the Articles of Association regarding the meeting. This must proceed according to the agenda specified in the notice of the meeting, unless the meeting may vary the sequence of the agenda if approved by a resolution passed by two-thirds (2/3) or more of the votes cast by the shareholders attending the meeting.

After the meeting of shareholders completes its consideration of the agenda according to paragraph one, the shareholders holding in aggregate one-third (1/3) or more of the total issued shares may request the meeting to consider any matters in addition to the agenda prescribed in the notice of the meeting.

If the meeting of shareholders is unable to complete its consideration of the agenda according to paragraph one or if additional matters raised by the shareholders are not complete according to paragraph two, as the case may be, and it is necessary to adjourn the meeting, then the meeting must fix the place, date, and time of the adjourned meeting. The Board of Directors must send a notice of the meeting, specifying the place, date, time, and agenda, to shareholders seven (7) days or more before the meeting date. The notice of the meeting shall be published in a newspaper or by electronic means, in accordance with the procedures prescribed by the provisions of law.

#### Chapter VI Clause 33

The Chairman of the board of directors will act as the Chairman of the meeting of shareholders.

If the Chairman is not present or is unable to discharge his/her duties, the Vice-Chairman will serve as the Chairman. If there is no Vice-Chairman or the Vice-Chairman is unable to discharge his/her duties, the shareholders attending the meeting must elect one of them to act as the Chairman.

#### 5. Quorum

#### Chapter VI Clause 32

A quorum of a meeting of shareholders and proxies from shareholders (if any), requires not less than twenty-five (25) shareholders or one-half or more of the total number of shareholders, holdings in aggregate one-third (1/3) or more of the total issued shares. Thus, it shall be a quorum.

If after one (1) hour from the time fixed for a meeting of shareholders a quorum has not been constituted, the meeting which was called at the request of shareholders must be dissolved. If the meeting is called other than at the request of the shareholders, an adjourned meeting must be called and a notice of the meeting must be sent to the shareholders seven (7) days or more before the date of the adjourned meeting. No quorum is required at the adjourned meeting.

#### 6. Voting Procedures

#### Chapter VI Clause 36

In voting at the shareholders' meeting, whether by means of disclosure or secret voting. It shall be deemed that one (1) share has one (1) vote.

Voting shall be done openly. Unless five (5) or more shareholders request it and the meeting resolves to vote secretly, it shall vote secretly. As for the method of secret voting, it shall be as specified by the chairman of the meeting.

Any shareholder has a special interest in any matter. That shareholder has no right to vote on that matter. Except for voting for the election of directors and the resolution of the shareholders' meeting must consist of the following votes:

- (1) In normal cases, a majority vote of the shareholders who attend the meeting and vote will be required. If there are equal votes, the chairman of the meeting shall have an additional vote (1) as a casting vote.
- (2) In the following cases, a vote of not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote is required.
  - (a) a sale or transfer of all or substantial part of the business of the Company to any person;
  - (b) a purchase or acceptance of transfer of business of other public or private companies;

- (c) an entering into, amendment or termination of any agreement concerning a lease out of all or substantial part of the business of the Company or an assignment of the management control of the business of the Company to any person or a merger with any person for the purposes of profit and loss sharing;
- (d) an amendment to the Memorandum or Articles of Association of the Company;
- (e) an increase or reduction of capital;
- (f) an issue of debentures;
- (g) an amalgamation or a dissolution of the Company.
- (h) The merger of the Company with another company.
- (i) Other actions as required by law to receive a vote of not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote.

#### 7. Appointment of Directors

#### Chapter V Clause 16

A meeting of shareholders shall elect the directors by using a majority vote of the shareholders who attend the meeting and have the right to vote in accordance with the following criteria and methods:

- (1) One shareholder has a vote equal to one (1) share per one (1) vote.
- (2) Each shareholder may use all of his or her votes under (1) to elect one or more directors; however, the votes cannot be divided among anyone in any amount.
- (3) The Person who receives the highest number of votes in descending order shall be elected as a director equal to the number of directors that shall have or elect at that time. In the event that the person elected in descending order has equal votes, which would exceed the number of directors that shall have or elect at that time, the chairman shall have a casting vote.

