



# Notice of the 31<sup>st</sup> Annual General Meeting of Shareholders for 2024

Friday, April 26, 2024 at 10:30 a.m.

To be solely by Electronic Meeting method only



Kindly requests shareholders and/or proxies cooperation
to study Measures and Guidelines for Attending the meeting or
give proxies to independent directors to attend the meeting
instead of attending the meeting in person



สำนักงานและโรงงาน 5 ซอยรังสิต-นครนายก 46 ตำบลประชาธิบัตย์ อำเภอธัญบุรี ปกุมธานี 12130 โทร. 0-2533-0450 โทรสาร 0-2974-1118 Head Office and Plant 5 Soi Rangsit-Nakornnayok 46, Prachatipat, Tanyaburi, Pathumthani 12130, Thailand, Tel. (66) 2533-0450 Fax: (66) 2974-1118

# Privacy Notice for the Annual General Meeting of Shareholders for the Year 2024

Crown Seal Public Co., Ltd. ("the Company") inform the shareholders, proxy holders and referred persons of our compliance with the Personal Data Protection Act B.E. 2562 (the "PDPA") as follows.

#### Objectives, necessity and personal data to be collected

The Company has necessity to collect your personal data as you have informed to the Company, including your name, surname, address, telephone number and identification card number to be used under the following objectives:

- Convening the 2024 Annual General Meeting of Shareholders and holding the Annual General Meeting of Shareholders as specified by law; and
- Sending Form of 56-1 One Report to shareholders as informed.

The Company will record and broadcast the meeting for yours and our legitimate interests

#### Period of collecting of personal data

The Company will maintain your personal data as specified in this document for all the time that it has to use the data for complying with the above objectives.

#### Right of personal data owner

In the status that you are the owner of the personal data, you have right as specified in the Privacy Act, B. E. 2562, including right to withdraw consent, right to request for access and accept personal data, right to request for revision of personal data to be correct, right to request for erasing or destroying personal data, right to request for suspending using of personal data, right to request for transfer personal data under the method specified by law, right of claim and right to protest collection, using, or disclosing personal data relating to the personal data owner.

#### Disclosure of Personal Data to Third Party

The Company may be required to disclose personal data to other persons or juristic persons or regulatory authorities as necessary in connection with the purposes contained herein such as technology service provider, regulators or government agencies or by the order of regulatory officials.

The Company may also disclose your personal data to the public as required by law or by good corporate governance principles, such as in the Minutes of Annual General Meeting of Shareholders.

#### Contact channels

Enquiries or questions on the personal data protection can be addressed to the following channels: Company Secretary Office, Crown Seal Public Company Limited, 5 Soi Rangsit-Nakornnayok 46, Prachatipat, Tanyaburi, Pathumthani 12130, e-mail: <a href="mailto:ratree@crownseal.co.th">ratree@crownseal.co.th</a>. You can also contact our Data Protection Officer (DPO) at: <a href="mailto:pdpacenter@crownseal.co.th">pdpacenter@crownseal.co.th</a>

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No. SorLorNor. 056/2024

Date

March 25, 2024

Subject

Invitation to attend 2024 Annual General Meeting of Shareholders (The 31<sup>st</sup> Meeting)

То

Shareholders

#### Attachments

- 1. A Copy of the Minutes of 2023 Annual General Meeting of Shareholders (The 30<sup>th</sup> Meeting).
- 2. The 56-1 One Report for the year 2023, including Financial Statements for the fiscal year ended December 31, 2023 (QR Code).
- Profiles of the persons nominated to be directors in replacement of those to be retired by rotation.
- Definitions of independent directors of Crown Seal Public Company Limited.
- 5. Details of Auditors and audit fees.
- 6. Proxy Form B.
- 7. Details of independent directors for proxy granting of shareholders.
- 8. E-AGM Flowchart.
- 9. Rules for attending the shareholders' meeting via electronic media (E-AGM).
- 10. Acceptance Form for Attending the Meeting via Electronic Means of Crown Seal Public Company Limited.
- 11. Articles of Association of the Company relating to the Shareholders Meeting.
- 12. QR Code Downloading Procedures for the 56-1 One Report for the year 2023.

