



The Invitation Letter of the Annual General Meeting of Shareholders 2022

EMC Public Co., Ltd.

April 28, 2022, 2.00 pm. – 5.00 pm.

It is an electronic conferencing format (E-AGM) in accordance with the rules stipulated in the law relating to electronic conferencing.



Ref. AGM/001/2022

April 5, 2022

Subject : Notice of the Annual General Meeting of Shareholders 2022

To : Shareholders of EMC Public Company Limited

- Enclosure :
1. Copy of the Minutes of the 2021 Annual General Meeting of Shareholders
  2. Annual Registration Statement/Annual Report 2021 (Form 56-1 One Report) with financial statements for the year ending December 31, 2021 in QR Code format.
  3. Preliminary information of the person who will assume the position of director in place of the director whose term expires
  4. Information of independent directors proposed by the company as proxy of shareholders
  5. Proxy Forms A, B and C as required by the Department of Business Development The Ministry of Commerce (Recommended to use type B)
  6. Articles of Association relating to the shareholders' meeting
  7. Using QR Code for downloading the 2021 Annual Report
  8. Guide for attending the shareholders' meeting via Microsoft Teams VDO Conference system
  9. Guide on how to register for attending the shareholders' meeting via Microsoft Teams VDO Conference system
  10. Rules for Attending Shareholders Meeting via Electronic Media (E-AGM) and Proxy
  11. Registration form for the 2022 Annual General Meeting of Shareholders via electronic media (E-AGM)
  12. Advance question form according to the agenda of the 2022 Annual General Meeting of Shareholders

Notice is hereby given that the Board of Directors of EMC Public Company Limited (the "Company") has resolved to convene the Annual General Meeting of Shareholders 2022 on April 28, 2022, from 2.00 pm. to 5.00 pm., It is an electronic conferencing format (E-AGM) in accordance with the rules stipulated in the law relating to electronic conferencing. The following agendas shall be considered at the meeting.

**Agenda No.1 : To consider certifying the Minutes of the Annual General Meeting of Shareholders 2021**

**Facts and Reasons :** The Annual General Meeting of Shareholders 2021 was held on April 29, 2021, and the minutes of the said meeting was duly recorded and submitted to the Stock Exchange of Thailand, the Securities and Exchange Commission, and the Department of Business Development, Ministry of Commerce within 14 days as specified by laws. (Details of which are provided in Enclosure No.1.)

**Board's Opinion :** The Board had the opinion that the minutes of the Annual General Meeting of Shareholders 2021 should be proposed to the AGM for endorsement.

**EMC Public Company Limited**

28<sup>th</sup> - 30<sup>th</sup> Floor, ITF Tower 140/66-67 Silom Road Suriyawong Bangrak, Bangkok 10500 Tel. 02-615-6100 Fax. 02-615-6128-30

**Required Vote for Approval** : The majority votes of the shareholders presented and entitled to vote at the meeting will be required for this agenda.

**Agenda No.2 : To acknowledge the Company's results of operations for the year 2021**

**Facts and Reasons** : The Company has summarized the Company's results of operations for the year ended December 31, 2021 as a part of the Annual Report 2021 dispatched to all shareholders together with the notice of this meeting. (Details of which are provided in Enclosure No.2.)

**Board's Opinion** : The Board is of the opinion that the Company's results of operations for the year ended December 31,2021 should be proposed to the Annual General Meeting of Shareholders for acknowledgment.

**Required Vote for Approval:** This agenda item is for shareholders' acknowledgement, therefore voting is not required.

**Agenda No.3: To consider approving the financial statements for the fiscal year ended December 31, 2021**

**Facts and Reasons** : The Company's financial statements for the fiscal period ended December 31, 2021 were audited and endorsed by the Company's auditor, and the Audit Committee approved that the data therein were duly recorded. (Details of which are provided in Enclosure No.2.)

***Summary of Financial Information***

	<b>Consolidated financial statements</b>					
	<b>2021</b>		<b>2020</b>		<b>2019</b>	
	Million baht	%	Million baht	%	Million baht	%
Total assets	2,648.78	(8.54)	2,896.03	(6.90)	3,110.55	(13.06)
Total liabilities	790.40	(17.31)	955.83	(22.35)	1,230.89	(27.89)
Shareholders' equity	1,858.38	(4.22)	1,940.20	3.22	1,879.66	0.46
Operating income	1,101.12	(24.76)	1,463.45	12.44	1,301.59	(46.25)
Gross profit	16.55	(90.50)	174.19	53.16	113.73	(81.41)
Net profit (loss)	(86.61)	(243.06)	60.54	2,543.67	2.29	(99.38)

**Board's Opinion** : The Board is of the opinion that the said financial statements for the fiscal period ended December 31,2021 should be proposed to the Annual General Meeting of Shareholders for approval.

**Required Vote for Approval** : The majority votes of the shareholders presented and entitled to vote at the meeting will be required for this agenda.

**Agenda No.4 : Acknowledge the non-allocation of legal reserve funds of the revenues reserved by the law and dividend payment for the year 2021**

**Facts and Reasons:** Since the year 2021, the company has accumulated losses of 2,524.55 million baht. Therefore the company is unable to set aside legal reserve and can not pay dividend for the year 2021.

**Summary of Legal Reserve Appropriation and Dividend Payment for the Last 3 Years**

Year	Profit/(Loss)	Legal Reserve	Dividend
2019	Profit 58.81 MB	-	Omitted
2020	Loss 27.41 MB	-	Omitted
2021	Loss 123.25 MB	-	Omitted

**Board's Opinion :** For the reasons mentioned above, Therefore the Board of Directors for acknowledgment.

**Required Vote for :** This agenda item is for shareholders' acknowledgement, therefore voting is not required.  
**Approval**

**Agenda No.5 : To consider approving the reappointment of Directors retiring by rotation to resume their offices for an additional term**

**Facts and Reasons :** According to Section 71 of the Public Limited Companies Act BE 2535 and Article 22 of the Company's Articles of Association, at every annual general meeting If the number of directors is not a multiple of three, the number of directors closest to one-third shall retire from the office in the first year. And the second year after the registration of the company Lottery that any person will leave, and in the subsequent years, the director who is in the longest position Being a director who retired by rotation, and can be elected to resume.

**Board's Opinion :** To propose to the shareholders' meeting to consider the election of directors who retired by rotation In the year 2022, the number of 3 persons as follows:

1. Mr. Voravit Leenabanchong Vice Chairman of the Board of Directors No. 2
2. Mr. Panathee Sriwongthai Independent Director/Audit Committee
3. Sub.Lt Matee Ittirivichai Director

Board of Directors which does not include the directors who have interests in this agenda have considered the list of persons processed Carefully scrutinized and considered appropriate. The Annual General Meeting of Shareholders to consider appointing the directors who retire by rotation for the year 2022 to be re-elected for another term, amounting to 2 persons as follows:

1. Mr. Voravit Leenabanchong Vice Chairman of the Board of Directors No. 2
2. Sub.Lt Matee Ittirivichai Director

and to propose to the 2022 Annual General Meeting of Shareholders for further consideration and approval. Mr. Panthee Sriwongthai, who has been an independent director for more than 9 years, sees that the Board of Directors agrees that in order to comply with the principles of good corporate governance and in

accordance with the policies and principles of governance Company's business Therefore, the Board of Directors resolved not to propose him for another term. At the same time, details of each person who is appointed as a director are attached together with this invitation letter. (Details according to the attachment 3)

**Required Vote for:** The majority votes of the shareholders presented and entitled to vote at the meeting will be **Approval** required for this agenda.

**Agenda No.6 : To consider approving the Director's remunerations for the year 2022**

**Facts and Reasons:** Summary of directors' remuneration for the last 3 years

Year	No. of Directors	AGM resolution	Meeting Allowance	Other Remuneration
2019	9 persons	<= 4 MB	2.37 MB	None
2020	9 persons	<= 4 MB	2.09 MB	None
2021	9 persons	<= 4 MB	2.32 MB	None

**Board's Opinion :** The Nomination and Remuneration Committee have considered the directors' remuneration by making a comparison with other companies within the same industry at similar size. In addition the Company paid for the meeting allowance by the number of director attending the meeting which total payment in previous year was still under budget approved by AGM, and there was no other remuneration to be paid. Thus the Nomination and Remuneration Committee has proposed to remain the remuneration for 2022 same as the last 3 years, namely within Baht 4,000,000.

Meeting allowance

- Chairman of the Board of Directors, Chairman of the Nomination and Remuneration Committee, and Chairman of the Audit Committee shall individually receive the meeting allowance at 30,000 Baht per meeting.
- Director, Nomination and Remuneration Director, and Audit Director shall individually receive the meeting allowance at 20,000 Baht per meeting.

Other remunerations

- Other remunerations shall not exceed 1% of net profit.
- The director unable to complete one year term shall receive the remuneration in the proportion of time being in the position.

**Required Vote for :** A vote of not less than two-third (2/3) of the total votes of the shareholders presented and **Approval** entitled to vote at the meeting will be required for this agenda.

**Agenda No.7 : To consider approving the appointment of auditor and the fixing of auditor's remuneration for 2022**

**Facts and Reasons:**      **Summary of the Company's auditor and auditor's remuneration for the last 3 years**

Year	Auditor	Remuneration
2019	DIA International Co., Ltd	4.91 MB (for the Company 2.40 MB and Subsidiaries 2.51 MB)
2020	DIA International Co., Ltd	4.945 MB (for the Company 2.64 MB and Subsidiaries 2.305 MB)
2021	DIA International Co., Ltd	4.795 MB (for the Company 2.64 MB and Subsidiaries 2.155 MB)

In the past fiscal year, the Company did not receive any other services from the Auditor or affiliated parties related to the Auditor and the Auditor's office.

The Audit Committee has considered and recommended to the Board of Directors to propose the Annual General Meeting of Shareholders 2022 to consider approving the appointment of the auditors from DIA International Co., Ltd. (the Office) for the Company and its subsidiaries, namely

<b><u>Name – Surname</u></b>	<b><u>Certified Public Accountant</u></b>	
Mrs. Suvimol Chrityakierne	2982	and/or
Miss Somjintana Pholhirunrat	5599	and/or
Mr. Joompoth Priratanakorn	7645	

One of these auditors whoever shall be empowered to audit and express opinion on the Financial Statements of the Company. In the event that the said auditors are unable to perform their duties, the Office is allowed to supply alternate certified public accountant to act instead. For the determination of audit fees for the year 2022 offer and fix audit fee is proposed at the amount not exceeding 4,815,000 Baht comprised of 2,640,000 Baht for the Company and 2,175,000 Baht for subsidiaries.

**Board's Opinion :** The Board of Directors is of the opinion that the Annual General Meeting of Shareholders should approve the appointment of the auditors from DIA International Co., Ltd. (the Office) for the Company and its subsidiaries, namely Mrs. Suvimol Chrityakierne (CPA No.2982) and/or Miss Somjintana Pholhirunrat (CPA No.5599) and/or Mr. Joompoth Priratanakorn (CPA No.7645) to audit and review the Financial Statements for the fiscal year ended December 31, 2022, including the fixing of audit fee at the amount not exceeding 4,815,000 Baht. In the event that the said auditors are unable to perform their duties, the Office is allowed to supply alternate certified public accountant to act instead.

**Required Vote for:** The majority votes of the shareholders presented and entitled to vote at the meeting will be **Approval** required for this agenda.

**Agenda No.8 : To consider other business (if any)**

Shareholders are invited to attend the Meeting on the date, time and venue as stated above. The meeting registration will be commence for shareholders from 12.00 p.m. on the meeting date on which shareholder may attend the Meeting themselves or authorize any sui juris person to attend and vote at the Meeting on their behalf. To ensure a smooth and timely registration, shareholders or proxies are requested to provide documents or evidence as stated in the Enclosure No.5 and No.6 for identifying their rights to participate in the Meeting. In the event that shareholders

wish to appoint an Independent Director of the Company as their proxy, shareholders are requested to send required documents as stated in the Enclosure No.5 and No.6 in to the Company within April 26, 2022, address to Compliance Department, EMC Public Company Limited, 28<sup>th</sup> Floor ITF Tower, No. 140/66-67 Silom Road, Suriyawong, Bangrak, Bangkok 10500, thereby the Company will be enable to proceed on shareholders' purposes.

Yours faithfully,



Mr. Chanachai Leenabanchong  
Chairman and Chief Executive Officer



Minutes of the 2021 Annual General Meeting of Shareholders  
of  
EMC Public Company Limited

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**Time and Place**

The meeting was held on 29 April 2021 at 2:00 p.m. We welcome the shareholders to the 2021 Annual General Meeting of Shareholders by organizing the shareholders' meeting via electronic media (E-AGM).

**Directors attending the meeting**

- |                                       |  |
|---------------------------------------|--|
| 1. Mr. Ratchai Pichayapoom            | Vice Chairman No. 1                                      |
| 2. Mr. Voravit Leenabanchong          | Vice Chairman No. 2                                      |
| 3. Miss Praomart Hantra               | Independent Director and Chairman of the Audit Committee |
| 4. Miss Thaweesri Wikayathipat        | Independent Director and Audit Committee Member          |
| 5. Dr. Yaowarin Srichainan            | Independent Director and Audit Committee Member          |
| 6. Mr. Pannatee Sriwongthai           | Independent Director and Audit Committee Member          |
| 7. Mr. Pinit Kantikul                 | Director   |
| 8. Acting Sub. Lt. Matee Ittirivichai | Director   |

**Directors who leave the meeting**

- |                                |   |
|--------------------------------|---|
| 1. Mr. Chanachai Leenabanchong | Chairman of the Board of Directors/ Chairman of Executive Committee |
| 2. Mr. Vachara Pakdeemonthon   | Director  |

**Meeting Secretary**

- |                                       |                   |
|---------------------------------------|-------------------|
| 1. Acting Sub. Lt. Matee Ittirivichai | Meeting Secretary |
|---------------------------------------|-------------------|

**Auditor attending the meeting**

- |                              |  |
|------------------------------|--|
| 1. Mr. Kittiwat Laophatkasem | Auditor from DIA International Company Limited |
| 2. Ms. Paweena Kwanmuk       |  |

## Start Meeting

Acting Pol.Matthi Itthirivichai, secretary of the meeting welcomed the shareholders to the General Meeting Shareholders for the year 2021 of EMC Public Company Limited and announced to the meeting that There were 30 shareholders and proxies who attended the meeting, counting the number of shares. 6,459,387,842 shares or percentage 76.59 of the total number of shares sold 8,433,754,763 shares (eight thousand four hundred thirty-three million seven hundred fifty-four thousand seven hundred sixty-three shares), which constituted a quorum in accordance with the Company's Articles of Association.

Subsequently, the secretary of the meeting introduced the Board of Directors attending the meeting

1. Mr. Ratchai Pichayapoom	Vice Chairman No. 1
2. Mr. Voravit Leenabanchong	Vice Chairman No. 2
3. Miss Praomart Hantra	Independent Director and Chairman of the Audit Committee
4. Miss Thaweesri Wikayathipat	Independent Director and Audit Committee Member
5. Dr. Yaowarin Srichainan	Independent Director and Audit Committee Member
6. Mr. Pannatee Sriwongthai	Independent Director and Audit Committee Member
7. Mr. Pinit Kantikul	Director
8. Acting Sub. Lt. Matee Ittirivichai	Director

For Mr. Chanachai Leenabanchong, Chairman of the Board of Directors and Chairman of Executive Committee, Mr. Vachara Pakdeemonthon, director, is on important missions. therefore, did not attend the meeting today

In addition, there were auditors who attended the meeting to clarify facts and questions of the Company.