#### Form of Proxy, Form A

			Made	at	
			Date	Month	Year
(1)	I/We				nationality
residing/loc	cated at No.	Road		Tambo	ol/Kwaeng
					Postal
Code					
(2)	being a shareholder of	Polyne	et Publ	ic Company Lin	nited ,
holding	shares in total wl	nich are entitled t	o cast		votes as follows:
	ordinary shares:				
	preferred shares:	shares	in tota	l which are entit	led to cast votes,
(3)	I/We wish to appoint				
	(1)		age	years, residing	/located at No,
	Road, Tamb	ol/Kwaeng		, Amphur	Khet ,
Province		, Postal Code		, or	
	(2)		age	years, residing	/located at No,
	Road, Tamb	ol/Kwaeng		, Amphur/	Khet ,
Province		, Postal Code		, or	
	(3)		age	years, residing	/located at No,
	Road, Tamb	ol/Kwaeng	-	, Amphur	/Khet,
					behalf at the 2024 Annual
C 114		1 1 1 1 00 1	1 1 0	001 / 1100	• 11 1 1 • • • •

General Meeting of Shareholders to be held on 29 March 2024 at 14.00 p.m., via the electronic media (e-Meeting) by relaying from the Company's meeting room at No. 888 Moo 11, Bang Sao Thong Sub-district, Bang Sao Thong District, Samut Prakan Province or such other date, time and place as may be adjourned.

Any acts or performance caused by the proxy at the above meeting shall be deemed as my/our acts and performance in all respects.

Signed	Grantor
( Signed	) Grantee
(	)
Signed	Grantee
(	)
Signed	Grantee
(	)

**<u>Remarks</u>** A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.

#### Form of Proxy, Form B.

		• /		

		Made a	t		
		Date	Month		Year
(1) I/We			nat	ionality _	,
residing/located at No.	Road,		Tambol/Kwa	aeng	
Amphur/Khet	Province		Posta	l Code	
(2) being a shareholder of	of Pol	ynet Public	Company Li	mited	,
holdingshares in to					
ordinary shares:	sha	res in total v	which are enti	itled to ca	st votes; and
preferred shares:	sha	res in total v	which are enti	itled to ca	st votes,
(3) I/We wish to appoint					
(1)				age	years,
residing/located at No,					
Amphur/Khet, F	Province		, Post	al Code <u>.</u>	, or
(2)				age	years,
residing/located at No,		Road, T	`ambol/Kwae	ng	,
Amphur/Khet, F					
(3)				age	years,
residing/located at No,					
Amphur/Khet, F	Province		, Post	al Code	

any one of them as my/our proxy to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders to be held on 29 March 2024 at 14.00 p.m., via the electronic media (e-Meeting) by relaying from the Company's meeting room at No. 888 Moo 11, Bang Sao Thong Sub-district, Bang Sao Thong District, Samut Prakan Province or such other date, time and place as may be adjourned.

(4) I/We authorize my/our proxy to cast the votes on my/our behalf at the above meeting in the following manners:

- ☐ Agenda no. 1 To consider and certify the minutes of the 2023 Annual General Meeting of Shareholders.
  - $\Box$ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - $\Box$  (b) The proxy must cast the votes in accordance with the following instructions:
    - $\Box$  Approve  $\Box$  Disapprove  $\Box$  Abstain
- ☐ Agenda no. 2 To consider and acknowledge the Company's operating result for the fiscal year of 2023, ended on 31 December 2023.