Notice IS HEREBY GIVEN that, by virtue of the resolutions of the Board of Directors of Crown Seal Public Company Limited (the Company) held on Thursday, February 29, 2024, the 2024 Annual General Meeting of Shareholders (The 31st Meeting) will be held on Friday, April 26, 2024, 10:30 a.m. to be solely by Electronic Meeting method only, to consider the matters according to the agenda together with the Board of Directors' opinion as follows:

#### Agenda 1

#### To adopt the Minutes of the 2023 Annual General Meeting of Shareholders (The 30<sup>th</sup> Meeting)

#### **Background Information**

The Minutes of the 2023 Annual General Meeting of Shareholders (The 30<sup>th</sup> Meeting) held on April 21, 2023 were made within 14 days from the date of the Annual General Meeting of Shareholders and submitted to the Stock Exchange of Thailand and the Ministry of Commerce within the period required by law and also posted on the Company's website (www.crownseal.co.th). A copy of the said Minutes is attached in Attachment No.1.

Board of Directors' opinion The Board considers that the Minutes of the 2023 Annual General Meeting of Shareholders (The 30<sup>th</sup> Meeting) held on April 21, 2023 have been made correctly and recommends the 2024 Annual General Meeting of Shareholders (The 31st Meeting) to consider and adopt the said Minutes. In addition, the Company has posted the Minutes of the 2023 Annual General Meeting of Shareholders (The 30<sup>th</sup> Meeting), together with this Notice and documents relating to the 2024 Annual General Meeting of Shareholders (The 31st Meeting) on the Company's website since March 25, 2024.

#### Vote Required

Simple majority of total number of votes of the shareholders present at the meeting and eligible vote.

#### Agenda 2 To acknowledge the 2023 Annual Performance Report

**Background Information** The report of the operating performance of the Company for the year 2023 is summarized

on the 56-1 One Report for the year 2023 sent to the Shareholders with this Invitation as

Attachment No. 2.

Board of Directors' opinion The Board requests the 2024 Annual General Meeting of Shareholders (The 31st Meeting)

to acknowledge the operating performance of the Company for during the Year 2023.

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

Agenda 3 To consider and approve the Statements of Financial Position and Income Statements for

the year ended December 31, 2023

**Background Information** To be compliance with relevant law stipulating that a company shall prepare the

> Statements of Financial Position and Income Statements at the end of the fiscal year of the Company and arrange for them to be audited and certified by the auditor prior to

proposing for shareholders' approval.

Board of Directors' opinion The Board requests the 2024 Annual General Meeting of Shareholders (The 31st Meeting) to

consider and approve the Statements of Financial Position and Income Statements of the fiscal year ended December 31, 2023, as duly audited and certified by the auditor of EY

Office Limited., and reviewed by the Audit Committee. The summary of the Company's

Statements of Financial Position and Income Statements for the year ended December 31,

2023 is as follows:

#### The Statements of Financial Position and Income Statements

Unit: Million Baht

	Separate Financial Statements	
	2023	2022
Total Assets	4,809	4,713
Total Liabilities	835	766
Revenue from Sales	3,486	3,600
Total Revenue	3,620	3,793
Profit for the year	177	246
Basic Earnings per Share (Baht/share)	3.41	4.73

The details are presented in the section "Financial Statements" of the 56-1 One Report for the year 2023 sent to the Shareholders with this Invitation as Attachment No. 2.

Vote Required Simple majority of total number of votes of the shareholders present at the meeting and eligible vote.

#### Agenda 4

To consider and approve the allocation of profit and the dividend payment from the operation of the Company for the Year 2023

#### **Background Information**

The dividend payment policy of the Company is to pay not more than 70 percent of the annual net profit and under section 116 of the Public Company Limited Act B.E. 2535, the Company shall allocate not less than 5 percent of its annual net profit less the accumulated losses brought forward (if any). However, the dividend payment will be subject to net profit, cash flow and the Company investment responsibility including the legal obligation and other necessities.