Shareholders consist of

1. Mr. Kittiwat Laophatkasem	Auditor from DIA International Company Limited
2. Ms. Paweena Kwanmuk	

According to Mr. Chanachai Leenabanchong, Chairman of the Board unable to attend the meeting The secretary of the meeting therefore invited Mr. Ratchai Pichayapoom, the first Vice Chairman of the Board of Directors, to act as the chairman of the meeting. and opened the meeting as well as continue the meeting according to the agenda.

Mr. Ratchai Pichayapoom, Chairman of the Meeting said greeting and thanked the shareholders, proxies Representative of the Stock Exchange of Thailand Company auditor has taken the time to attend the 2021 Annual General Meeting of Shareholders of the Company today and announced to the meeting that As

the secretary of the meeting explained to the shareholders that There were shareholders and proxies from shareholders attending the meeting, forming a quorum according to the Company's Articles of Association. The Chairman, therefore, opened the Annual General Meeting of Shareholders for the year 2021 and assigned the Secretary of the Meeting to explain the process of entering the meeting. The resolutions of each agenda for today's meeting shall be communicated to shareholders for acknowledgment.

The secretary of the meeting informed the meeting of the registered capital and paid-up capital of the company. 12,650,632,144 Baht (twelve thousand six hundred fifty million six hundred thirty-two thousand one hundred forty-four baht) as a paid-up capital 8,433,754,763 baht (eight thousand four hundred thirty-three million seven hundred fifty-four thousand seven hundred sixty-three baht) by the total amount 4,216,877,381 baht (four thousand two hundred sixteen million eight hundred seventy-seven thousand three hundred and eighty-one baht) is the newly issued ordinary shares reserved for the exercise of the warrants. 4,216,877,381 newly issued ordinary shares of the Company No. 6 (EMC-W6).

The secretary of the meeting explained to the shareholders about the voting procedures for each agenda as follows:

- The right to vote one vote per share they hold and if any shareholder has a special interest in any matter, they will not have the right to vote on that matter.
- In the resolution of the meeting to act openly the shareholders who registered to attend the meeting via electronic media E-AGM were able to vote in terms of agreeing, disapproving or abstaining in each agenda by means of vote counting. The company counted the votes of the shareholders who registered to attend the meeting via electronic media E-AGM by pressing the voting buttons of all shareholders. By pressing one of the buttons, agree, disagree or abstain. in each agenda from the beginning of that agenda until the secretary of the meeting informs to vote on each agenda After the meeting attendees inform the meeting to vote. To vote after the agenda has ended if Shareholders or proxies did not press the voting button The system will assume that the shareholders or proxies have approved the proposal of the company. and cannot change the vote.

Subsequently, the Chairman proposed to the meeting to consider various matters in accordance with the agenda specified in the invitation letter as follows:

#### **Agenda 1 To consider and certify the minutes of the 2020 Annual General Meeting of Shareholders**

The Chairman proposed the meeting to consider and certify the minutes of the 2020 Annual General Meeting of Shareholders held on April 28, 2020 and send them to the Stock Exchange of Thailand. Securities and Exchange Commission and Department of Business Development Ministry of Commerce according to

the time specified by law Details appear in the copy of the minutes of the meeting. (Attachment 1) which has been sent to the shareholders for consideration along with the meeting invitation letter.

The Chairman asked the meeting if any shareholders had questions or had any amendments regarding the minutes of the meeting or not. If yes, please tell me your name. last name to know

As No one raised any questions; the chairman asked the meeting to vote.

The meeting secretary informed the meeting that The Minutes of the 2020 Annual General Meeting of Shareholders must be certified by a majority vote of the shareholders attending the meeting and casting their votes.

**Resolution of the Meeting** the meeting considered has resolved to certify the Minutes of the 2020 Annual General Meeting of Shareholders held on April 28, 2020 as correct by a majority vote of the shareholders and proxies attending the meeting and having the right to vote as follows:

Certified	6,459,387,842	votes	equivalent to	100.00%
Not certified	-	votes	equivalent to	-
Abstained		votes	equivalent to	-

**Agenda 2 Acknowledgment of the Company's operating results for the accounting period ending December 31, 2020**

The Chairman reported a summary of the Company's operating results that The Company's operating results for the accounting period ending December 31, 2020 are included in the 2020 annual report which has been sent to shareholders together with the meeting invitation letter. There are important things that can be summarized as follows:

**Group's performance**

Transaction	Consolidated Financial Statements					
	2020		2019		2018	
	Million baht	%	Million baht	%	Million baht	%
Revenue						
- Construction	1,345.74	91.86	940.45	72.12	1,645.35	67.94
- Real Estate	50.68	3.46	236.53	18.14	507.59	20.96
- Project consultant fees	1.03	0.07	2.23	0.17	-	-
- Rental and Services	13.42	0.92	18.57	1.42	16.5	0.68
Other revenue						
Interest Received	1.39	0.09	2.24	0.17	2.88	0.12
Other	52.76	3.6	103.98	7.98	249.51	10.3
<b>TOTAL REVENUE</b>	<b>1,465.02</b>	<b>100</b>	<b>1,304.00</b>	<b>100</b>	<b>2,421.83</b>	<b>100</b>
Rational of increase (decrease) Revenue		12.35		-46.16		258.73

Performance of the group in 2020, the company has total revenue of 1,465.02 million baht, the main income is mainly from construction contracting 1,345.74 million baht, followed by income from real estate sales of 50.68 million baht.

#### Construction projects in progress (Backlog)

No.	Project Name	Location	Value	Remaining Value
1	Bangkhuntien Elderly Hospital	Bang Khun Thian District, Bangkok	2,795,721,633	6,118,828
2	Sathid Thammasart 3 School	Thammasat University, Rangsit	326,542,056	287,089,657
3	iFactory In the Forest (IFIF)	Plaeng Yao District, Chachoengsao Province	532,710,281	452,856,929
4	Multi Purpose building construction Project Taksin Hospita	Somdet Chao Phraya Road, Khlong San District, Bangkok	1,950,503,382	1,922,849,958
	<b>Total</b>		<b>5,605,477,352</b>	<b>2,668,915,372</b>

In addition to the Company's operating results for the year 2020 that have been reported and informed to shareholders Shareholders can consider other details in the annual report.

The Chairman gave the shareholders an opportunity to ask questions and express their opinions. with questions from shareholders

As no one raised any further questions, the Chairman summarized the results of Agenda 2 as follows:

Resolution of the meeting the meeting acknowledged the Company's operating results. For the accounting period ending on December 31, 2020

Agenda 3 To consider and approve the statement of financial position and income statement For the accounting period ending on December 31, 2020

The Chairman reported the financial statements for the year 2020, which the financial statements were reviewed and approved by the Audit Committee. and certified by the Company's auditor already. The summary of the consolidated financial statements as of December 31, 2020 is as follows:

	Consolidated Financial Statement					
	2020		2019		2018	
	Million Baht	%	Million Baht	%	Million Baht	%
Total Assets	2,896.54	(6.90)	3,111.08	(13.05)	3,578.01	22.72
Total Liabilities	960.33	(22.28)	1,235.56	(27.62)	1,706.99	20.81
Shareholders' Equity	1,936.21	3.24	1,875.52	0.24	1,871.02	24.51
Total Revenue	1,465.02	12.35	1,304.00	(46.16)	2,421.83	258.73
Gross Profit	229.53	4.48	219.69	(64.09)	611.83	378.29
Net Profit (Loss)	60.7	2,377.55	2.45	(99.33)	368.36	154.57

As of December 31, 2020, the company has total assets of 2,896.54 million baht, total liabilities of 960.33 million baht, shareholders' equity of 1,936.21 million baht, total revenue 1,465.02 million baht, gross profit 229.53 million baht and net profit 60.70 million baht.

In addition to the Company's operating results for the year 2020 that have been reported and informed to shareholders Shareholders can consider additional details from the Company's financial statements. which has already been sent to the shareholders.

The Chairman gave the shareholders an opportunity to ask questions and express their opinions. with questions from shareholders.

As No one raised any questions; the chairman asked the meeting to vote.

The meeting secretary informed the meeting that Approval of the Company's financial statements in this agenda Must be approved by a majority vote of the shareholders who attend the meeting and vote.

**Resolution of the meeting** the meeting considered Has resolved to approve the balance sheet and profit and loss account for the accounting period ending December 31, 2020 according to the details proposed by the Board. With unanimous votes of shareholders and proxies who attended the meeting and were entitled to vote as follows:

Certified	6,459,387,742 votes	equivalent to	99.9999999985%
Not certified	- votes	equivalent to	-
Abstained	100 votes	equivalent to	0.0000000015 %

#### **Agenda 4 Acknowledgment of the refusal of legal reserve funds and no dividend payment for the year 2020**

The Chairman explained to the meeting that the company has operating loss according to the separate financial statements for the accounting period ending December 31, 2020 amounting to 27.41 million baht and accumulated loss of 2,408.73 million baht. Therefore, the company cannot set aside legal reserve. and pay dividends for the year 2020 according to the laws and regulations of the company If the company still has accumulated losses The company will not be able to pay dividends to shareholders. The Board of Directors therefore deems it appropriate to propose to the meeting to acknowledge the allocation of legal reserve funds. and refrain from paying dividends for the year 2020

Year	Business Operation	Amount of Legal Reserve	Dividend Payment
2018	Profit of 369.94 Million Baht	-	Omitted
2019	Profit of 58.81 Million Baht	-	Omitted
2020	Loss of 27.41 Million Baht	-	Omitted

The Chairman gave the shareholders an opportunity to ask questions and express their opinions.

As No one raised any questions; the chairman asked the meeting to vote.

Resolution of the meeting the meeting acknowledged the refusal of the legal reserve fund and the dividend payment for the year 2020.

**Agenda 5 To consider appointing a director who retires by rotation to be a director for another term**

The Chairman assigned Deputy Lieutenant Methee Itthiriwichai, the secretary of the meeting. to explain the details to the meeting for consideration.

Meeting secretary explained to the meeting that according to the Public Limited Company Act and the Company's Articles of Association stipulates that one-third of the directors shall retire at every annual general meeting. The director who has been in office for the longest time shall retire. and directors who vacate this position may be re-elected to the position and according to the resolution of the Annual General Meeting of Shareholders for the year 2021, the Board of Directors consists of 10 members, therefore there are 4 directors who must retire by rotation in this time, namely:

- |                                |  |
|--------------------------------|--|
| 1. Mr. Chanachai Leenabanchong | Chairman of the Board                                |
| 2. Miss Praomart Hantra        | Independent Director/Chairman of the Audit Committee |
| 3. Mr. Pinit Kantikul          | Director   |
| 4. Mr. Vachara Pakdeemonthon   | Director   |

The Board of Directors considered and considered that Mr. Chanachai Leenabanchong, Miss Praomart Hantra, Mr. Pinit Kantikul, Mr. Vachara Pakdeemonthon were qualified persons. have knowledge and have experience related to the Company's business operations If holding the position of the Company's director for another will make the operation of the company continually developed Therefore, it is appropriate to propose the names of all 4 persons to the general meeting of shareholders. for re-election as a director of the Company next term.

In this regard, the Company has sent details of the profiles of the 4 directors proposed to the meeting for consideration and re-election of the Company's directors for another term for shareholders to consider together with the meeting invitation letter.

**(1) Profile of the Director retired by rotation and purposed for reappointment**

Name – Surname : Mr. Chanachai Leenabanchong  
Age : 63 years  
Proposed Position : **Director**  
Possession of the Company's shares : 2.744  
Family Relationship among Executives : Brother of Mr. Voravit Leenabanchong  
Highest Education : Bachelor of Engineering, Chulalongkorn University



Completed programs by Thai Institute of Directors (IOD) : 1. Advanced Diploma in Public Economy Management for Executives, Academic Year 2009 -2010, College of Politics and Government King Prajadhipok's Institute  
2. Diploma, National Defence College, The Joint State - Private Sector Course Class 23, Academic Year 2010 – 2011, Thailand National Defence College  
3. Executive Course, Capital Market Academy (CMA) Class 15, Academic Year 2012

**Working Experiences over the last 5 years**

**Type of Business**

<b>2007 – Present</b>	<b>:</b>	<b>Chairman of the Board, Chairman of the Executive Committee, Chief Executive Officer, Authorized Director</b>	
		<b>EMC Public Company Limited</b>	<b>Real estate and construction</b>
<b>2016 – Present</b>	<b>:</b>	<b>Chairman of the Board</b>	
		<b>Imperial Land Limited</b>	<b>Real estate</b>
<b>2014 – Present</b>	<b>:</b>	<b>Chairman of the Board</b>	
		<b>Sajja Bangsean Condominium Co., Ltd.</b>	<b>Real estate</b>
<b>2014 – Present</b>	<b>:</b>	<b>Chairman of the Board</b>	
		<b>Rich Man Property Co., Ltd.</b>	<b>Real estate</b>
<b>2014 – Present</b>	<b>:</b>	<b>Chairman of the Board</b>	
		<b>North Property Co., Ltd.</b>	<b>Real estate</b>

Other experience/ training : None

Illegal record during the past 10 years : None

Position in other organization that might cause any conflict of interest with the Company : None

Being a stakeholder in other organizations that might cause any conflict of interests : None

**Meeting attendance in 2020**

-	Annual General Meeting of Shareholders	0/1
-	Board of Directors Meeting	5/5



**(2) Profile of the Director retired by rotation and purposed for reappointment**

Name – Surname : Miss Praomart Hantra  
Age : 68 years  
Proposed Position : Director  
Possession of the Company's shares : None  
Family Relationship among Executives : None  
Highest Education : Master of Science, Chulalongkorn University  
Bachelor of Law, Sukhothai Thammathirat Open University  
Bachelor of Business Administration, Ramkhamhaeng University  
Other experience/ training : None



Completed programs by Thai Institute of Directors (IOD) : DCP 115/2009

**Working Experiences over the last 5 years**

**Type of Business**

**2016 – Present : Chairman of Audit Committee, Independent Director**  
**Member of the Nomination and Remuneration Committee**  
**EMC Public Company Limited Real estate and construction**

**2015 – Present : Member of Audit and Evaluation Department,**  
**Ministry of Transport**

**2015 – Present : Director of Student Loan Fund, Subcommittee on Information Technology,**  
**Ministry of Finance**

Illegal record during the past 10 years : None

Position in other organization that might cause any conflict of interest with the Company : None

Being a stakeholder in other organizations that might cause any conflict of interests : None

**Meeting attendance in 2020**

- Annual General Meeting of Shareholders	0/1
- Board of Directors Meeting	5/5
- Audit Committee Meeting	12/12
- Nominating Committee Meeting	1/1

**(3) Profile of the Director retired by rotation and purposed for reappointment**

Name – Surname : Mr. Pinit Kantikul

Age : 61 years

Proposed Position : Director

Possession of the Company's shares : None

Family Relationship among Executives : None

Highest Education : Master of Engineer (Civil Engineer  
Administration) Chulalongkorn University  
Bachelor of Engineering Program in Mechanical Engineering,  
Kasetsart University

Other experience/ training : None

Completed programs by Thai Institute of  
Directors (IOD) : None



**Working Experiences over the last 5 years**

**Type of Business**

**2021 – Present : Director, Executive Director,  
Authorized Director  
EMC Public Company Limited**

**Real estate and construction**

**2020 – Present : Chief Operating Officer (COO)  
EMC Public Company Limited**

**Real estate and construction.**

Illegal record during the past 10 years : None

Position in other organization that might cause any conflict of interest with the Company : None

Being a stakeholder in other organizations that might cause any conflict of interests : None

**Meeting attendance in 2020**

- Annual General Meeting of Shareholders 0/1
- Board of Directors Meeting 0/5

(The position from February 24, 2021; therefore, she did not participate in some meetings)

**(4) Profile of the Director retired by rotation and purposed for reappointment**

Name – Surname : **Mr. Vachara Pakdeemonthon**

Age : 55 years

Proposed Position : Director

Possession of the Company's shares : None

Family Relationship among Executives : None

Highest Education : Master of Engineering (Vocational Certificate in Construction Management Civil engineering),  
Rajamangala University Uten Tawai  
Bachelor of Engineering Program in Mechanical Engineering,  
Rajamangala University Uten Tawai



Other experience/ training : None

Completed programs by Thai Institute of Directors (IOD) : None

**Working Experiences over the last 5 years**

**Type of Business**

**2020 – Present : Director, Executive Director,  
Authorized Director**

**EMC Public Company Limited**

**Real estate and construction**

**2020 – Present : Managing Director Of Engineering  
EMC Public Company Limited**

**Real estate and construction**

Illegal record during the past 10 years : None

Position in other organization that might cause any conflict of interest with the Company : None

Being a stakeholder in other organizations that might cause any conflict of interests : None

**Meeting attendance in 2020**

- Annual General Meeting of Shareholders 0/1
- Board of Directors Meeting 4/5

(The position from February 26, 2020; therefore, she did not participate in some meetings)

The Chairman gave the shareholders an opportunity to ask questions and express their opinions.