(The agenda is for acknowledgement; the meeting's resolution is not required)

- ☐ Agenda no. 3 To consider and approve the Company's financial statements for the fiscal year of 2023, ended on 31 December 2023
  - $\Box$  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - $\Box$  (b) The proxy must cast the votes in accordance with the following instructions:
    - $\Box$  Approve  $\Box$  Disapprove  $\Box$  Abstain

- ☐ Agenda no. 4 To consider and approve the appropriation of profits as legal reserve and dividend payment in respect of the Company's operating results ended as of 31 December 2023.
  - $\Box$  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - $\Box$  (b) The proxy must cast the votes in accordance with the following instructions:
    - $\Box$  Approve  $\Box$  Disapprove  $\Box$  Abstain
- □ Agenda no. 5 To consider and approve the election of directors replacing those retire by rotation.
  - $\Box$  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - □ (b) The proxy must cast the votes in accordance with the following instructions:
     □ Appoint all director
    - $\Box$  Approve  $\Box$  Disapprove  $\Box$  Abstain
    - $\Box$  Appointment of any director(s)

Name of Director : Mrs. Kanchana Laowrattana

□ Approve □ Disapprove □ Abstain

Name of Director : Mr. Therdsak Chalermwattananon

 $\Box$  Approve  $\Box$  Disapprove  $\Box$  Abstain

- ☐ Agenda no. 6 To consider and approve the determination of the director's remuneration and sub-committees' remuneration for the year 2024.
  - $\Box$  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - $\Box$  (b) The proxy must cast the votes in accordance with the following instructions:

□ Approve	□ Disapprove	□ Abstain
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- ☐ Agenda no. 7 To consider and approve the appointment of the Company's auditor, and their remuneration for the year 2024.
  - $\Box$  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - □ (b) The proxy must cast the votes in accordance with the following instructions: □ Approve □ Disapprove □ Abstain
- □ Agenda no. 8 To consider and approve the amendment to Company's objectives and the amendment to the Memorandum of Association No. 3. as to be aligned with the amendment of the Company's objectives.
  - $\Box$ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - $\Box$ (b) The proxy must cast the votes in accordance with the following instructions:
    - □ Approve □ Disapprove □ Abstain
- ☐ Agenda no. 9 To consider and acknowledge the amendment to the purpose of utilizing the capital received from the initial public offering (IPO)

(The agenda is for acknowledgement; the meeting's resolution is not required)

- $\Box$  Agenda no. 10 Other business (if any)
  - $\Box$  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - $\Box$  (b) The proxy must cast the votes in accordance with the following instructions:
    - $\Box$  Approve  $\Box$  Disapprove  $\Box$  Abstain

(5) If the votes which the proxy casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.

(6) If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting considers or resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, then the proxy will be entitled to cast the votes on my/our behalf at his/her own discretion.

Any acts or performance caused by the proxy at the above meeting, except voting in contravention of my/our instruction, shall be deemed as my/our acts and performance in all respects.

Signed	Grantor
(	)
Signed	Grantee
(	)
Signed	Grantee
(	)
Signed	Grantee
(	)

#### **Remarks**

- 1. A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes
- 2. As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
- 3. In case there are more agendas to be discussed than those specified above, the grantor may make additional authorization in the Attachment to Proxy Form B

#### Attachment to Proxy Form B.

A proxy is granted by a shareholder of Polynet Public Company Limited.

For the 2024 Annual General Meeting of Shareholders to be held on 29 March 2024 at 14.00 p.m., via the electronic media (e-Meeting) by relaying from the Company's meeting room at No. 888 Moo 11, Bang Sao Thong Sub-district, Bang Sao Thong District, Samut Prakan Province or such other date, time and place as may be adjourned.

Agenda no.	re:			
$\Box$ (a) The proxy is entitle	ed to cas	st the votes on my/ou	r behalf a	at its own discretion.
$\Box$ (b) The proxy must ca	st the vo	otes in accordance w	ith the fol	lowing instructions:
□ Approve		Disapprove		Abstain
Agenda no.	re:			
$\Box$ (a) The proxy is entitle	ed to cas	st the votes on my/ou	ır behalf a	t its own discretion.
$\Box$ (b) The proxy must ca	st the vo	otes in accordance w	ith the fol	lowing instructions:
□ Approve		Disapprove		Abstain
Agenda no	re:			
$\Box$ (a) The proxy is entitle	ed to cas	st the votes on my/ou	r behalf a	at its own discretion.
$\Box$ (b) The proxy must ca	st the vo	otes in accordance w	ith the fol	lowing instructions:
□ Approve		Disapprove		Abstain
Agenda no.	re:			
$\Box$ (a) The proxy is entitle	ed to cas	st the votes on my/ou	ır behalf a	t its own discretion.
$\Box$ (b) The proxy must ca	st the vo	otes in accordance w	ith the fol	lowing instructions:
□ Approve		Disapprove		Abstain
Agenda no.	re: Ap	pointment of directo	ors (Conti	nued)
Name of Director				
□ Approve		Disapprove		Abstain
Name of Director				
□ Approve		Disapprove		Abstain
Name of Director				
		Disapprove		