#### Board of Directors' opinion

In 2023, the Company has earned a net profit in the amount of 177,392,498 Baht and has carried no retained loss. In addition, the Company has sufficient cash flow to pay dividends. It is considered appropriate for the meeting to approve the dividends for the 2023 operating year of the Company since January 1, 2023 to December 31, 2023 for common shares at the rate of 1.83 Baht per share, accounting to 95,161,357.86 Baht and for the preferred shares at the rate of 3.33 Baht per share accounting to 2,661,529.14 Baht. Grand total amount of dividend payments is 97,822,887 Baht or 55.14 percent of net profit in compliance with the Company's Article Association and the Company's dividend payment policy.

The record date on which the recorded shareholders have the right to receive dividends is on March 15, 2024 and the dividends will be payable on May 15, 2024. The right to receive dividends, as the case may be, is uncertain, as it has not yet been approved by shareholders.

Dataile of dividend payment	2023	2022	2021
Details of dividend payment	Proposal for Approval	Approved	Approved
1. Net profit (Baht)	177,392,498	246,000,804	193,698,226
2. Number of shares			
2.1 Common share (Shares)	52,000,742	52,000,742	52,000,742
2.2 Preferred share (Shares)	799,258	799,258	799,258
3. Dividend payment rate			
3.1 Common share (Baht/ Share)	1.83	2.20	1.80
3.2 Preferred share (Baht/ Share)	3.33	3.70	3.30
4. Total Dividend payment amount (Baht)	97,822,887	117,358,887	96,238,887
5. Proportion of dividends on net profit (%)	55.14	47.71	49.68

In this regard, the shareholders shall be entitled to a tax credit on the dividends for the year 2023, which shall be paid pursuant to the details above at the rate of 20 percent.

#### Vote Required

Simple majority of total number of votes of the shareholders present at the meeting and eligible vote.

#### Agenda 5

#### **Background Information**

#### To consider and elect the directors in replacement of those to be retired by rotation

In order to comply with the Public Company Limited Act B.E.2535 and the Articles of Association of the Company, one-third of the directors must retire from their offices at the Annual General Meeting of Shareholders. If the number of directors cannot be exactly divided, then the number of retired directors shall be nearest to one-third. Moreover, in order to promote Good Corporate Governance, the Company gave the shareholders an opportunity to recommend director nominees to be elected as directors during October 2, 2023 to December 29, 2023 but no person proposed this on that occasion.

The Directors who will retired by rotation at the 2024 Annual General Meeting of Shareholders (The 31<sup>st</sup> Meeting) are:

Independent Director, Chairman of the Board of Director,

1. Wil. Briep	vongvanien	independent birector, chairman or the board of birector
		and Chairman of the Executive Committee
2. Mr. Satit	Chanjavanakul	Independent Director, Chairman of the Nomination and
		Remuneration Committee and Member of the Audit
		Committee
3. Mr. Pongpanu	Svetarundra	Independent Director, Member of the Audit Committee
		and Member of the Nomination and Remuneration
		Committee
4. Mr. Tadashi	Funahashi	Executive Director and Member of the Executive Committee
5. Mr. Yukihito	Nozaki	Executive Director and Member of the Executive Committee

#### Board of Directors' opinion

1 Mr Dhen

Vongvanich

The Board of Directors thus recommends the 2024 Annual General Meeting of Shareholders (The 31<sup>st</sup> Meeting) the re-election of those five retiring directors to be the Company's directors for another term as follows:

1. Mr. Dhep	Vongvanich	Independent Director, Chairman of the Board of Director
		and Chairman of the Executive Committee
2. Mr. Satit	Chanjavanakul	Independent Director, Chairman of the Nomination and
		Remuneration Committee and Member of the Audit
		Committee
3. Mr. Pongpanu	Svetarundra	Independent Director, Member of the Audit Committee
		and Member of the Nomination and Remuneration
		Committee
4. Mr. Tadashi	Funahashi	Executive Director and Member of the Executive Committee
5. Mr. Yukihito	Nozaki	Executive Director and Member of the Executive Committee

The nominated persons have passed the screening process of the Nomination and Remuneration Committee and have the qualifications appropriate for the business operation of the Company and possess the qualifications of listed company's directors entirely. For the persons nominated as independent directors, the Board of Directors had considered that they could express opinions independently and in accordance with the

relevant rules. In this regard, the Company gave the shareholders an opportunity to recommend director nominees to be elected as directors, but no shareholders proposed this on that occasion. Together with this letter, the profiles of these persons proposed to be directors, and the definitions of the Company's independent directors are enclosed as Attachment No. 3 and No. 4 to support the shareholders' consideration.