As No one raised any questions; the chairman asked the meeting to vote.

Secretary of the meeting informed the meeting that Approval of the Company's financial statements in this agenda Must be approved by a majority vote of the shareholders who attend the meeting and vote.

**Resolution of the meeting** the meeting considered It was resolved to appoint a director who vacated office by rotation to be a director for another term according to the details proposed by the Board of Directors. With the majority votes of the shareholders and proxies attending the meeting and having the right to vote as follows:

1. Mr. Chanachai Leenabanchong

Certified	6,459,387,742	votes equivalent to	99.9999999985 %
Not certified	-	votes equivalent to	-
Abstained	100	votes equivalent to	0.0000000015 %

out of 6,459,387,842 All the votes attending the meeting and having the right to vote in this agenda.

2. Miss Praomart Hantra

Certified	6,163,118,942	votes equivalent to	95.41%
Not certified	-	votes equivalent to	-
Abstained	296,268,900	votes equivalent to	4.59 %

out of the number 6,459,387,842 All the votes attending the meeting and having the right to vote in this agenda

3. Mr. Pinit Kantikul

Certified	6,459,387,742	votes equivalent to	99.9999999985 %
Not certified	-	votes equivalent to	-
Abstained	100	votes equivalent to	0.0000000015 %

out of the number 6,459,387,842 All the votes attending the meeting and having the right to vote in this agenda

4. Mr. Vachara Pakdeemonthon

Certified	6,459,387,742	votes equivalent to	99.9999999985 %
Not certified	-	votes equivalent to	-
Abstained	100	votes equivalent to	0.0000000015 %

out of the number 6,459,387,842 All the votes attending the meeting and having the right to vote in this agenda

Agenda 6 To consider and approve the directors' remuneration for the year 2021

The Chairman explained to the meeting that in this agenda, it will be considered in accordance with the law requiring payment of remuneration to the Board of Directors. must be approved by the shareholders' meeting which the general meeting The shareholders of the Company for the year 2021 have resolved to approve the directors' remuneration for the year 2021 within the limit of not more than 4 million baht. The directors' remuneration for the past 3 years is as follows:

Year	Amount of Directors	AGM Resolution	Meeting Allowance	Other Allowance
2018	10 persons	Not more than 4 million baht	2.60 million baht	None
2019	9 persons	Not more than 4 million baht	2.37 million baht	None
2020	9 persons	Not more than 4 million baht	2.09 million baht	None

As for the remuneration of the Company's directors for the year 2021, the Board of Directors has considered it through screening from the Nomination and Remuneration Committee. which still adheres to the old practice, which is to consider the remuneration based on the size of the business and the responsibilities of the directors by comparing with other listed companies in the Stock Exchange of Thailand same industry group Therefore, it is appropriate to propose to the meeting to determine the annual remuneration of the Board of Directors. The same as last year is Within the limit of not more than 4 million baht, details are as follows:

1. Meeting allowance

- For the chairman of the company Chairman of the Nomination and Remuneration Committee Chairman of the Audit Committee will receive a meeting allowance of 30,000 baht per person.
- Company Director Nomination and Remuneration Committee Audit Committee will receive a meeting allowance of 20,000 baht per person.

2. Other remuneration of the Board of Directors

- Not more than 1% of net profit.
- For directors whose term is less than a year to be paid according to the length of office in that year.

## Director's Remuneration for the Year 2021

Board	Meeting Allowance (Baht/Person/Time)	Other Remuneration
Chairman Chairman of Audit Committee Chairman of Nomination and Remuneration Committee	30,000	< 1% Of Net Profit
Director Audit Committee Nomination and Remuneration Committee	20,000	

The Chairman gave the shareholders an opportunity to ask questions and express their opinions.

As No one raised any questions; the chairman asked the meeting to vote.

The meeting secretary informed the meeting that Annual Directors' Remuneration Approval 2021 must be approved by a vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting and having the right to vote.

Resolution of the meeting the meeting considered Has resolved to approve the director's remuneration for the year 2021 within the limit of not more than 4 million baht, according to the proposed details. with a vote of not less than two-thirds of the total votes of the shareholders who attended the meeting and had the right to vote as follows:

Certified	6,459,387,742	votes equivalent to	99.9999999985 %
Not certified	-	votes equivalent to	-
Abstained	100	votes equivalent to	0.0000000015 %

## Agenda 7 To consider and approve the appointment of auditors and determine the audit fee for the year 2021

The Chairman explained to the meeting that in this agenda, it will be considered in accordance with the law requiring the general meeting of shareholders to appoint auditors and determine the auditor's remuneration. The audit firm and audit fees in the past 3 years are as follows:

Year	Auditor Company	Audit Fees
2018	SP AUDIT Company Limited	5.40 million baht (For company 2.75 million baht and subsidiaries 2.65 million baht)
2019	D I S International Company Limited	4.91 million baht (For company 2.40 million baht and subsidiaries 2.51 million baht)
2020	D I S International Company Limited	4.945 million baht (For company 2.64 million baht and subsidiaries 2.305 million baht)

The Board of Directors has considered Opinions as proposed by the Audit Committee It is deemed appropriate to propose to the meeting to consider appointing an auditor from DIA International Company Limited as the Company's auditor for the year 2021 as follows:

- |                               |                                      |        |
|-------------------------------|--------------------------------------|--------|
| 1. Mrs. Suwimon Krittayakiat  | Certified Public Accountant No. 2982 | and/or |
| 2. Ms. Somjintana Polhirunrat | Certified Public Accountant No. 5599 | and/or |
| 3. Mr. Jumpot Prairattanakorn | Certified Public Accountant No. 7645 | and/or |
| 4. Mr. Nophruek Phitsanuwong  | Certified Public Accountant No. 7764 | and/or |
| 5. Ms. Supaporn Mungjit       | Certified Public Accountant No. 8125 | and/or |
| 6. Mr. Wirot Sujatham Nukul   | Certified Public Accountant No. 5128 |        |

The Board of Directors is of the opinion that Such auditors have qualifications as specified by the SEC and the Stock Exchange of Thailand. be independent There is no conflict of interest with the company. and has expertise in auditing as well as having auditing standards that are accepted by companies listed on the Stock Exchange. by having one of the auditors Have the authority to audit and express opinions on the Company's financial statements if the certified auditor is unable to perform the work for the audit firm to procure an auditor other permission can be obtained instead.

For the determination of the audit fee for the year 2021 in the amount of not more than 4,795,000 baht, which is the audit fee for the company only in the amount of 2,640,000 baht and the subsidiary in the amount of 2,155,000 baht.

The Chairman gave the shareholders an opportunity to ask questions and express their opinions.

As No one raised any questions; the chairman asked the meeting to vote.

The meeting secretary informed the meeting that Approval of the appointment of auditors and the determination of the audit fee for the year 2021 must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

**Resolution of the meeting** the meeting considered It was resolved to approve the appointment of auditors and to determine the audit fee for the year 2021 with the majority votes of the shareholders who attended the meeting and voted as follows:

Certified	6,459,387,742	votes	equivalent to	99.9999999985%
Not certified	-	votes	equivalent to	-
Abstained	100	votes	equivalent to	0.0000000015%

#### **Agenda 8 Consider other matters**

The Chairman informed the meeting that at present, the various agendas as specified in the invitation letter have been completely considered by the shareholders' meeting. I don't know if any shareholder wishes to ask further questions or not.

**Question from Ms. Piyapong Prasarthong**, a shareholder, asked a question in advance. Shareholder registration number 4-05220912-5 holding 100 shares.

- From the epidemic situation of Virus Covid-19, has the company been affected by the business operation or not?
- What are EMC's upcoming projects in 2021, and how are the projects EMC is working on?
- Is the project EMC is working on, has the EIA reported yet?

*Mr. Ratchai Pichayapoom clarified as follows:*

- Construction work is a continuous obligation. will not be affected If the company delivers the work as scheduled However, in the real estate development sector, there may be some impact on the purchasing power of households in the country during the Covid-19 virus epidemic.

- Currently, there are 4 construction projects with a project value of approximately 6 billion baht, of which some revenues have been recognized. There are about 2 billion baht remaining that are gradually recognized as income. It is expected that 2 projects will be delivered in 2021 and the other 2 projects should be delivered no later than 2023.

- Most real estate development projects require an EIA in order to carry out construction and sell or transfer to customers. At present, we do not have any projects that require EIA approval.



When no one asked or proposed any other matter to the meeting, the Chairman, on behalf of the Board of Directors, thanked the shareholders for attending the meeting today. and has always given good support to the company's business and requested to close the meeting

The meeting closed at 3:30 p.m.

Signed \_\_\_\_\_ Chairman of the meeting  
( Mr. Ratchai Pichayapoom)

Signed \_\_\_\_\_ Director  
(Acting Sub. Lt. Matee Ittirivichai)

**(1) Profile of the Director retired by rotation and purposed for reappointment**

Name – Surname : Mr. Voravit Leenabanchong  
 Age : 54 years  
 Proposed Position : Director  
 Possession of the Company's shares : 7.847  
 Family Relationship among Executives : Brother of Mr.Chanachai Leenabanchong  
 Highest Education : Bachelor of Business Administration, Bangkok University

**Working Experiences over the last 5 years****Type of Business**

2016 – Present	: Director, Executive Director, Authorized director	
	EMC Public Company Limited	Real Estate and Construction
2016 – Present	: Director	
	Sajja Bangsaen Condominium Co., Ltd.	Real Estate
2016 – Present	: Director	
	Richman Property Company Limited	Real Estate
2016 – Present	: Director	
	North Property Co., Ltd.	Real Estate
2016 – Present	: Director	
	Siam Bangkok Development Co., Ltd.	Real Estate
2016 – Present	: Director	
	Sanken-EMC Co., Ltd.	Construction engineering services System work

Completed programs by Thai Institute of Directors (IOD) : DAP 226/2016

Other experience/ training : None

Illegal record during the past 10 years : None

Position in other organization that might cause any conflict of interest with the Company : None

Being a stakeholder in other organizations that might cause any conflict of interests : None

**Meeting attendance In 2021**

- Annual General Meeting of shareholder 1/1
- Board of Director Meeting 6/6

Type of director to be appointed - company director which has been scrutinized by the Nomination and Remuneration Committee and the Board of Directors.

Forbidden Qualification - Has no criminal record in property-related offenses committed in corruption

**(2) Profile of the Director retired by rotation and purposed for reappointment**

Name – Surname : Mr. Punntee Sriwongthai

Age : 59 years

Proposed Position : Director

Possession of the Company's shares : None

Family Relationship among Executives : None

Highest Education : Faculty of Law Ramkhamhaeng university

Other experience/ training : None

**Working Experiences over the last 5 years****Type of Business**

2012 – Present	: Audit Committee, Independent Director EMC Public Company Limited	Real Estate and Construction
2014 – 2021	: Independent Director/ Audit Committee PAE (Thailand) Public Company Limited	Real Estate and Construction
Present	: Director Woradit Palace Museum Foundation	Foundation
Present	: Legal counsel and lawyer Three Six Five Public Company Limited M Vision Public Company Limited Plan B Media Public Company Limited Thai Film Industries Public Company Limited Foundation Prince Phoon Phisamai Dissakun Kimberly-Clark Thailand Company Limited Pao Jin Chong Company Limited and its affiliates Chok Peerawat Company Limited, owner of Amari Vogue Hotel Resort and Spa Vogue Krabi and affiliated companies Many other companies	Produces and produces advertising media Events, Producing print mobile media Produces and produces advertising media Produce and distribute film, Plastic Foundation Produces and sells paper Create a drama movie Hotel Department store
1987- Present	Office owner Siwongthai Lawyer Office	Lawyer

Completed programs by Thai Institute of Directors (IOD) : DAP 72/2008, ACCP 19/2015

Experience / Other training : None

Illegal record during the past 10 years : None

Position in other organization that might cause any conflict of interest with the Company : None

Being a stakeholder in other organizations that might cause any conflict of interests : None

**Meeting attendance in 2021**

- Annual General Meeting of Shareholders	1/1	- Board of Directors Meeting	6/6
- Audit Committee Meeting	12/12		

Type of director to be appointed - company director which has been scrutinized by the Nomination and Remuneration Committee and the Board of Directors.

Forbidden Qualification - Has no criminal record in property-related offenses committed in corruption

Mr. Punntee Sriwongthai who held an independent director position for more than 9 years and in accordance with the policies and principles of governance company's business Therefore, the board of directors resolved not to propose such agenda.

**(3) Profile of the Director retired by rotation and purposed for reappointment**

Name – Surname : Mr. Matee Ittiriwichai  
 Age : 44 years  
 Proposed Position : Director  
 Possession of the Company's shares : 0.0001  
 Family Relationship among Executives : None  
 Highest Education : Bachelor of Business Administration Program in



General Management, Bansomdejchaopraya Rajabhat University.

**Working Experiences over the last 5 years****Type of Business**

2007 – Present	:	Director / Secretary EMC Public Company Limited	Real Estate and Construction
2020 – Present	:	Director Asian Corrosion Control Technology Company Limited	Selling products and color related products Sales and service of corrosion protection work
2020 – Present	:	Director Richman Property Company Limited	Buy, sell, rent condominiums, condominiums, mansions, apartments and all kinds of real estate
2020 – Present	:	Director Sajja Bangsaen Condominium Company Limited	Buying, selling, renting, condominium and real estate transactions
2020 – Present	:	Director North Property Company Limited	Buy, sell, rent condominiums, condominiums, mansions, apartments and all kinds of real estate.
2020 – Present	:	Director Imperial Land Company Limited	real estate development for sale or for rent
2020 – 2021	:	Director / Secretary Dimet (Siam) Public Company Limited	Manufacture and sale of paints

Completed programs by Thai Institute of : None

Directors (IOD)

Experience / Other training : None

Illegal record during the past 10 years : None

Position in other organization that might cause any conflict of interest with the Company : None

Being a stakeholder in other organizations that might cause any conflict of interests : None

**Meeting attendance in 2021**

- |  |     |
|--|-----|
| - Annual General Meeting of Shareholders | 1/1 |
| - Board of Directors Meeting             | 6/6 |
| - Nomination Committee Meeting           | 1/1 |

Type of director to be appointed - company director which has been scrutinized by the Nomination and Remuneration Committee and the Board of Directors.