#### Form of Proxy, Form C.

		Made at		
		Date I	Month	Year
(1) We				
located at No.	,	Road, Tan	ibol/Kwaeng	,
Amphur/Khet	, Province		, Postal Code	
in our capacity as the custo	dian for		,	
being a shareholder of	Polynet Publi	ic Company l	Limited	,
holding shares in	total which are entitled	to cast	votes as follo	ws:
ordinary shares:	shares in tota	al which are e	entitled to cast	votes: and
•	shares in tota			
(2) We wish to app			аде	vears
residing/located at No.		Ro	ad Tambol/Kwae	no years,
Amphur/Khet				
r	,			,
(2)			age	years,
residing/located at No.				
Amphur/Khet				
(3)			age	vears
residing/located at No.		Ro	ad. Tambol/Kwae	ng
Amphur/Khet	, Province	, Po	stal Code	<i>c</i> ,

any one of them as my/our proxy to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders to be held on 29 March 2024 at 14.00 p.m., via the electronic media (e-Meeting) by relaying from the Company's meeting room at No. 888 Moo 11, Bang Sao Thong Sub-district, Bang Sao Thong District, Samut Prakan Province or such other date, time and place as may be adjourned.

(3)We authorise our proxy to attend the meeting and cast the votes on our behalf in the following manner:

- $\Box$  The voting right in all the voting shares held by us is granted to the proxy.
- $\Box$  The voting right in part of the voting shares held by us is granted to the proxy as follows:
  - $\Box$  Ordinary shares: \_\_\_\_\_\_ shares in total, which are entitled to cast \_\_\_\_\_\_ votes; and

□ Preferred shares: \_\_\_\_\_\_ shares in total, which are entitled to cast \_\_\_\_\_\_ votes, Total: \_\_\_\_\_\_ votes

(4) We authorise our proxy to cast the votes on our behalf at the above meeting in the following manner:

- ☐ Agenda no. 1 To consider and certify the minutes of the 2023 Annual General Meeting of Shareholders.
  - $\square$  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - □ (b) The proxy must cast the votes in accordance with the following instructions:
     □ Approve with \_\_\_\_\_\_ votes □ Disapprove with \_\_\_\_\_\_ votes □ Abstain with \_\_\_\_\_\_ votes
- □ Agenda no. 2 To consider and acknowledge the Company's operating result for the fiscal year of 2023, ended on 31 December 2023.

(The agenda is for acknowledgement; the meeting's resolution is not required)