Vote Required

The candidates shall be ranked in order descending from the highest number of votes received to the lowest and shall be appointed as Directors in that order until the Director positions are filed.

#### Agenda 6

#### To consider and appoint the auditors and fix the audit fees for the year 2024

**Background Information** 

In order to comply with the Public Company Limited Act B.E. 2535, Section 120 which the Annual General Meeting has to consider appointing the Auditors and approve the audit fee annually. For the year 2024, the Board of Directors with the endorsement of the Audit Committee opined that auditors from PricewaterhouseCoopers ABAS Ltd., by Mr. Boonrueng Lerdwiseswit Certified Public Accountant number 6552, and/or Ms. Wanvimol Preechawat Certified Public Accountant number 9548, and/or Mr.Kan Tanthawirat Certified Public Accountant number 10456 should be appointed as the Company's auditors. Due to the Board has opinion that the auditors from PricewaterhouseCoopers ABAS Ltd. have qualifications under the regulations of the Office of the Securities Exchange Commission, have knowledge, expertise and experience in the production business which is the first time for the Company to use professional services to audit financial statements from PricewaterhouseCoopers ABAS Ltd. and it is an opportunity to add perspective to the Company. The proposes that the audit fees for the year 2024 should be 1,380,000 Baht. The details are provided in Attachment No. 5.

#### Board of Directors' opinion

The Board of Directors agreed as recommended by the Audit Committee and thus recommends the 2024 Annual General Meeting of Shareholders (The 31<sup>st</sup> Meeting) to appoint the Auditors from PricewaterhouseCoopers ABAS Ltd., by Mr. Boonrueng Lerdwiseswit Certified Public Accountant number 6552, and/or Ms.Wanvimol Preechawat Certified Public Accountant number 9548, and/or Mr. Kan Tanthawirat Certified Public Accountant number 10456 to be the Company's Auditors, whereby any one of them being authorized to conduct the audit and to express opinion regarding to the financial statements of the Company.The shareholders should also fix the Auditors' fee for the Year 2024 at the amount of 1,380,000 Baht.

Vote Required

Simple majority of total number of votes of the shareholders present at the meeting and eligible vote.

#### Agenda 7

To consider and approve the remuneration of the Company' Directors and Sub-committee members for the year 2024

#### **Background Information**

The Directors' remuneration and the Sub-committee members shall be determined from duties and responsibilities, the Company's business performance as well as compared with the listed companies on the Stock Exchange of Thailand with the peer companies. The 2023 Annual General Meeting of Shareholders (The 30<sup>th</sup> Meeting) approved the Directors' remuneration and the Sub-committee members for the year 2023 at 5,810,000 Baht and no other benefit alike this year, the Board of Directors proposed to maintain the Directors' remuneration and the Sub-committee members for the year 2024 in the same amount.

#### Board of Directors' opinion

In accordance with the Good Corporate Governance Principle, the shareholders should consider approving the Directors' remuneration and Sub-committee members year by year. It is considered appropriate proposing the Directors' remuneration and Sub-committee members for the year 2024 in the total amount of 5,810,000 Baht in according to the proposal of the Nomination and Remuneration Committee which determined from duties and responsibilities, the Company's business performance and the rate compared with other companies within the same industry of similar size. The details are summarized as below:

Unit: Baht

	Y 2024 Y 2023		023
Item	(Estimated)	Approved	Actual
1. Board of Directors' remuneration			
1.1 Retainer fee	3,420,000	3,420,000	3,420,000
Chairman	45,000	45,000	45,000
• Director	30,000	30,000	30,000
1.2 Attendance fee	1,050,000	1,050,000	740,000
Chairman	35,000	35,000	35,000
• Director	25,000	25,000	25,000
2. Sub - committees			
2.1 Executive Committee			
- Retainer fee	660,000	660,000	660,000
<ul><li>Chairman</li></ul>	30,000	30,000	30,000
<ul><li>Director</li></ul>	25,000	25,000	25,000
2.2 Audit Committee			
- Attendance fee	320,000	320,000	320,000
<ul><li>Chairman</li></ul>	30,000	30,000	30,000
<ul><li>Director</li></ul>	25,000	25,000	25,000
2.3 Nomination and Remuneration Committee			
- Attendance fee	240,000	240,000	215,000
<ul><li>Chairman</li></ul>	30,000	30,000	30,000
• Director	25,000	25,000	25,000
3. Reserve for Attendance fee	120,000	120,000	-
4. Other Benefits	N	o other benefits	
Total	5,810,000	5,810,000	5,355,000

The Directors who also reserve the Company's management are not allowed to receive the attendance fee of the Board and retainer fee of the Executive Committee.