Forbidden Qualification        - Has no criminal record in property-related offenses committed in corruption

### **Profile of the Independent Directors**

**1. Miss Praomart Hantra** Age : 69 years

Independent Director, Chairman of the Audit Committee, Nomination & Remuneration Committee

Address : EMC Public Co., Ltd.  
: 140/66-67 ITF Tower, 28<sup>th</sup> Floor, Silom Road, Suriyawong,  
Bangrak, Bangkok 10500

No. of share : none

Conflict of interest : - None -

Meeting attendance in 2021 :

- Audit Committee	12/12
- Board of Directors	6/6
- Nomination & Remuneration Committee	1/1
- Annual General Meeting of Shareholders	1/1



**2. Miss Thaweesri Wikayathipat** Age : 70 years

Independent Director, Chairman of the Nomination & Remuneration Committee, Audit Committee

Address : EMC Public Co., Ltd.  
: 140/66-67 ITF Tower, 28<sup>th</sup> Floor, Silom Road, Suriyawong,  
Bangrak, Bangkok 10500

No. of share : none

Conflict of interest : - None -

Meeting attendance in 2021 :

- Audit Committee	12/12
- Board of Directors	6/6
- Nomination & Remuneration Committee	1/1
- Annual General Meeting of Shareholders	1/1



**3. Dr. Yaowarin Srichainan** Age : 70 years

Independent Director, Nomination & Remuneration Committee, Audit Committee

Address : EMC Public Co., Ltd.  
: 140/66-67 ITF Tower, 28<sup>th</sup> Floor, Silom Road, Suriyawong,  
Bangrak, Bangkok 10500

No. of share : none

Conflict of interest : - None –

Meeting attendance in 2021 :

- Audit Committee	12/12
- Board of Directors	6/6
- Nomination & Remuneration Committee	1/1
- Annual General Meeting of Shareholders	1/1



**4. Mr. Pannatee Sriwongthai** Age : 59 years

Independent Director, Audit Committee

Address : EMC Public Co., Ltd.  
: 140/66-67 ITF Tower, 28<sup>th</sup> Floor, Silom Road, Suriyawong,  
Bangrak, Bangkok 10500

No. of share : none

Conflict of interest : Interested person on agenda no. 5, as one of the retiring  
Directors being proposed for reappointment

Meeting attendance in 2021 :

- Audit Committee	12/12
- Board of Directors	6/6
- Annual General Meeting of Shareholders	1/1





**PROXY FORM A.**

Made at .....

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

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

Residing at No.....Road.....Sub-district.....

District.....Province.....Postcode.....

(2) Being a shareholder of EMC Public Company Limited, holding a total amount of.....share(s) and having voting rights equivalent to.....vote(s), the details of which are as follows:

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

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

(3) Hereby authorize (A Shareholders can appoint independent directors of the company. The details of the independent directors of the Company appear in Enclosure No. 4.)

1. ....Miss Prowmat huntra.....Age.....69.....years

Residing at No. ....140/66-67 ITF Tower, 28th Floor.... Road Silom.....Sub-district.....Suriyawong.....

District.....Bangrak Province.....Bangkok.....Postcode 10500 or

2. ....Dr. Yaowarin Srichainan.....Age.....70.....years

Residing at No. ....140/66-67 ITF Tower, 28th Floor.... Road Silom.....Sub-district.....Suriyawong.....

District.....Bangrak Province.....Bangkok.....Postcode 10500 or

3. ....Miss Taweesri Wikyathipat.....Age.....70.....years

Residing at No. ....140/66-67 ITF Tower, 28th Floor.... Road Silom.....Sub-district.....Suriyawong.....

District.....Bangrak Province.....Bangkok.....Postcode 10500 or

4. ....Age.....years

Residing at No.....Road.....Sub-district.....

District.....Province.....Postcode.....or

Only one person is my representative to attend the meeting and vote on my behalf at the meeting. Annual General Meeting of Shareholders for the year 2022 via electronic media (E-AGM) on Thursday, April 28, 2022 at 2:00 p.m. or to be postponed to other days, times and places as well.

Signed.....Grantor

(.....)

Signed.....Proxy

(.....)

Signed.....Proxy

(.....)

Signed.....Proxy

(.....)

**Note:**

A shareholders appointing proxies must appoint only one proxy to attend the meeting and not vote. Able to split the number of shares to multiple proxies to split the votes.

**PROXY FORM B.**

Encloser No.5

Made at .....

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

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

Residing at No. .... Road ..... Sub-district .....

District ..... Province ..... Postcode .....

(2) Being a shareholder of EMC Public Company Limited, holding a total amount of ..... share(s)

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

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

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

(3) Hereby authorize (A Shareholders can appoint independent directors of the company. The details of the independent directors of the Company appear in Enclosure No. 4.)

a ..... Miss Prowmat huntra ..... Age ..... 69 ..... years

Residing at No. ... 140/66-67 ITF Tower, 28th Floor.... Road Silom ..... Sub-district..... Suriyawong.....

District..... Bangrak Province ..... Bangkok ..... Postcode 10500 or

b. .... Dr. Yaowarin Srichainan ..... Age ..... 70 ..... years

Residing at No. ... 140/66-67 ITF Tower, 28th Floor.... Road Silom ..... Sub-district..... Suriyawong.....

District..... Bangrak Province ..... Bangkok ..... Postcode 10500 or

c. .... Miss Taweeri Wikyathipat ..... Age ..... 70 ..... years

Residing at No. ... 140/66-67 ITF Tower, 28th Floor.... Road Silom ..... Sub-district..... Suriyawong.....

District..... Bangrak Province ..... Bangkok ..... Postcode 10500 or

d. .... Age ..... years

Residing at No. .... Road ..... Sub-district .....

District ..... Province ..... Postcode ..... or

Only one person is my representative to attend the meeting and vote on my behalf at the meeting. Annual General Meeting of Shareholders 2022 via electronic media (E-AGM) on Thursday, April 28, 2022 at 2:00 p.m. or to be postponed to other days, times and places as well.

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

Agenda 1 To consider certifying the Minutes of the Annual General Meeting of Shareholders 2021

☐ (a) The proxy holder has the right to consider and vote on my behalf in all respects as he or she deems appropriate.

☐ (b) The proxy must cast the votes in accordance with the following instructions.

☐ Approve☐ Disapprove☐ Abstain

Agenda 2 To acknowledge the operating results for the year 2021

This agenda is for acknowledgement only and no voting is required

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

☐ (a) The proxy is entitled to cast the votes on my behalf at its own discretion.

☐ (b) The proxy must cast the votes in accordance with the following instructions.

☐ Approve☐ Disapprove☐ Abstain

Agenda 4 Acknowledge the non-allocation of legal reserve funds of the revenues reserved by the law and dividend payment for the year 2021

This agenda is for acknowledgement only and no voting is required

Agenda 5 To consider and approve the appointment of directors in replacement of those who are retired by rotation

- ☐ (a) The proxy is entitled to cast the votes on my behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions.
- ☐ Appointment of the entire Board of Directors
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Appointment of any director (s)

The Board of Directors resolved to propose to the agenda.

1. Mr. Voravit Leenabanchong

☐ Approve ☐ Disapprove ☐ Abstain

The Board of Directors resolved not to propose to the agenda.

2. Mr. Punntee Sriwongthai

☐ Approve ☐ Disapprove ☐ Abstain

The Board of Directors resolved to propose to the agenda.

3. Mr. Matee Ittiriwichai

☐ Approve ☐ Disapprove ☐ Abstain

Agenda 6 To consider and approve the director's remuneration for the year 2022

- ☐ (a) The proxy is entitled to cast the votes on my behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions.
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 7 To consider and approve the appointment of the auditor of the Company and the audit fees for 2022

- ☐ (a) The proxy is entitled to cast the votes on my behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions.
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 8 To consider other business (if any)

- ☐ (a) The proxy is entitled to cast the votes on my behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions.
- ☐ Approve ☐ Disapprove ☐ Abstain

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

(6) In case I/we have not declared a voting intention in any agenda or my/our determination is not clear or in case the meeting considers or passes resolutions in any matters apart from the agenda as specified above, including the case that there is any amendment, modification or addition of any fact, the proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

Any business carried on by the proxy holder in the said meeting, except the proxy holder does not vote as I/we specify in the proxy form, shall be deemed as having been carried out by myself/ourselves in all respects.

Signed ..... Grantor  
(.....)

Signed ..... Proxy  
(.....)

Signed ..... Proxy  
(.....)

Signed ..... Proxy  
(.....)

Note:

1. A shareholder shall appoint only one proxy holder to attend and vote at the meeting. A shareholder may not split shares and appoint more than one proxy holder in order to split votes.
2. In agenda regarding the election of directors, the ballot can be either for all the nominated candidates as a whole or for an individual nominee.
3. In case that there are any further agenda items apart from specified above brought into consideration in the meeting, the proxy holder may use the Annex attached to the Proxy Form B.

**Annex attached to the Proxy Form B.**

Appointment as a shareholder of EMC Public Company Limited.

At the 2022 Annual General Meeting of Shareholders via electronic media (E-AGM) on Thursday, April 28, 2022 at 2:00 p.m.  
other times and places as well.

Agenda.....re.....

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

☐ (a) The Proxy holder shall vote in accordance with my wish as follows:

☐ Approve

☐ Disapprove

☐ Abstain

Agenda.....re.....

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

☐ (a) The Proxy holder shall vote in accordance with my wish as follows:

☐ Approve

☐ Disapprove

☐ Abstain

Agenda.....re.....

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

☐ (a) The Proxy holder shall vote in accordance with my wish as follows:

☐ Approve

☐ Disapprove

☐ Abstain

Agenda.....re.....

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

☐ (a) The Proxy holder shall vote in accordance with my wish as follows:

☐ Approve

☐ Disapprove

☐ Abstain

Agenda.....re.....

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☐ Approve

☐ Disapprove

☐ Abstain

Agenda.....re.....

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

☐ (a) The Proxy holder shall vote in accordance with my wish as follows:

☐ Approve

☐ Disapprove

☐ Abstain

Agenda.....re.....

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

☐ (a) The Proxy holder shall vote in accordance with my wish as follows:

☐ Approve

☐ Disapprove

☐ Abstain

**PROXY FORM C.**

(The form used only in the case that the shareholder is a foreign investor and has appointed a custodian (Custodian in Thailand is a stock depository and keeper)

Made at .....

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

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

Residing at No. .... Road ..... Sub-district .....

District ..... Province ..... Postcode .....

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

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

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

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

(2) Hereby authorize

a. .... Miss Prowmat huntra ..... Age ..... 69 ..... years

Residing at No. ... 140/66-67 ITF Tower, 28th Floor.... Road Silom ..... Sub-district ..... Suriyawong.....

District ..... Bangrak Province ..... Bangkok ..... Postcode 10500 or

b. .... Dr. Yaowarin Srichainan ..... Age ..... 70 ..... years

Residing at No. ... 140/66-67 ITF Tower, 28th Floor.... Road Silom ..... Sub-district ..... Suriyawong.....

District ..... Bangrak Province ..... Bangkok ..... Postcode 10500 or

c. .... Miss Taweessri Wikyathipat ..... Age ..... 70 ..... years

Residing at No. ... 140/66-67 ITF Tower, 28th Floor.... Road Silom ..... Sub-district ..... Suriyawong.....

District ..... Bangrak Province ..... Bangkok ..... Postcode 10500 or

d. .... Age ..... years

Residing at No. .... Road ..... Sub-district .....

District ..... Province ..... Postcode ..... or

Only one person is my representative to attend the meeting and vote on my behalf in The 2022 Annual General Meeting of

Shareholders via electronic media (E-AGM) on Thursday, April 28, 2022 at 2:00 p.m. or at any other date, time, and place.

(3) I/we authorize the proxy holder to attend the meeting and vote as follows:

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

☐ Grant partial shares of

☐ ordinary share ..... share(s), having voting rights equivalent to ..... vote(s)

☐ preferred share ..... share(s), having voting rights equivalent to ..... vote(s)

Total voting rights ..... vote(s)

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

Agenda 1 To consider and certify the minutes of the Annual General Meeting of shareholders for 2021

☐ (a) The proxy is entitled to cast the votes on my behalf at its own discretion.

☐ (b) The proxy must cast the votes in accordance with the following instructions.

☐ Approve

☐ Disapprove

☐ Abstain

- Agenda 2 To acknowledge the operating results for the year 2021  
This agenda is for acknowledgement only and no voting is required.
- Agenda 3 To consider and approve the Financial Statements for the year ended 31 December 2021
- ☐ (a) The proxy is entitled to cast the votes on my behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions.
- ☐ Approve ☐ Disapprove ☐ Abstain
- Agenda 4 Acknowledge the non-allocation of legal reserve funds of the revenues reserved by the law and dividend payment for the year 2021  
This agenda is for acknowledgement only and no voting is required.
- Agenda 5 To consider and approve the appointment of directors in replacement of those who are retired by rotation
- ☐ (a) The proxy is entitled to cast the votes on my behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions.
- ☐ Appointment of the entire Board of Directors
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Appointment of any director (s)
- The Board of Directors resolved to propose to the agenda.
1. Mr. Voravit Leenabanchong
- ☐ Approve ☐ Disapprove ☐ Abstain
- The Board of Directors resolved not to propose to the agenda.
2. Mr. Punntee Sriwongthai
- ☐ Approve ☐ Disapprove ☐ Abstain
- The Board of Directors resolved to propose to the agenda.
3. Mr. Matee Ittiriwichai
- ☐ Approve ☐ Disapprove ☐ Abstain
- Agenda 6 To consider and approve the director's remuneration for the year 2022
- ☐ (a) The proxy is entitled to cast the votes on my behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions.
- ☐ Approve ☐ Disapprove ☐ Abstain
- Agenda 7 To consider and approve the appointment of the auditor of the Company and the audit fees for 2022
- ☐ (a) The proxy is entitled to cast the votes on my behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions.
- ☐ Approve ☐ Disapprove ☐ Abstain
- Agenda 8 To consider other business (if any)
- ☐ (a) The proxy is entitled to cast the votes on my behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions.
- ☐ Approve ☐ Disapprove ☐ Abstain

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

(6) In case I/we have not declared a voting intention in any agenda or my/our determination is not clear or in case the meeting considers or passes resolutions in any matters apart from the agenda as specified above, including the case that there is any amendment, modification or addition of any fact, the proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

Any business carried on by the proxy holder in the said meeting, except the proxy holder does not vote as I/we specify in the proxy form, shall be deemed as having been carried out by myself/ourselves in all respects.

Signed ..... Grantor  
(.....)

Signed ..... Proxy  
(.....)

Signed ..... Proxy  
(.....)

Signed ..... Proxy  
(.....)

Note:

1. The Proxy Form C. only use for shareholders whose names appearing in the foreign investors registration and he/she appointed a custodian in Thailand to be responsible for safeguarding shares only.
2. Documents and evidences to be enclosed with the proxy form are:
  - (1) Power of attorney from the shareholder authorizes a custodian to sign the Proxy Form on behalf of the shareholder
  - (2) Letter of certification to certify that the signer in the Proxy Form have a permit to act as a Custodian.
3. A shareholder shall appoint only one proxy holder to attend and vote at the meeting. A shareholder may not split shares and appoint more than one proxy holder in order to split votes.
4. In agenda regarding the election of directors, the ballot can be either for all the nominated candidates as a whole or for an individual nominee.
5. In case that there are any further agenda items apart from specified above brought into consideration in the meeting, the proxy holder may use the Annex attached to the Proxy Form C.



**Annex attached to the Proxy Form C.**

A proxy is granted by a shareholder of EMC Public Co., Ltd. for the Annual General Shareholder Meeting 2021 to be held on April 29, 2021 at 2.00 pm. to 5.00 pm. at Crystal room (2<sup>st</sup> Floor), he Tawana Bangkok, No.80 Surawongse Road, Bangkok, , or on any date and at any postponement thereof.

Agenda.....re.....

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

☐ (a) The Proxy holder shall vote in accordance with my wish as follows:

☐ Approve                      ☐ Disapprove                      ☐ Abstain

Agenda.....re.....

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

☐ (a) The Proxy holder shall vote in accordance with my wish as follows:

☐ Approve                      ☐ Disapprove                      ☐ Abstain

Agenda.....re.....