- □ Agenda no. 3 To consider and approve the Company's financial statements for the fiscal year of 2023, ended on 31 December 2023.
  - $\square$  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - □ (b) The proxy must cast the votes in accordance with the following instructions:
     □ Approve with \_\_\_\_\_\_ votes □ Disapprove with \_\_\_\_\_\_ votes □ Abstain with \_\_\_\_\_\_ votes
- □ Agenda no. 4 To consider and approve the appropriation of profit as legal reserve and dividend payment in respect of the Company's operating results ended as of 31 December 2023.
  - $\square$  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - □ (b) The proxy must cast the votes in accordance with the following instructions:
     □ Approve with \_\_\_\_\_\_ votes □ Disapprove with \_\_\_\_\_\_ votes □ Abstain with \_\_\_\_\_\_ votes
- □ Agenda no. 5 To consider and approve the appointment of directors replacing those retire by rotation.
  - $\Box$  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - $\Box$  (b) The proxy must cast the votes in accordance with the following instructions:
    - □ Appointment of all directors
    - □ Approve with \_\_\_\_\_ votes □ Disapprove with \_\_\_\_\_ votes □ Abstain with \_\_\_\_\_ votes
       □ Appointment of any director(s)
      - Name of Director : Mrs. Kanchana Laowrattana
      - □ Approve with \_\_\_\_\_ votes □ Disapprove with \_\_\_\_\_ votes □ Abstain with \_\_\_\_\_ votes Name of Director : Mr. Therdsak Chalermwattananon
      - □ Approve with \_\_\_\_\_ votes □ Disapprove with \_\_\_\_\_ votes □ Abstain with \_\_\_\_\_ votes
- ☐ Agenda no. 6 To consider and approve the determination of the director's remuneration and sub-committees' remuneration for the year 2024.
  - $\square$  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - □ (b) The proxy must cast the votes in accordance with the following instructions:
     □ Approve with \_\_\_\_\_\_ votes □ Disapprove with \_\_\_\_\_\_ votes □ Abstain with \_\_\_\_\_\_ votes
- □ Agenda no. 7 To consider and approve the appointment of the Company's auditor, and their remuneration for the year 2024.
  - $\Box$  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - □ (b) The proxy must cast the votes in accordance with the following instructions: □ Approve with \_\_\_\_\_ votes □ Disapprove with \_\_\_\_\_ votes □ Abstain with \_\_\_\_\_ votes

- □ Agenda no. 8 To consider and approve the amendment to Company's objectives and the amendment to the Memorandum of Association No. 3. as to be aligned with the amendment of the Company's objectives.
  - $\square$  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - □ (b) The proxy must cast the votes in accordance with the following instructions:
     □ Approve with \_\_\_\_\_ votes □ Disapprove with \_\_\_\_\_ votes □ Abstain with \_\_\_\_\_ votes
- □ Agenda no. 9 To consider and acknowledge the amendment to the purpose of utilizing the capital received from the initial public offering (IPO)

(The agenda is for acknowledgement; the meeting's resolution is not required)

- $\Box$  Agenda no. 10 Other business (if any)
  - $\square$  (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(5) If the votes which the proxy casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.

(6) If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting considers or resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, then the proxy will be entitled to cast the votes on my/our behalf at his/her own discretion.

Any acts or performance caused by the proxy at the above meeting, except voting in contravention of my/our instruction, shall be deemed as my/our acts and performance in all respects.

Signed Grantor
()
Signed Grantee
()
Signed Grantee
Signed Grantee (
•

#### **Remarks**

- 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 authorized signatory of the proxy form is licensed to operate the custodial business

- 3. A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.
- 4. As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
- 5. In case there is other business to be discussed in addition to those specified above, the grantor may make additional authorization in the Attachment to Proxy Form

#### Attachment to Proxy Form C.

A proxy is granted by a shareholder of Polynet Public Company Limited.

For the 2024 Annual General Meeting of Shareholders to be held on 29 March 2024 at 14.00 p.m., via the electronic media (e-Meeting) by relaying from the Company's meeting room at No. 888 Moo 11, Bang Sao Thong Sub-district, Bang Sao Thong District, Samut Prakan Province or such other date, time and place as may be adjourned.

Agenda no re:
(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
(b) The proxy must cast the votes in accordance with the following instructions:
Agenda no re:
(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
(b) The proxy must cast the votes in accordance with the following instructions: □ Approve with votes □ Disapprove with votes □ Abstain with votes
Agenda no re:
(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
<ul> <li>(b) The proxy must cast the votes in accordance with the following instructions:</li> <li>□ Approve with votes □ Disapprove with votes □ Abstain with votes</li> </ul>
Agenda no re: Appointment of directors (Continued) Name of Director
□ Approve with votes □ Disapprove with votes □ Abstain with votes Name of Director
□ Approve with votes □ Disapprove with votes □ Abstain with votes Name of Director
$\Box$ Approve with votes $\Box$ Disapprove with votes $\Box$ Abstain with votes
Agenda no re: Appointment of directors (Continued) Name of Director
□ Approve with votes □ Disapprove with votes □ Abstain with votes Name of Director
□ Approve with votes □ Disapprove with votes □ Abstain with votes Name of Director
$\Box$ Approve with votes $\Box$ Disapprove with votes $\Box$ Abstain with votes