The above-mentioned remuneration and attendance fee will be effective from the date of approval by the 2024 Annual General Meeting of Shareholders' meeting (The 31st Meeting) shall resolve otherwise.

Apart from monetary remuneration, the Company does not grant other privileges to the Directors, as same as the year 2023.

Details of the charter of the Board of Directors and each Sub-committee and their remunerations in the year 2023 are appeared in the 56-1 One Report for the year 2023 provided here as Attachment No. 2.

#### Vote Required

Not less than two-thirds of the total number of votes of the shareholders present at the meeting.

#### Agenda Item 8

To consider and approve the addition of the Company Objectives and amendment to the Memorandum of Association Clause 3. to be consistent with the addition of objectives.

#### Background Information

In order to the Company objectives had to be specified to cover future business plan. Thus, requested propose the meeting to consider the addition of the Company Objectives of 1 item from 18 current items as follows:

Objective (19) Establish a scientific laboratory, undertake operations or businesses related to contract analysis, quality check, research, experiment, laboratory test including physical, chemical, microbiological, calibration, as well as various research for cap-type products used to seal beverages, cosmetics, perfumes, or general consumer products, unlimited types or category to personnel or any legal entity, even if receiving compensation and did not receive compensation.

And requested propose the meeting to consider the amendment to the Memorandum of Association Clause 3. to be consistent with the addition of objectives by specified as follow: "Clause 3. The Company Objectives consist of 19 items"

#### Board of Directors' opinion

The Boards had considered and recommended to propose to the shareholders' meeting for approval to the addition of the Company Objectives and amendment to the Memorandum of Association Clause 3. to be consistent with the addition of objectives, including to submit the registration to the addition of the Company Objectives and amendment to the Memorandum of Association as propose by giving authority to authorized director of the Company and/or any person who had been assigned by the authorized director, to have the power appropriately to resolve and/or adding and/or changing the wording in the said article, in order to comply with the announcement of registrar of Public Company Limited Act to registered the addition of the objectives and amendment to the memorandum of association with the Ministry of Commerce.

#### Vote Required

Not less than three-fourths of the total number of votes of the shareholders present at the meeting and eligible to vote.

Agenda 9 Other Business (if any)

Pursuant to section 105 of the Public Company Limited Act B.E. 2535 any shareholders may raise additional topics to be agenda for consideration at the Shareholder meetings. However, they shall hold shares in aggregate amounting to not less than one-third of the total issued shares of the Company.

Kindly be informed that, in addition to determine the entitlement of shareholders to attend the 2024 Annual General Meeting of shareholders (The 31<sup>st</sup> Meeting), the schedule of the record date was fixed on March 15, 2024.

You are cordially invited to attend the Meeting on the date and time specified above. Shareholders who are unable to attend the Meeting and wish to appoint the proxy or the Company's Independent Director to attend the Meeting and vote on their behalf, please use the proxy form as Attachment No. 6, executing an Independent Director name listed as Attachment No. 7. The proxy should be sent in advance for speedy registration process together with the required documents to the Company Secretary Office, Crown Seal Public Company Limited, 5 Soi Rangsit-Nakornnayok 46, Prachatipat, Tanyaburi, Pathumthani 12130 before April 17, 2024.

In addition, you may appoint an Independent Director not to be retired by rotation in 2024 Annual General Meeting of Shareholders (The 31<sup>st</sup> Meeting) from and among the following Independent Directors:

1. Mr. Sirote Swasdipanich

2. Prof.Dr. Suwimon Keeratipibul

Profiles of the Independent Directors proposed by the Company to act as proxy for shareholders are provided here with as Attachment No. 7.