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

☐ (a) The Proxy holder shall vote in accordance with my wish as follows:

☐ Approve                      ☐ Disapprove                      ☐ Abstain

Agenda.....re.....

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

☐ (a) The Proxy holder shall vote in accordance with my wish as follows:

☐ Approve                      ☐ Disapprove                      ☐ Abstain

Agenda.....re.....

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

☐ (a) The Proxy holder shall vote in accordance with my wish as follows:

☐ Approve                      ☐ Disapprove                      ☐ Abstain

Agenda.....re.....

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

☐ (a) The Proxy holder shall vote in accordance with my wish as follows:

☐ Approve                      ☐ Disapprove                      ☐ Abstain

Agenda.....re.....

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

☐ (a) The Proxy holder shall vote in accordance with my wish as follows:

☐ Approve                      ☐ Disapprove                      ☐ Abstain

**Rules For shareholder meeting**

**Articles of Association**

**CHAPTER IV**

**BOARD OF DIRECTORS**

- Article 13. Except as provided in Article 17, the election of the company's directors shall be made by a general meeting of shareholders in accordance with the following rules and methods:
- (1) each shareholder shall have a number of votes equal to the number of shares held by him.
  - (2) each shareholder may exercise all the votes he has under (1) to elect one or more persons as directors, but he may not split his votes among any such persons.
  - (3) The person obtains the highest votes as well as those obtain the respective vote from the meeting shall be elected as directors of the company in a number not exceed the total number of directors required to be elected for such election. In case number of persons obtaining the equal respective vote from the meeting is in excess of the actual number of directors required for such election, the chairman of the meeting shall have a casting vote.
- Article 14. At every annual ordinary meeting, one-third of the directors shall retire from office. The director who has been in the office for the longest term shall firstly be retired. If their number is not a multiple of three, then the number nearest to one-third must retire from office. The retired director is eligible for election.
- Article 17. If a directorship becomes vacant for any reason other than by rotation, the board of directors shall elect a person, who is qualified and has no prohibited characteristics according to Section 68 of the Public Limited Company Act B.E. 2535 (1992), as director to fill the vacancy at the subsequent board of directors meeting, unless the remaining term of the director is less than 2 months. The director who fills the vacancy shall retain his office only for the remaining term of the office of the director whom he replaces.
- The resolution of the board of directors under the first paragraph shall consist of not less than three-fourth of the votes of the remaining directors.
- Article 18. The shareholders meeting may adopt a resolution to remove any director from office prior to his retirement by rotation by a vote of not less than three-fourth of the number of shareholders who attend and have the right to vote in the meeting and collectively hold not less than half of the shares held by the shareholders attending and have the right to vote in such meeting.

**CHAPTER V**  
**SHAREHOLDERS MEETING**

Article 28. The board of directors shall hold an annual ordinary meeting of shareholders within 4 months from the end of the fiscal year of the company.

All other meetings of shareholders apart from the above mentioned shall be called extraordinary meetings. The board of directors may summon an extraordinary meeting of shareholders whenever it think fit.

The shareholders holding altogether not less than one-fifth of all issued shares or not less than 25 shareholders holding altogether not less than one-tenth of all issued share shall, in any particular time, make a request in writing to the board of director to summon an extraordinary meeting by clearly specifying therein a reason of such requisition. The board shall summon a shareholders meeting within one month from the date the shareholders' request is received.

Article 29. In summoning a shareholders meeting, the board of directors shall prepare a notice specifying the place, date, time, agenda and matters to be proposed to the meeting together with adequate details, by clearly indicating whether such matters are proposed for acknowledgement, for approval or for consideration, as the case may be, as well as the board's opinions on such matters. Such notice shall be sent to the shareholders not less than 7 days prior to the date of the meeting and advertised in a Thai newspaper for 3 consecutive days not less than 3 days prior to the date of the meeting.

Article 30. At a shareholders meeting, there must be not less than twenty-five shareholders and the shareholders' proxies (if any) or not less than half of the total number of shareholders holding altogether not less than one-third of the total issued shares attending the meeting the meeting to constitute a quorum.

In case it appears at any shareholders meeting that within one hour after the time appointed for the meeting for the meeting, the number of shareholders attending the meeting does not constitute the quorum as mentioned in the above paragraph, the meeting, if summoned upon the requisition of shareholders, shall be cancelled. If the meeting had not been summoned upon the requisition of shareholders, another meeting shall be summoned. The notice for summoning such meeting shall be sent to the shareholders in not less than 7 days prior to the date of the meeting and at such subsequent meeting no quorum shall be necessary.

Article 31. The resolution of the shareholders meeting shall require the following votes :

- (1) In normal cases, the resolution shall be adopted by the majority votes of the shareholders who are present and vote in the meeting, of which one share will be counted as one vote. In as of equality of votes, the chairman of the meeting shall have a second or casting vote.
- (2) In the following cases, the resolution shall be adopted by the votes of not less than three-fourth of the total votes of shareholders who are present and entitled to vote, and of which one share will be counted as one vote.
  - (a) Sale or transfer of the whole or an essential part of the company's business to other person.
  - (b) Purchase or acceptance of business of any other private company .

- (c) Execution, amendment or termination of a contract in relation to the leasing of the whole or an essential part of the company's business, the assignment to any other person to manage the company's business or the consolidation of the company's business with other persons for the purpose of profit and loss sharing.

Article 32. The businesses to be transacted at the annual ordinary meeting are as follows :

- (1) To consider the report proposed to the meeting by the board of directors on the company's business operation during the past year.
- (2) To consider and approve the balance sheet of the company.
- (3) To consider appropriation of profit.
- (4) Election of directors in place of those retiring by rotation.
- (5) Appointment of an auditor.
- (6) Other businesses.

## QR code Downloading Procedures for the Annual Report 2021

Annual Report 2021 consisting of the Company's Board of Directors Report, Financial Statements for the year ended December 31, 2021.

The Thailand Securities Depository Co., as a securities registrar under the Stock Exchange of Thailand, has developed a system which allows SET Listed Companies to send to the shareholders documents regarding the General Meeting of Shareholders and the Annual Report in the form of E-books accessible through QR Code, thus allow the shareholders to access the information conveniently. Shareholders can download the aforementioned documents from the QR Code by following the steps below.

### **For IOS System**

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

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

### **For Android System**

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

#### How to scan the QR Code with Line application

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

## Guideline for attending the Annual General Meeting of Shareholders via electronic meeting (E-AGM)

### By Microsoft Teams VDO Conference System

#### The system requirement.

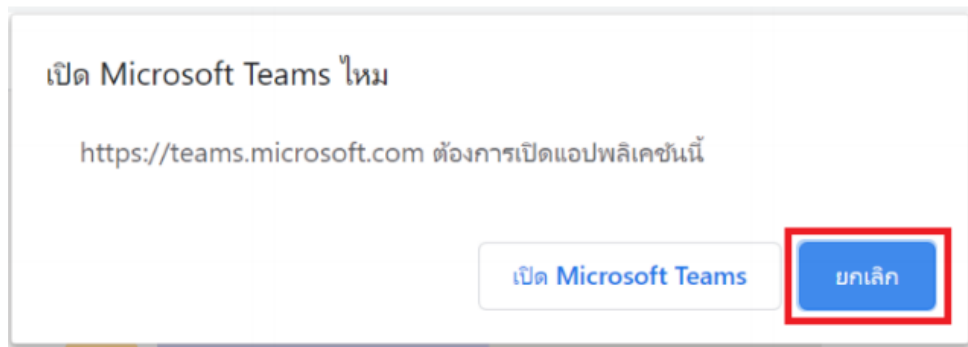
1. Notebook PC or Smart Phone
2. Notebook PC speakers or speakers that can connect to a Notebook PC.
3. Web Browser for PC Version 72 , IOS and Android or Microsoft Teams Application  
(with Window10)
4. Internet speed not lower than 1 Mbps

#### Steps to attend the Meeting via Google Chrome Web Browser.

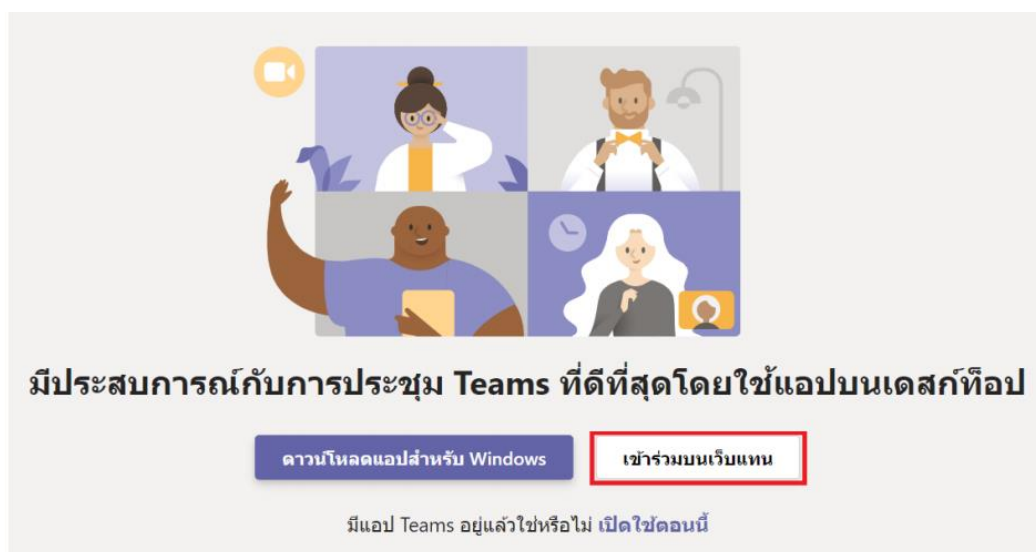
1. Shareholders open the Invitation E-mail that was sent after completed the registration.  
Then click the link shows 'Click here to join the meeting' to enter the meeting room.

The screenshot shows the Microsoft Teams meeting login interface. At the top, there is a Thai instruction: "กรุณา login Account และ Password ตามที่ระบุ". Below this, a red box highlights the login fields: "Account : 001@EMC.onmicrosoft.com" and "Password : Tpk12312". An orange box to the right of these fields contains the text "Email / Password for sign in before join meeting" with a red arrow pointing to the login fields. Below the login fields is a horizontal line, followed by the text "Microsoft Teams meeting". Underneath, it says "Join on your computer or mobile app". At the bottom, a red box highlights the link "Click here to join the meeting", and an orange box to its right contains the text "Click Link to join the Meeting" with a red arrow pointing to the link.

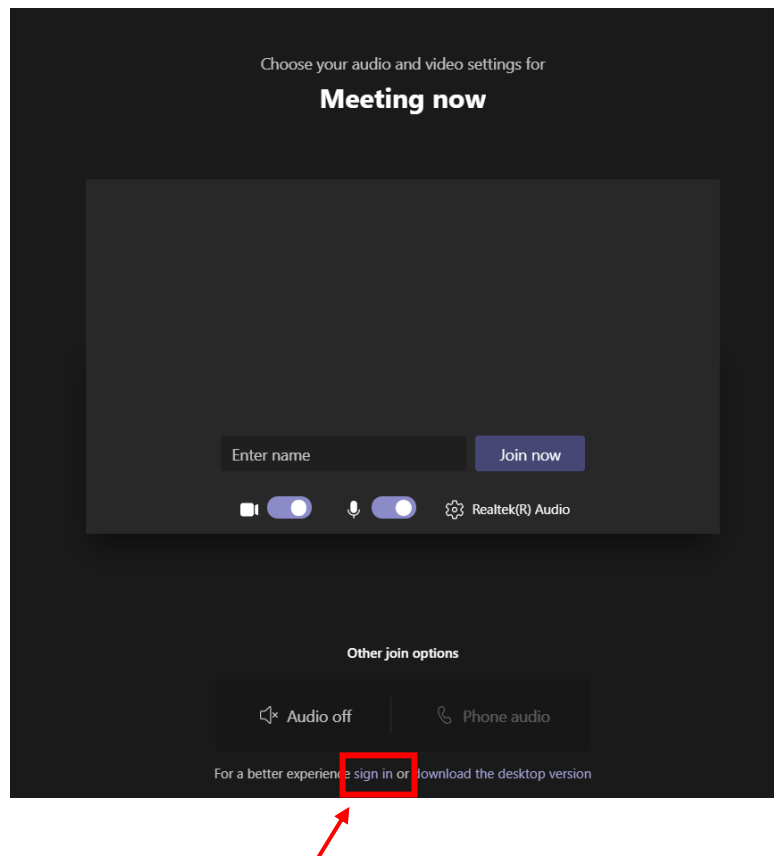
2. Browser will automatically ask user whether the user wants to open Microsoft Teams Application or not.  
Then Click Cancel.



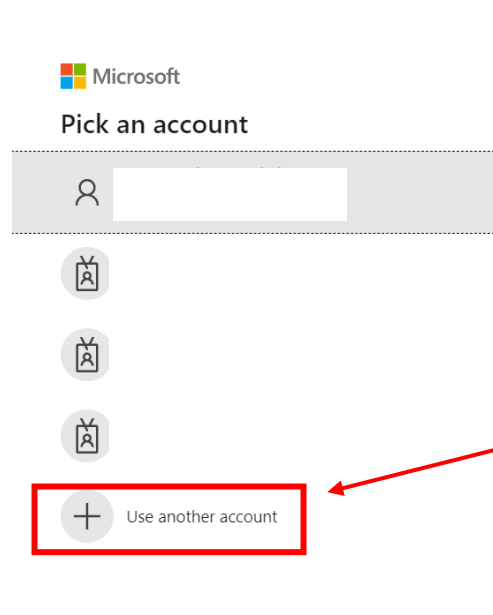
3. Click **Join on Web** instead



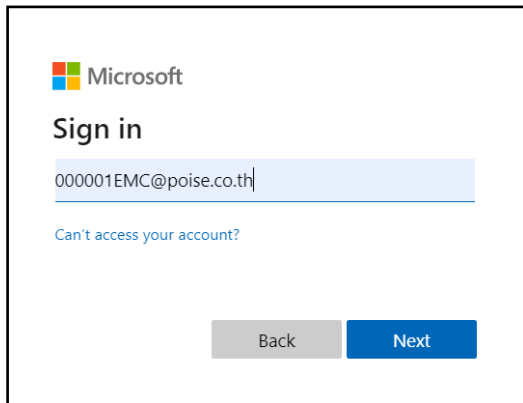
4. Click **Sign in** below. If shareholders have old account, shareholders need to sign out first.



The system will display “Pick an account”. Then choose “Use another account” and fill in Username / Password that received from the invitation email (step 1.)







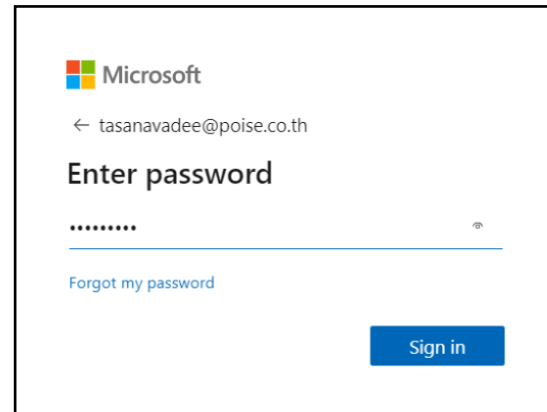
Microsoft

## Sign in

000001EMC@poise.co.th

[Can't access your account?](#)

[Back](#) [Next](#)



Microsoft

← tasanavadee@poise.co.th

## Enter password

.....