# Profiles of the independent directors proposed as proxies by the Company

Name	Miss Tyawadee Ngamwongwan
Age	56 years
Nationality	Thai
Address	379/85 Moo 1, Tambon Bang Sao Thong, Amphoe
	Bang Sao Thong SamutPrakan Province 10540
Educational qualification	Bachelor of Public Administration,
	Ramkhamhaeng University
Directorship training	DAP 153/2018
Work Experience	2014-Present D.D. Clean Services Ltd., Part. /
	work Sewage suction
	2014-Present D-Care Products and Service
	Co.,Ltd./ Hygiene Services
	2003 - 2013 Pacific Hurst Co., Ltd. / Cosmopolitan
	Magazine
Current job position	Independent Director
In any listed companies	None
In any non-listed companies	None
Position in Other Companies that may cause conflict of interest with the Company	None
Shareholding in the Company	None

Direct and indirect interests in theNoneCompany or in the relevant subsidiaries

Special interests in every agendaNoneproposed in AGM 2024

Profiles of the independent directors proposed as p	proxies by the Company
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Name	Miss Khemika Thiwong
Age	46 years
Nationality	Thai
Address	88/274 Maldives Palm Village, Kanjanapisak Road,
	Bangkaew Sub-district, Bangplee District,
	Samut Prakan 10540
Educational qualification	Bachelor of Accounting, Ramkhamhaeng
	University
Directorship training	DAP 153/2018
Work Experience	2022 - Present Prosoft Comtech Co., Ltd. / IT
	Service
	2011-2022 SOS Rubber and Mold Ltd., Part. /
	Trading
	2009 - 2011 Polynet Co., Ltd. / Manufacturer and
	distributor of molded rubber, plastic and silicone
	2007-2009 Chemoplast Co., Ltd. / Trading
Current job position	
In any listed companies	None
In any non-listed companies	None
Position in Other Companies that may cause conflict of interest with the Company	None
Shareholding in the Company	None

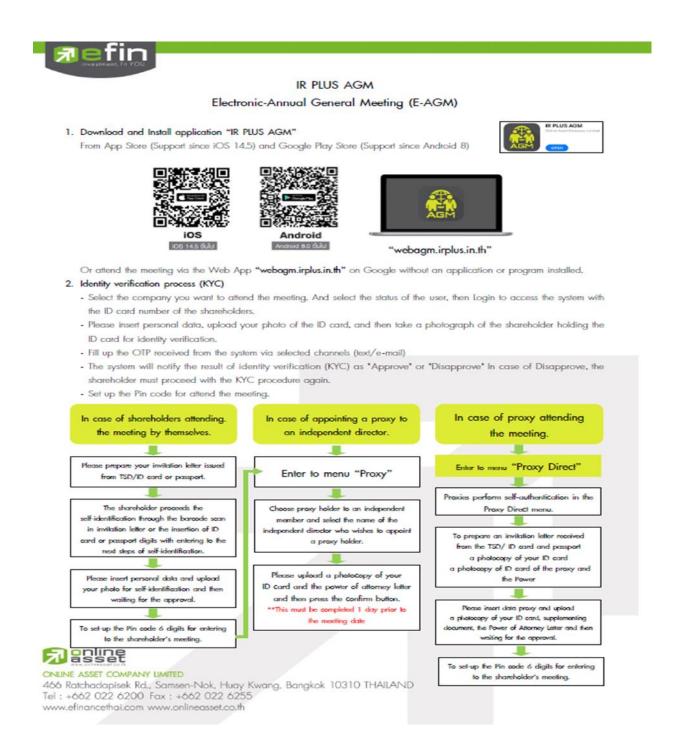
Direct and indirect interests in theNoneCompany or in the relevant subsidiaries