Should you have any further query on the proxy, please contact the Company Secretary Office directly at telephone number (662) 533-0450 ext. 638, 635 from Monday - Friday from 8:10 a.m. to 5:30 p.m.

Yours faithfully,

apart B

(Mr. Opart Dhanvarjor)

President



สำนักงานและโรงงาน 5 ซอยรังสีต-นครนายก 46 ตำบลประชาธิปัตย์ อำเภอธัณบุรี ปกุมธานี 12130 โทธ. 0-2533-0450 โทรสาร 0-2974-1118 Head Office and Plant 5 Soi Rangsit-Nakormayok 46, Prachatipat, Tanyaburi, Pathumthani 12130, Thailand, Tel. (66) 2533-0450 Fax: (66) 2974-1118

#### -Translation-

### Minutes of the 2023 Annual General Meeting of Shareholders (30<sup>th</sup> Meeting) Crown Seal Public Company Limited

As Crown Seal Public Company Limited (CSC) hereby notifies SET the resolutions of the Board of Directors Meeting No.1/2023, convened on February 24, 2023 at 10:00 am., the 2023 Annual General Meeting of Shareholders (The 30<sup>th</sup> Meeting) will be held on Friday, April 21, 2023, 10:30 a.m. to be solely by Electronic Meeting method only. The Company has recorded the meeting in the form of video media in order to disseminate for shareholders to watch backwards on the Company's website at www.crownseal.co.th under investor relation section.

#### Mr. Dhep Vongvanich was the Chairman of the meeting.

The Company had registered capital with paid-up at the amount of THB 528,000,000 which divided into ordinary shares 52,000,742 shares and preferred shares 799,258 shares. There were 29 shareholders present in person, representing 137,519 shares, and 8 shareholders present by proxies, representing 34,919,314 shares. Total 37 shareholders present in person and by proxies, representing 35,056,833 shares, equivalent to 66.40 percent of the total 52,800,000 paid-up shares, a quorum was therefore constituted as required by the Company's Articles of Association.

Directors attending the meeting: 14 directors. (equivalent to 100 percent of the total directors) as follow:

1. Mr. Dhep	Vongvanich	Independent Director, Chairman of the Board of Directors and
		Chairman of the Executive Committee
2. Mr. Pornwut	Sarasin	Vice-Chairman
3. Mr. Sirote	Swasdipanich	Independent Director and Chairman of the Audit Committee
4. Mr. Satit	Chanjavanakul	Independent Director, Chairman of the Nomination and
		Remuneration Committee and Member of the Audit Committee
5. Mr. Pongpanu	Svetarundra	Independent Director, Member of the Audit Committee and
		Member of the Nomination and Remuneration Committee
6. Prof. Dr. Suwimo	n Keeratipibul	Independent Director, Member of the Executive Committee and
		Member of the Nomination and Remuneration Committee
7. Mr. Dhitivute	Bulsook	Director
8. Mr. Rojrit	Debhakam	Director
9. Mr. Motoaki	Kiri	Director
10. Mr. Tadashi	Funahashi	Director and Member of the Executive Committee
11. Mr. Yoshiyuki	Shikano	Director
12. Mr. Yukihito	Nozaki	Director and Member of the Executive Committee
13.Mr. Hisatoshi	Itsubo	Director and Member of the Nomination and Remuneration
		Committee

14. Mr. Opart

Dhanvarjor

Director, Member of the Executive Committee and President

#### Secretary to the Board and Corporate Secretary:

Ms. Ratree

Chanthum

#### Management presented at the meeting: 3 persons

1. Mr. Hassapong

Variphanvorakul

Vice President-Plant

2. Ms. Naruporn

Arunpraphan

Vice President-Sale

3. Mr. Peerasage

Sopakanit

Vice President-Finance and Accounting

#### External auditors attended the meeting from EY Office Limited: 1 person

1. Ms. Rungpeth

Thaweerattanasil

#### Legal advisors attended the meeting and witness in counting votes from KNSAT Legal & Tax Co., Ltd: 2 persons

1. Mr. Thienwit

Chaichulee

2. Ms. Patcharee

Tantipongchai

Mr. Dhep Vongvanich, Chairman, subsequently conveys his appreciation to shareholders attending the 2023 Annual General Meeting of Shareholder (30<sup>th</sup> Meeting). The meeting is convened by having Mrs. Panan Thongtra, duty as the interpreter and Ms. Ratree Chanthum, the Company Secretary and the Secretary to the Board of Directors performing duty as the Minutes of Meeting Recorder.