[Forgot my password](#)

[Sign in](#)

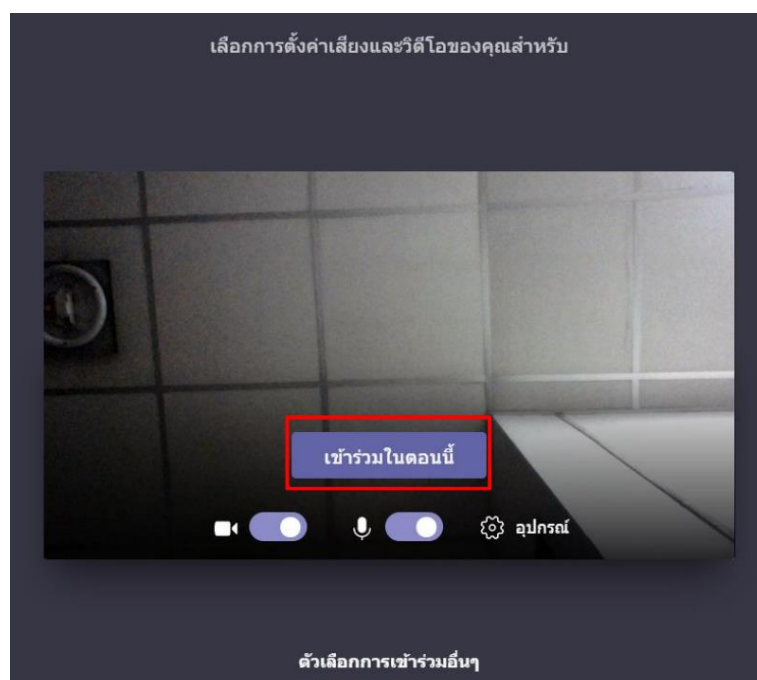
The system will force users to change password on their first login for privacy.

Current Password : The password from invitation e-mail

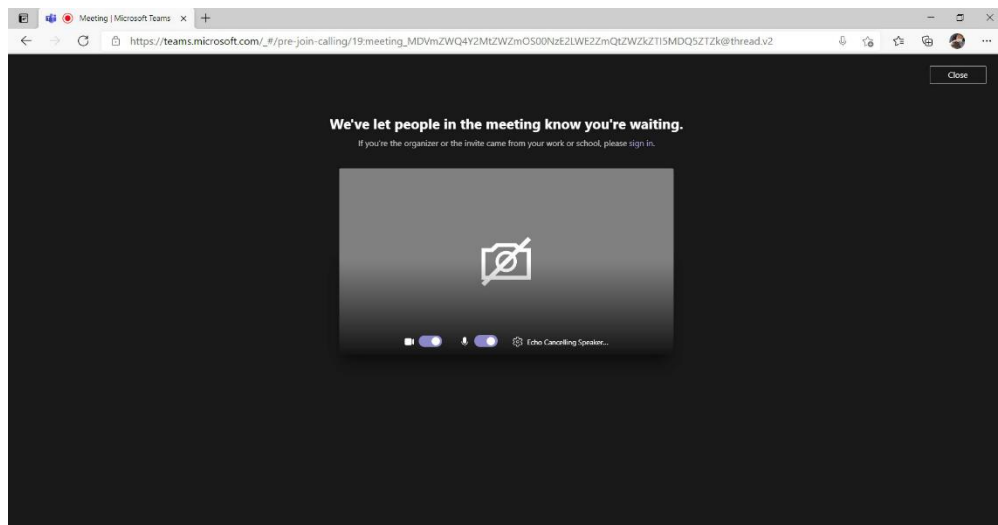
New Password : New password created by shareholders

Re-New Password : Re-enter New password

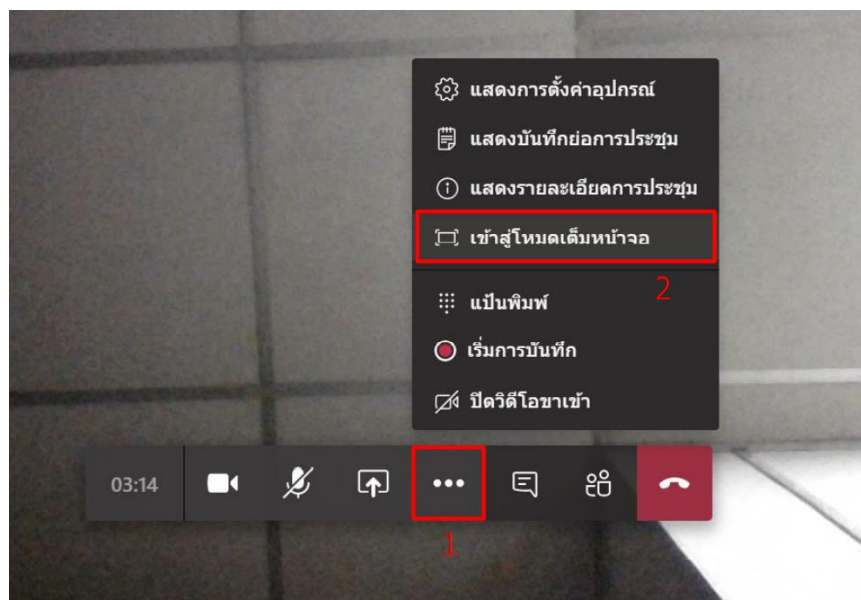
5. Click **Join now**



Then shareholders will wait in the Meeting Lobby. Meeting organizer will verify the identity and allow shareholders that login with correct Username from Invitation E-mail to the Meeting Room



6. The system will let shareholders into the meeting room. If shareholders want to change display to full screen, ... and select **Full screen**



## Steps to attend the Meeting via **Smart Phone**

1. Shareholders open “Microsoft Teams Mobile Application”.

### Microsoft Teams



ยินดีต้อนรับสู่ Microsoft  
Teams! สถานที่ซึ่งทีม  
ทำงานร่วมกันได้อย่างมี  
ความสุขมากยิ่งขึ้น

2. Shareholders sign in Teams Application with Email / Password from Invitation E-mail. If shareholders have old account, shareholders need to sign out first.

กรุณา login Account และ Password ตามที่ระบุ

Account : 001@EMC.onmicrosoft.com	← Email / Password for sign in before join meeting
Password : Tpk12312	

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Microsoft Teams meeting

Join on your computer or mobile app

[Click here to join the meeting](#)

## Microsoft Teams



เลือกบัญชีผู้ใช้เพื่อลงชื่อเข้าใช้



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.c



Ri



เริ่มต้นใช้งานด้วยบัญชีผู้ใช้ของ ที่ทำงาน  
โรงเรียน หรือส่วนบุคคลของคุณ

tasनावadee@pc

ลงชื่อเข้าใช้

ลงชื่อเข้าใช้ด้วยบัญชีผู้ใช้อื่น



ลงชื่อสมัครฟรี



ลงชื่อสมัครฟรี

ขอรับความช่วยเหลือเกี่ยวกับการลงชื่อเข้าใช้

The system will force users to change password on their first login for privacy.

- Current Password : The password from invitation e-mail
- New Password : New password created by shareholders
- Re-New Password : Re-enter New password



← tasanavadee@poise.co.th

## ใส่รหัสผ่าน

รหัสผ่าน

ลืมรหัสผ่านของฉัน

ลงชื่อเข้าใช้ด้วยบัญชีอื่น

ลงชื่อเข้าใช้

3. Click the link show '**Click here to join the meeting**' button from the Invitation E-mail to attend the meeting.

กรุณา login Account และ Password ตามที่ระบุ

Account : 0 001@EMC.onmicrosoft.com

Password : Tpk12312

---

Microsoft Teams meeting

Join on your computer or mobile app

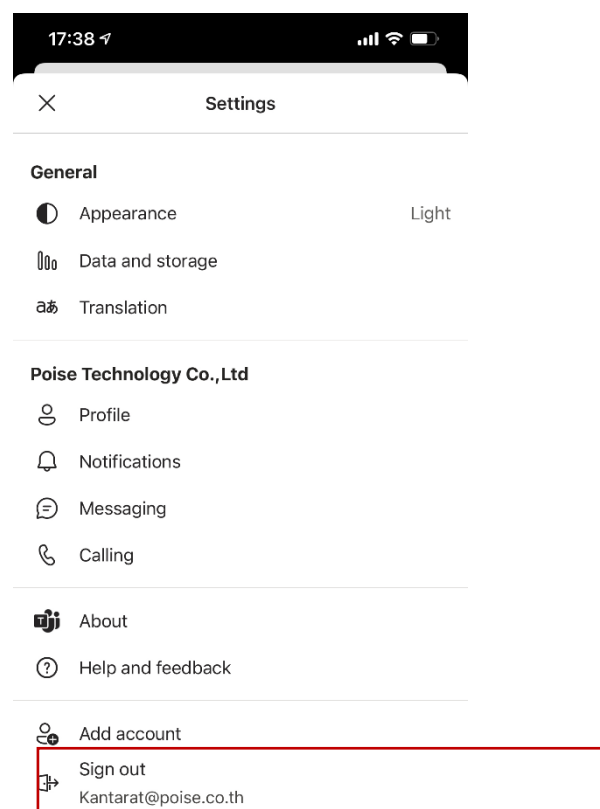
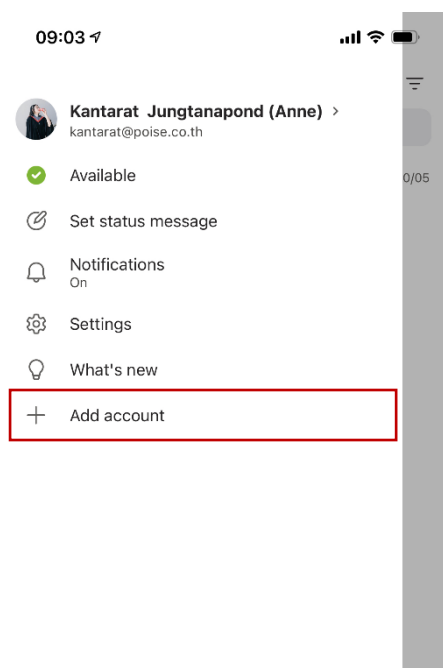
[Click here to join the meeting](#)

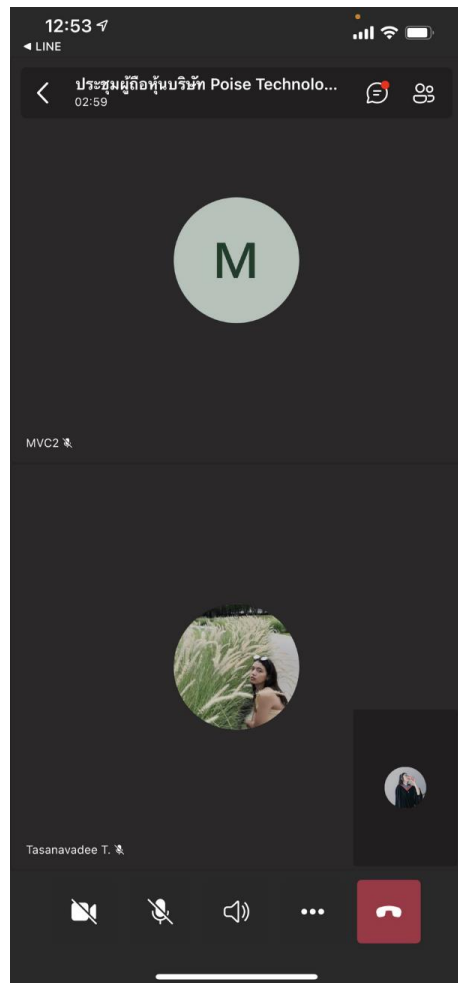
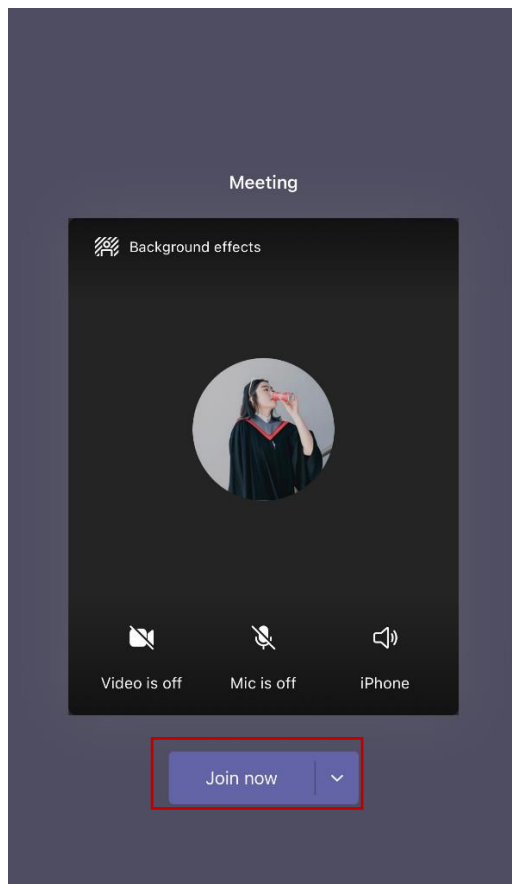
4. Click "**Join Now**" to join the Meeting

**Only sign in with Username / Password from invitation E-mail.**

If shareholders have old account, shareholders need to sign out first.

Then shareholders will wait in the Meeting Lobby. Meeting organizer will verify the identity and allow shareholders that login with correct Username from Invitation E-mail to the Meeting Room



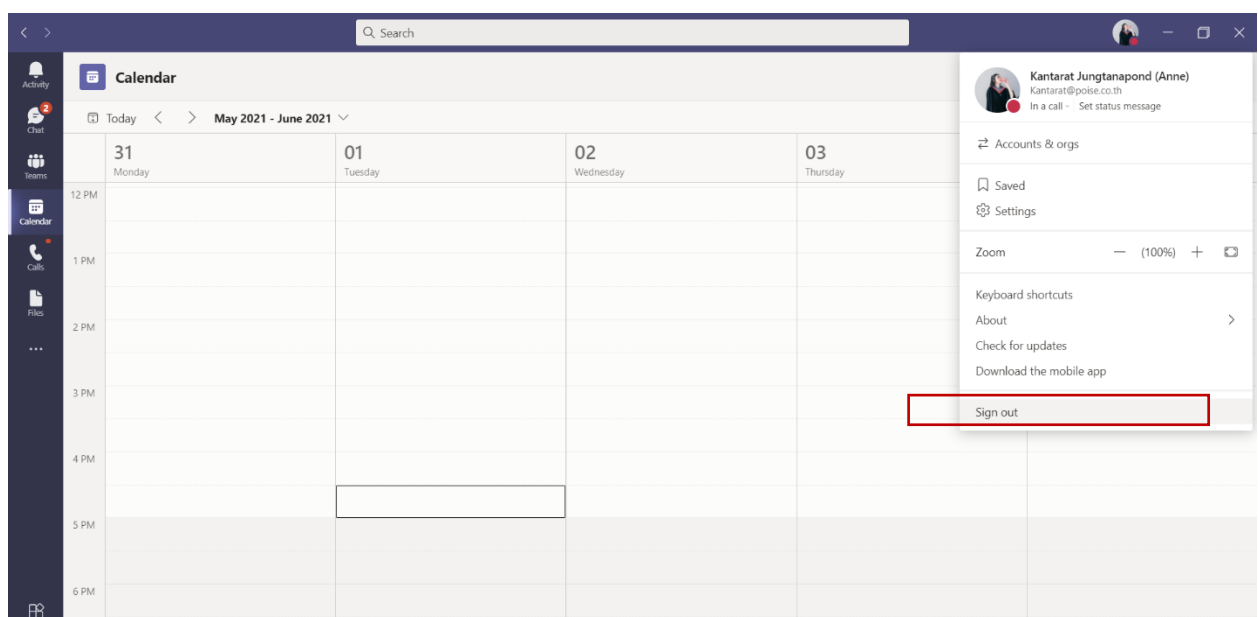
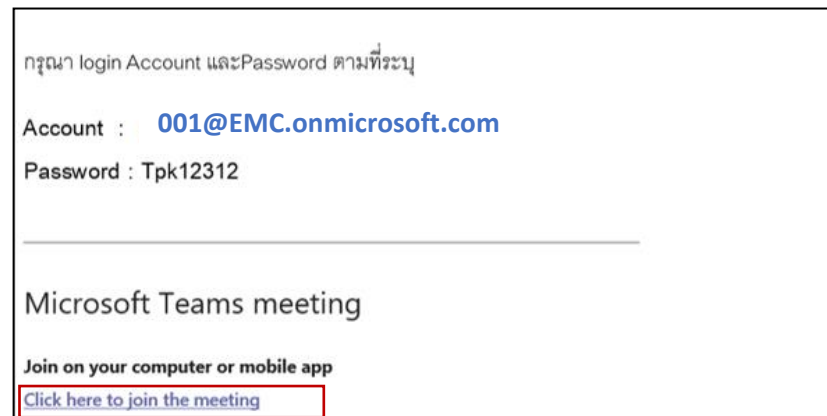


### Steps to attend the Meeting via Microsoft Teams Application Desktop.

1. Shareholders open the Invitation E-mail that was sent after completed the registration.  
Then click the link shows 'Click here to join the meeting' to enter the meeting room.
2. Browser will automatically ask user whether the user wants to open Microsoft Teams Application or not.