Special interests in every agendaNoneproposed in AGM 2024None

# Procedures and methods for conducting the 2024 Annual General Meeting of Shareholders via electronic media (e-Meeting)

#### **Polynet Public Company Limited**

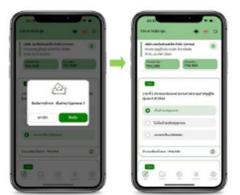
#### 29 March 2024



#### How to vote.

The system will Default vote "Agree" on every agenda that can change the vote result "Disagree" or "Abstain" Then press the bottom confirms to confirm. The system Will change the voting result immediately. As shown in the picture.

#### 3. Asking question, Text format and VDO Call format





#### In case, Asking questions via VDO Call

Click 
 that shown on your screen, then type the question.
Then wait for the staff will get back to you.

#### In case. Asking questions via Text

Click (2) that shown in every agenda to send questions to be asked in that agenda. You can ask a question in the system at any time until the agenda is closed.

#### 4. Other Menu

#### - - Document

- (b) : Media or VDO Presentation
- B : Proxy \*Incase Provide proxy to independent directors only.
   This must be completed 1 day prior the meeting date
- (2) : Profile
- ⊡ : Log out \*\*When you confirm to log out the meeting Your vote will eliminate from the vote base immediately.
   - 101 : Live stream



#### If you encounter problems in the use please contact : IR PLUS AGM Call Center

Call : 02-022 6200 ext. 2, 626 Office hours: 9:00 a.m. to 5:30 p.m. Monday to Friday



#### Add Line id : @irplusagm

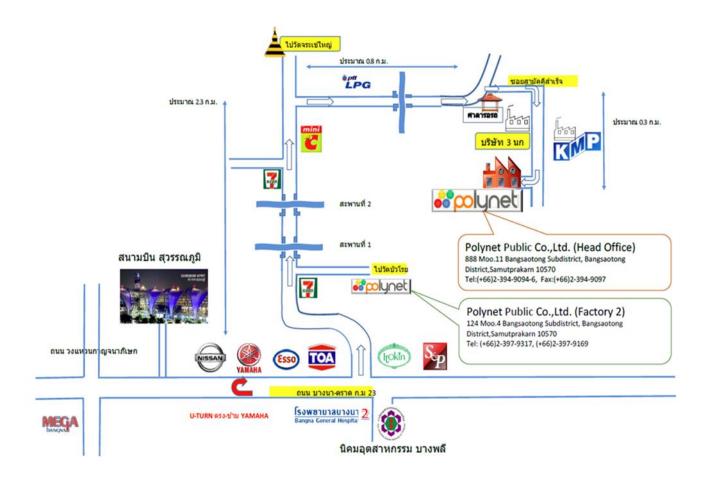
Or scan QR Code to report a problem using the system to get help quickly.

**Passet** 

#### ONLINE ASSET COMPANY LIMITED

466 Ratchadapisek Rd. Samsen-Nak. Huay Kwang. Bangkok 10.310 THAILAND Tel : +662 022 6200 Fax : +662 022 6255 www.efinancethai.com www.onlineasset.co.th

### Map of venue for the meeting via electronic media



At No.888 Moo.11, Bangsaotong Sub-District, Samutprakan 10570

### **Privacy Notice**

#### for the 2024 Annual General Meeting of Shareholders of Polynet Public Company Limited

Polynet Public Company Limited (the "**Company**") is aware of the privacy of shareholders and/or of the proxy ("**you**") who attend the 2024 annual general meeting of shareholders ("**meeting of shareholders**"). Thus, Company provides this privacy notice to inform you in relation to the collection, use and disclosure of personal data of individual, including rights, security procedures, safety of your personal data, and the contact channels with Company in accordance with the Personal Data Protection Act B.E. 2562 ("**PDPA**"), relevant laws and regulations, as follows:

1. **Personal Data Processing:** The Company has to collect the personal data of shareholders to organize the meeting of shareholders. The collection of personal data is as follows:

1.1 General personal data, which includes given name, alias, nationality, age, mailing address, email address, telephone number, facsimile number, identification card photo, identification number, passport information, alien identification information, driving license, signatures, CCTV recording, including images and photos, visual images, voice recordings, and video recordings that record the interaction between you and Company during the meeting.