**Then Click Open Microsoft Teams.**

3. **Sign-in** the E-mail Username / Password that received by invitation e-mail (step 1.).  
If shareholders have old account, shareholders need to sign out first.

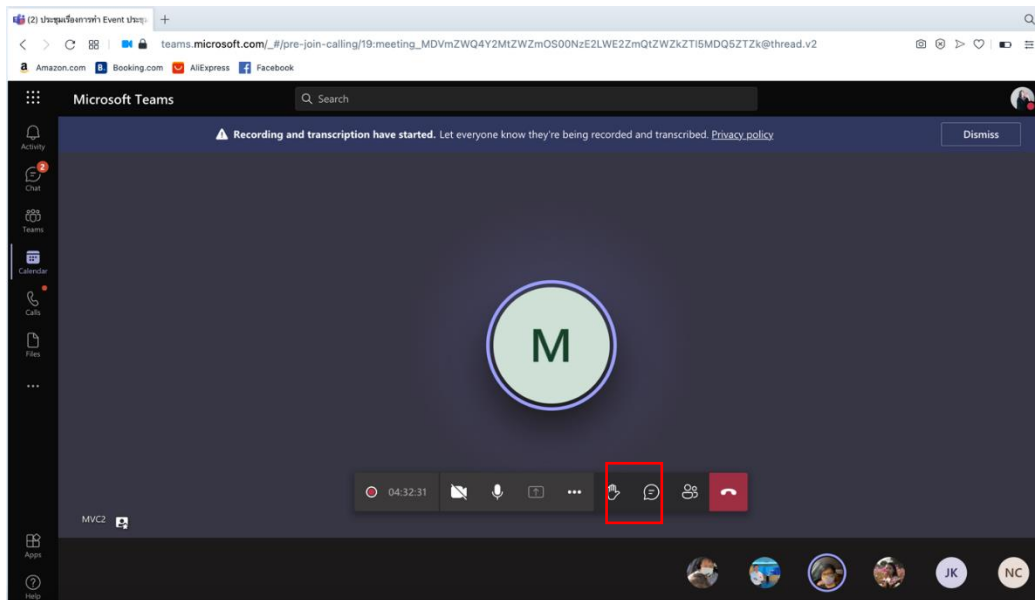




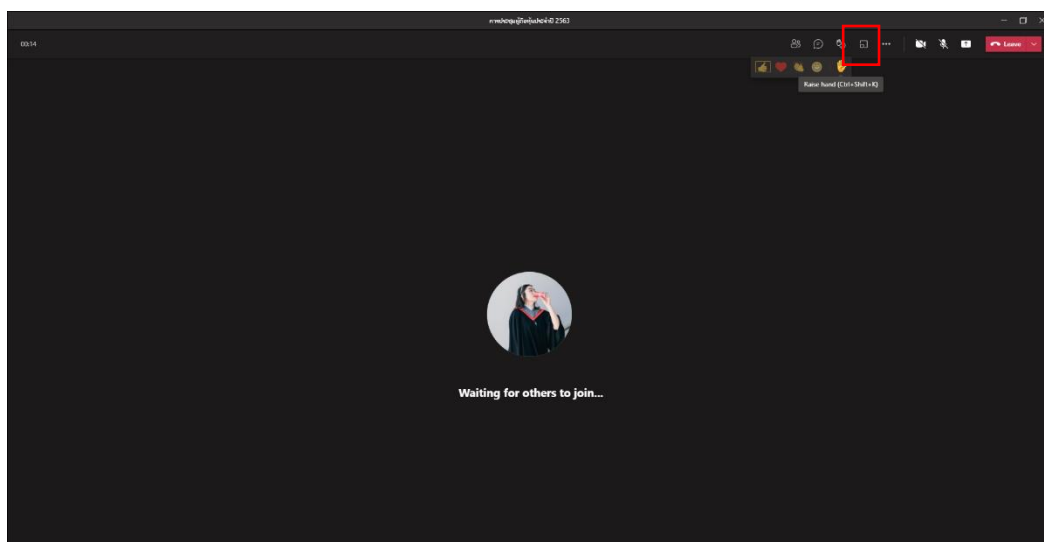
## How to ask questions in the Meeting Room(Q&A)

When entering the Q&A session, participants can click **'Raise Hand'** to ask questions.

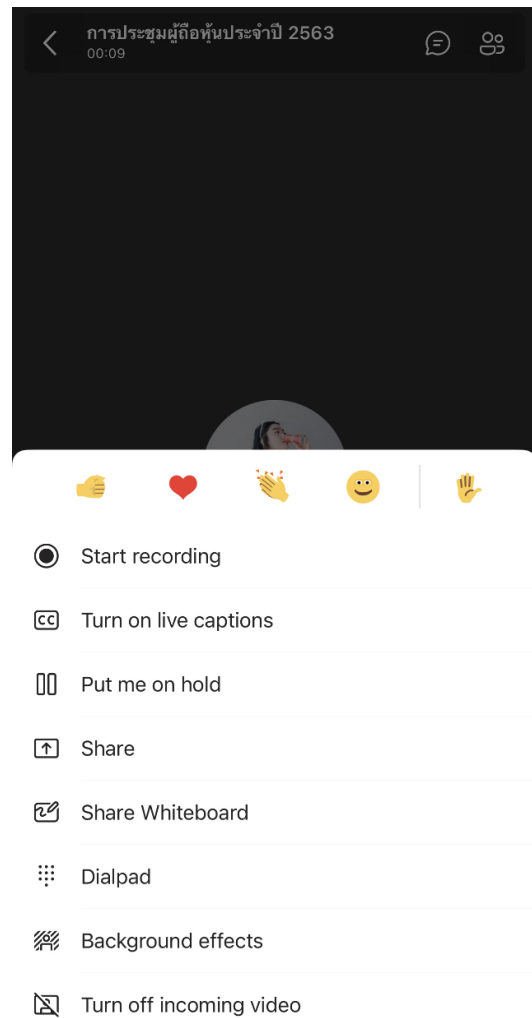
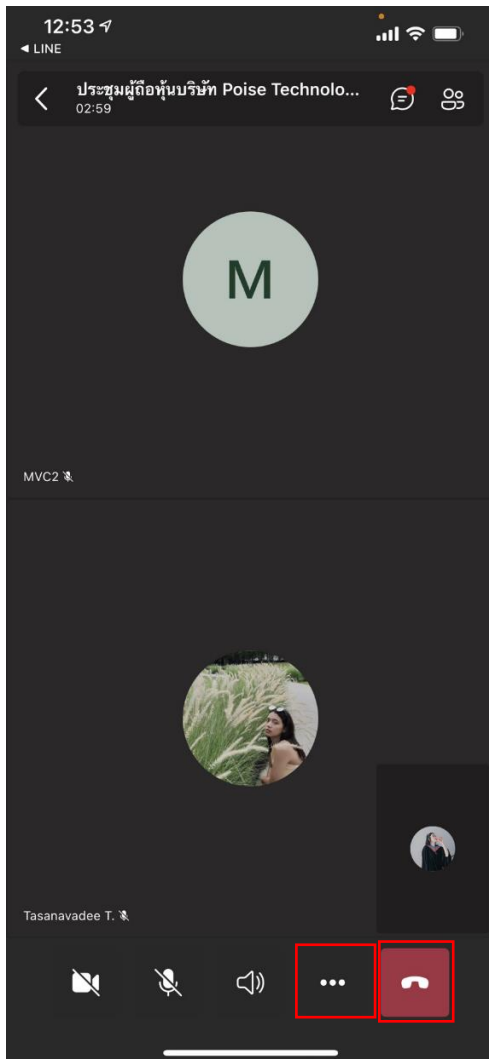
### ➤ Raise Hand via Web Browser



### ➤ Raise Hand via Microsoft Teams Desktop application.



➤ Raise Hand via Smart Phone



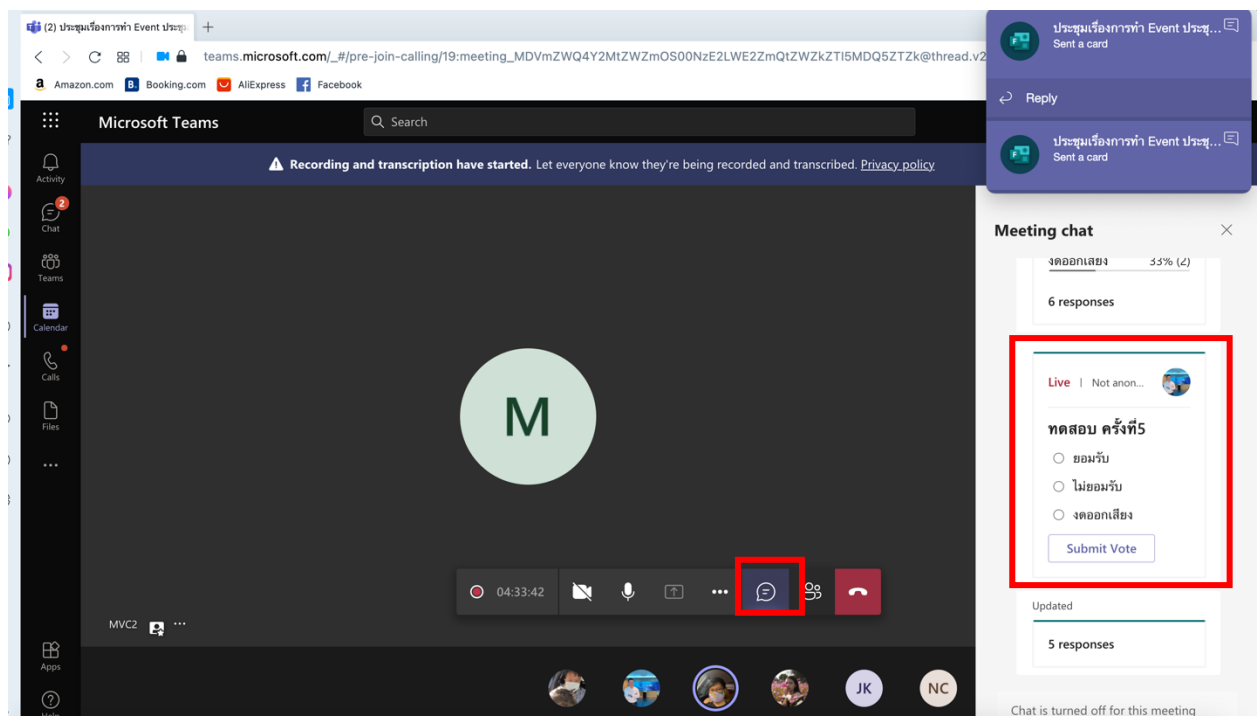
## Online Voting Procedure

1. Join Microsoft Teams Meeting Online

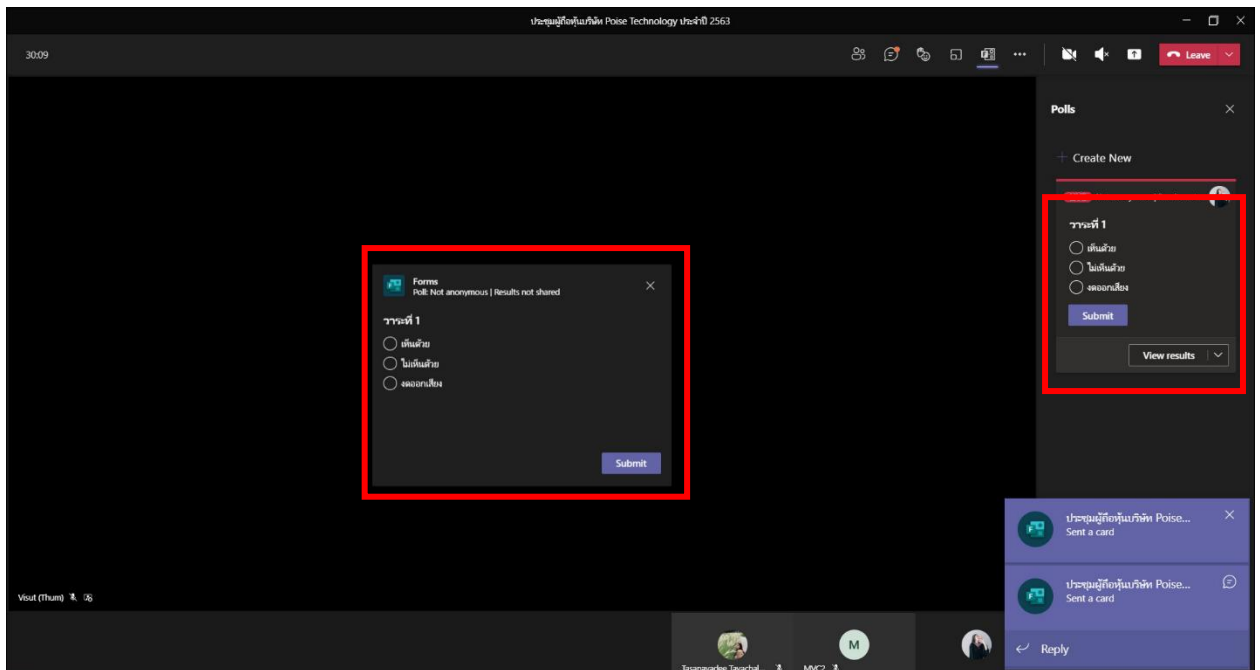
2. Open poll list in **Show Conversation** in the right.

when it's time to vote , shareholders will be able to vote Real-Time only and cannot reverse to vote in the past agenda.