1.2 Sensitive personal data, which are healthcare information (such as personal medical condition, medication and food allergy history, body temperature, and other symptoms in screening for COVID-19). Company shall require your consent in accordance with law and regulations before further proceedings.

2. <u>Purposes of Personal Data Processing</u>: The Company will process personal data of shareholders on the following proposes and legitimate interests:

- 2.1 On legal obligation basis
  - The Company will collect and use the personal data of shareholders as specified in No. 1.1 to call, conduct, and proceed the meeting of shareholders, which includes identifications of shareholders, delivery of related documents, and other processing to fulfil the resolution of the meeting and the law. Furthermore, this is to comply with law, notice and regulations from other government agencies with legal authority as stated in Public Limited Companies Act, B.E. 2535 and other related laws.
  - The Company will collect and use the personal data of shareholders as specified in No. 1.2 to process the meeting of shareholders in accordance with the COVID-19 pandemic situation and for other procedures stated by law in accordance with Communicable Diseases Act, B. E. 2558, Emergency Decree on Public Administration in Emergency Situations B.E. 2548 and other related laws.
- 2.2 On legitimate interest basis
  - the Company will collect and use the personal data of shareholders as specified in No. 1.1 to record the meeting minutes and as proved of attendance in the meeting of shareholders. Furthermore, this is for further processing related to legitimate

interest of Company and other persons, which could be expected reasonably by shareholders.

- The Company will collect and use the personal data of shareholders as specified in No. 1.2 to screen risk contact of COVID-19 and report to responsible agencies in case of encountered with high risk contact to achieve public health benefits in prevention of communicable diseases and to follow the measures and practices issued by the meeting of shareholders.
- the Company will collect and use the records of images and videos from CCTV of the shareholders for benefits and security measures in processing of the meeting in order to fulfil and achieve purposes set by you and Company.
- The Company will process [and keep] the record of images and videos of meeting of shareholders to insert in minutes of meeting and for public relations via electronic and publications. The record of image and videos of the meeting of shareholder may include the images and names of the shareholders to achieve purposes of the meeting of shareholders.

3. <u>Sources of Personal Data</u>: The Company may directly collect personal data from you via e-mail or post and through securities companies. or mutual fund management company or Thailand Securities Depository Co., Ltd. by receiving the information via e-mail.

4. **Processing of personal data**: When the Company receives your personal data as specified in No. 3. Company has to collect and use your personal data as specified in No. 2. Company may have to disclose your personal data to related government agencies in order to achieve the purpose of processing your personal data and to comply with the basis as specified in No. 3.

5. **<u>Retention of Personal Data</u>**: The Company will retain your personal data for a period of ten years, except for the specification in No.1.2 will be retained for a period of six months.

6. **Data Subjects' Rights**: You can exercise your rights as follows: you have the right to access your personal data and obtain copy from the Company and disclose the sources of retrieved personal data without your consent. You have the right to rectify your inaccurate personal data. You have the right to data portability your personal data to other data controllers, or yourself. You also have the right to object the processing of your personal data.

You may contact Data Protection Officer (DPO) or the officer Miss Noppamas Fahchusawad of the Company at E-mail: polypdpa@polynet.co.th to lodge the request of the rights mentioned above. For more information, please see the details of DPO as specified in No.1

In case of the exercising the rights mentioned above, no extra costs incurred. The Company will consider and inform you with the result of your request within 30 days from the date that the Company has received your said request.

In case the Company or employees have violated or not followed the PDPA, you can lodge the complaint to the Office of the Personal Data Protection Committee (PDPC) at The Government Complex Commemorating His Majesty, Rattaprasartpakdi Building, Chaeng Watthana Road Bangkok Telephone 0 2142 1033 E-mail: pdpc@mdes.go.th