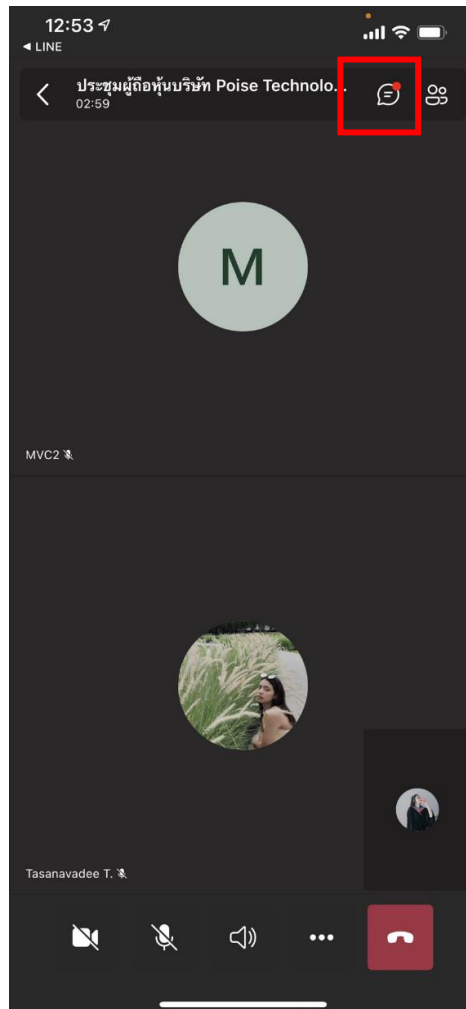
### ➤ Voting via Web Browser



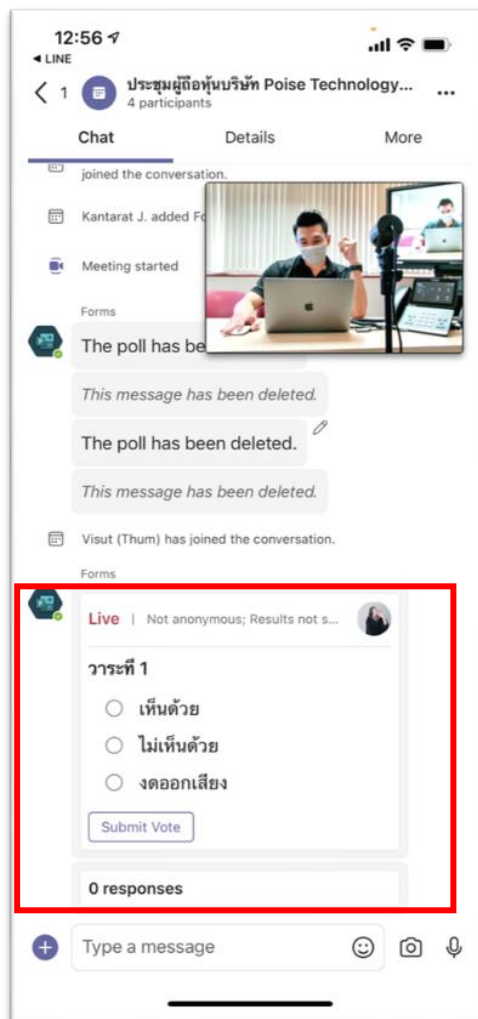
## ➤ Voting via Application Desktop



➤ **Voting via Smart Phone**



3. To vote click > Submit vote



For a troubleshooting related to the system , please click **‘Raise Hand’** to ask for Technical support or contact Poise Technology, the provider of the company's E-AGM conferencing system, according to this below contact information :

Mr. Norrapat Sakaeo (Pre-sale Engineer)

Mobile : 0824488949

E-Mail : [norrapat@poisetechnology.com](mailto:norrapat@poisetechnology.com)

Miss Kantarat Jungtanapond (Pre-sale Engineer)

Mobile : +66 92-670-3232

E-mail : [kantarat@poisetechnology.com](mailto:kantarat@poisetechnology.com)

## How to Register the Annual General Meeting of Shareholders

### By Microsoft Teams VDO Conference System

1. Open Microsoft Form

Link URL

<https://forms.office.com/Pages/ResponsePage.aspx?id=ABTh3By0q0SgJj0v2CWVdzjITOdYHS5Hh8rbNSD3T7hURUtJVVFauUUVBWERHWFIXV1RRWjFDVjRZTy4u>

or QR Code



2. Fill in Microsoft Form. All information must be completed for quick identity verification, then press submit



## แบบฟอร์มแจ้งความประสงค์ เข้าร่วมประชุมสามัญผู้ถือหุ้นประจำปี 2565

ประชุมวันพฤหัสบดีที่ 28 เมษายน 2565

กรุณกรอกข้อมูลของท่าน ตามความจริงให้ถูกต้องและครบถ้วน เพื่อประโยชน์ในการยืนยันตัวตนของท่าน

\* กรุณาส่งแบบฟอร์มการลงทะเบียนและการรับมอบฉันทะ ผ่านช่องทางอีเมล [info@emc.co.th](mailto:info@emc.co.th) หรือทางไปรษณีย์ลงทะเบียนถึง บริษัท อีเอ็มซี จำกัด (มหาชน) เลขที่ 140/66-67 อาคารไอทีเอฟทาวเวอร์ ชั้น 28 ถนนสีลม แขวงสุริยวงศ์ เขตบางรัก กทม. 10500

Please fill in your information truthfully and accurately to verify your identity for your own benefit.

\* Required

1. คำนามหน้า \*

Enter your answer

2. ชื่อ \*

Enter your answer

3. นามสกุล \*

Enter your answer

4. เบอร์โทรศัพท์ (ที่สามารถติดต่อได้) \*

Enter your answer



5. อีเมล (ที่สามารถติดต่อได้)  
จะมีการส่ง invitation การประชุมออนไลน์ ทางอีเมลนี้ \*

Enter your answer

6. สัญชาติ \*

Enter your answer

7. หมายเลขบัตรประชาชน / หมายเลขหนังสือเดินทาง \*

Enter your answer

8. ที่อยู่ \*

Enter your answer

9. เลขทะเบียนผู้ถือหุ้น \*

Enter your answer

10. ถือหลักทรัพย์จำนวนทั้งสิ้น ..... หุ้น \*

Enter your answer

Submit

Never give out your password. [Report abuse](#)

3. The registration process is opened until 26th April 2022 and the invitation will be sent to your registered e-mail address by 27th April 2022. You will receive a link to attend the meeting, including your Username and Password for login to verify your identity in this meeting.

\* You can see how to attend the meeting from Guide for attending the Annual

กรุณา login Account และ Password ตามที่ระบุ

Account : 001@EMC.onmicrosoft.com

Password : Tpk12312

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Microsoft Teams meeting

Join on your computer or mobile app

[Click here to join the meeting](#)

General Meeting of Shareholders Microsoft team VDO conference system

## Guidelines for attending the AGM through Electronic Media (E-AGM) and the Appointment of Proxies

### 1. In case the shareholders attending the E-AGM by themselves

- 1.1 Please fill the registration form for attending the AGM through Electronic Media (E-AGM) attached I to this guideline. **Kindly fill email and your cell phone number clearly in order to be used for the meeting registration** and attach identification document to confirm the attendance of E-AGM as follows:
- In the event that the shareholder is an ordinary person - a valid certified true copy of ID card, passport, or other official documents issued by government authority.
  - In the event that the shareholder is a juristic person - an executed version of the power of attorney or a proxy and supporting documents as per the detail in item “supporting documents for the appointment of proxy” below.

Please submit the registration form for the meeting through electronic media (E-AGM) and such identification document to the Company **within Thursday, 26 April 2022** via the following channels:

- Via Email address: [info@emc.co.th](mailto:info@emc.co.th)
- Via Registered Mail

To: Mr.Matee Ittirivichai, Company Secretary

Good Corporate Governance Office

EMC Public Company Limited

28-30 Floor, ITF Tower, 140/66-67 Silom Road,

Suriyawong, Bangrak, Bangkok 10500

- 1.2 When the Company receives document as per item 1.1 from you, the Company will proceed with inspecting document for confirming the meeting attendance. Once the inspection is completed, the Company will send username and password, together with WebLink for attending the E-AGM. Kindly refrain from giving your username and password provided for the shareholder to another person. **in the case that your username and password are lost or you have not received it within Thursday, 28 April 2022, please immediately contact the Company.**
- 1.3 The Company will send details such as username and password to you and also send a manual for using the E-AGM system at the same time. Please read the manual thoroughly from the email that the Company sends to you. The system will be opened 60 minutes prior to the meeting in advance so that the shareholder can register for attending the meeting. However, the live broadcast will only begin at 14.00 hrs.
- 1.4 For casting the vote during the E-AGM, a shareholder may cast his or her vote in each agenda to either approve, disapprove, or abstain from voting. For the shareholders who do not vote in any agenda, the system will automatically count your vote as “approve”.

- 1.5 If you have encounter with any technical problem in using the E-AGM system before or during the meeting, please contact Poise Technology Company Limited who will be the Company's service provider for the Company's E-AGM's meeting. The Company will specify a contact channel to Poise Technology Company Limited Company Limited in the email sending username and password to you.

List of administrators using the system	
<u>Tassanavadee</u> Tawachalee Mobile : 062-908-8787 E-mail : tassanavadee@poise.co.th	Kantarat Jungtanapond Mobile : 092-670-3232 E-mail : kantarat@poisetechology.com

## 2. In case the shareholders appointing proxy to attend the E-AGM

In case that a shareholder is unable to attend the meeting, he/she may authorize another person or the Company's independent director, to attend and vote on his/her behalf. The name of independent directors are as follows:

Name of Directors/Position	Age	Address	Interest in the agenda
1. Miss Promart Hantra,  Chairman of the Audit Committee	69	EMC Public Company Limited 28-30 Floor, ITF Tower, 140/66-67 Silom Road, Suriyawong, Bangrak, Bangkok 10500	-
2. MissThaweesri Wikayathipat ,  Member of the Audit Committee	70	EMC Public Company Limited 28-30 Floor, ITF Tower, 140/66-67 Silom Road, Suriyawong, Bangrak, Bangkok 10500	-
3. Dr. Yaowarin Srichainan,  Member of the Audit Committee	70	EMC Public Company Limited 28-30 Floor, ITF Tower, 140/66-67 Silom Road, Suriyawong, Bangrak, Bangkok 10500	-

Remark: \*Interest in the special agenda 5: To consider and appoint the directors in replacement of those who complete their terms by rotation

In this regard, the Company would like to request shareholders to fill statement and sign in the proxy, details of which appear in Attachment 9 of the invitation letter and send the proxy together with supporting documents for the appointment of proxy (as specified below) to the Company **within Tuesday, 26 April 2022** via the following channels:

- Via Email address: info@emc.co.th
- Via Registered Mail

To: Mr.Matee Ittirivichai ,Company Secretary

Good Corporate Governance Office

EMC Public Company Limited

1. 28-30 Floor, ITF Tower, 140/66-67 Silom Road,  
Suriyawong, Bangrak, Bangkok 10500

**Supporting documents for the appointment of proxy**

**Shareholder appoints a proxy:**

1. Proxy Form A or Proxy Form B, correctly and completely filled in, and signed by the shareholder and the proxy
2. A copy of an identification document of the grantor, certified a true copy by the grantor; and
3. A copy of an identification document of the proxy, certified a true copy by the proxy:

**Juristic person:**

1. Proxy Form A or Proxy Form B, correctly and completely filled in, and signed by the representative of the juristic person and the proxy:
2. A copy of the affidavit of the juristic person, issued by the Department of Business Development, Ministry of Commerce, which shows that the representative of the juristic person (authorized director) attending the meeting in person, is authorized to act on behalf of the juristic person which is a shareholder, issued no earlier than six months prior to the meeting, and certified a true copy by the representative of the juristic person (authorized director), with the company seal affixed (if any);
3. A certified true copy of an identification document of the representative of the juristic person (authorized director); and
4. A copy of an identification document of the proxy, certified a true copy by the proxy.

**A juristic person registered outside the country:**

1. Proxy Form c, correctly and completely filled in, and signed by the representative of the juristic person (authorized director) and the proxy, with the Company seal affixed (if any).
2. Documents from the shareholder
  - A copy of the affidavit of the juristic person which is a shareholder, which is issued by a government agency of such country (which shows that the representative of the juristic person (authorized director), who signs as the grantor, is authorized to act on behalf of the juristic person which is a shareholder), issued no earlier than six months prior to the meeting, and certified a true copy by the representative of the juristic person (authorized director), with the company seal affixed (if any).
  - A certified true copy of an identification document of the representative of the juristic person (authorized director).
  - A copy of the power of attorney from the shareholder, which is a foreign investor, appointing the custodian to attend the meeting and cast a vote, certified a true copy by the representative of the juristic person (authorized director), with the company seal affixed (if any).

3. Documents from the custodian

- A copy of the power of attorney in which the custodian authorizes its director or executive or employee to appoint any other employee or person to attend the meeting on behalf of the shareholder, certified a true copy by the director or the management or the employee of the custodian, who is the grantor.
  - A document or a copy of a permit confirming the custodian's authority, certified a true copy by the grantor.
  - A certified true copy of an identification document of the grantor.
4. A certified true copy of an identification document of the proxy. In the case of appointing multi-level attorney-in-fact prior to granting proxy to custodian:
- The power of attorney for every level of attorney-in-fact must be complete. The power of attorney must contain the provision that permits the appointment of sub-attorney.
  - Copies of identification documents for all levels of attorney-in-fact, certified as true by affixing the signature of the grantor of attorney (in the case of juristic person, please affix the signature of the authorized directors of the grantor of attorney).

In this regard, in the case that the document is produced outside Thailand, such document shall be notarized by a notary public. In the case that the original document is not in English, the English translation shall be required and certified the correct translation by the shareholder or the authorized director.

3. Channel for shareholder to send comment or questions related to business, industry and business operation of the Company or any relevant agenda to be considered in this E-AGM are as follows:

3.1 During the E-AGM meeting, the shareholder attending the meeting can submit comment or questions during E-AGM system.

3.2 Shareholders can send advice or questions in advance to the Company. before the meeting By submitting the completed advance questionnaire for electronic meeting (E-AGM) form (Attachment 12) to the Company by April 26, 2022 via the following channels:

- Via Email address: [info@emc.co.th](mailto:info@emc.co.th)
- Via Registered Mail

To: Mr.Matee Ittirivichai, Company Secretary  
Good Corporate Governance Office  
EMC Public Company Limited  
28-30 Floor, ITF Tower, 140/66-67 Silom Road,  
Suriyawong, Bangrak, Bangkok 10500

## Registration form for attending the 2022 AGM through Electronic Media (E-AGM)

Written at \_\_\_\_\_

Date \_\_MonthYear\_\_\_\_\_

I/We \_\_\_\_\_ Nationality \_\_\_\_\_

Address \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postal code \_\_\_\_\_

Email Address \_\_\_\_\_ Mobile \_\_\_\_\_

as a shareholder of The EMC Public Company Limited (the "Company")

holding to total number of shares \_\_\_\_\_ shares

I hereby confirm to attend the meeting and cast the votes in the 2022 AGM on Thursday, 28 April 2022 14.00 hrs. through Electronic Media (E-AGM) and would like to request the Company to send a weblink for attending the E-AGM, Username, and Password my/our email as follows.

Email address \_\_\_\_\_

Sign \_\_\_\_\_ Shareholder

( )

Sign \_\_\_\_\_ Shareholder

( )

Remark: Please submit the completed "Registration Form for Electronic Meeting of Shareholders (E-AGM)". along with attaching documents confirming identity as specified in "Code of Conduct for Electronic Meeting of Shareholders (E-AGM) and Proxy"

(Attachment 11) to the Company within April 26, 2022 through the following channels.

: By electronic mail Email Address : info@emc.co.th or

: by registered mail to Company Secretary

EMC Public Company Limited 140/66-67 ITF Tower, 28th-30th Floor, Silom Road, Suriyawong, Bangrak, Bangkok 10500

## Form for the submission of questions prior to the 2022 Annual General Meeting of Shareholders

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

I.....nationality.....Residing at No.....  
road.....Sub-district/Kwaeng.....District/Khet.....  
province.....Postal Code.....Email.....telephone.....  
Shareholder registration number.....Being a shareholder of  
EMC Public Company Limited, holding a total of .....share  
Stakeholder Information (if any).....

## Question

- 1) .....  
.....  
.....  
2) .....  
.....  
.....  
3) .....  
.....  
.....

sign.....shareholders

(.....)

note :

Please send the completed "Two Questions Advance Form for Electronic Conferencing" to the Company.  
within April 26, 2022 via the following channels

: By electronic mail Email Address: info@emc.co.th

: by registered mail

To Acting Lieutenant Colonel Matee Itthiriwichai, Company Secretary

EMC Public Company Limited 140/66-67 ITF Tower, Floor 28-30

Silom Road, Suriyawong, Bangrak, Bangkok 10500