The Company Secretary explained that according to Crown Seal Public Co., Ltd. emphasizes the importance of protection of shareholders' personal data; it informs the following data to shareholder for complying with the Privacy Act, B.E. 2562. The Company has necessity to collect shareholders' personal data as shareholders have informed to the Company, including shareholders' name, surname, address, telephone number and identification card number to be used under the following objectives:

- Convening the 2023 Annual General Meeting of Shareholders and holding the Annual General Meeting of Shareholders as specified by law; and
- 2. Sending Form of 56-1 One Report 2022 to shareholders as informed.

The Company will maintain shareholders' personal data as specified in this document for all the time that it has to use the data for complying with the above objectives and considered the shareholders who came to the meeting allow the Company to carry out the above objectives, the details as the invitation letter have already been delivered to the shareholders.

And explanations on the steps of vote casting and vote counts in each agenda which can be concluded as follows:

- 1. The shareholder or Proxy has one vote for each share held and each share entitled to vote under the proxy.
- 2. There is no ballot card for F-AGM.

- 3. For vote casting, please go to E-Voting tab to vote on each agenda within a given time. If the agenda is closed, vote casting and any changes cannot be done. In case of no vote casting, the votes will be automatically counted as agreed (vote "for").
- 4. Only vote against and abstention would be counted for all agenda items. The total number of vote against and abstention would then be deducted from the total number of votes.
- 5. Proxies appointed under a proxy form which the appointing shareholders already cast their votes may no longer vote.
- 6. After finish vote casting, please return to the E-Meeting window to continue watching the Meeting. All votes will be collected from the voting system.
- 7. The Meeting will consider the agenda in the order specified in the invitation and open session for Q&A. However, under COVID-19 situation, the Company will conduct the meeting concisely. Shareholders and/or Proxy, who would like to ask question or comment, have to identify your name-surname and indicate whether you are a shareholder or a proxy for the accuracy of the minutes. This can be done in the following ways:
  - Speaking: on E-Meeting window, go to participant menu, click raise hand and open audio (unmute) when the Company called your name.
  - Text Chat: on E-Meeting window, go to chat menu to type and send text message through the system.

In case there are many questions from shareholders, the Company will summarize all Q&A in the Minutes of the Meeting. The Minutes of the Meeting will be posted on the Company website within 14 days after the Meeting date.

The Meeting acknowledged and agreed to the voting procedure, vote counting, and vote result announcement as described above. The Chairman, then, proceeded the meeting with the following agenda:

#### Agenda 1: To adopt the Minutes of the 2022 Annual General Meeting of Shareholders (The 29th Meeting)

The Chairman informed the Meeting that the Minutes of the 2022 Annual general meeting of Shareholders (The 29<sup>th</sup> meeting) held on Friday, April 22, 2022, was made within 14 days from the date of the General meeting of Shareholders and submitted to the Stock Exchange of Thailand and the Ministry of Commerce within the period required by law and also posted on the Company's Website (www.crownseal.co.th). The Board considered that the Minutes had been made correctly.

Then, the Chairman welcomed the shareholders' inquiries. As there was no inquiry, the Chairman proposed the Meeting to consider and adopt the Minutes of the 2022 Annual General Meeting of Shareholders (The 29<sup>th</sup> meeting). This agenda required a resolution of a simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

Resolution: The Meeting resolution to adopt the Minutes of the 2022 Annual General Meeting of Shareholders (The 29<sup>th</sup> meeting) held Friday, April 22, 2022 as proposed by the Board, by a unanimous vote of total number of votes of the shareholders present at the meeting and eligible to vote with the following vote results:

Approved	34,045,603 votes,	equivalent to	100.0000%
Disapproved	<u>0</u> vote,	equivalent to	0.0000%
Abstained	<u>0</u> vote,	equivalent to	0.0000%
Void Ballot	<u>0</u> vote,	equivalent to	0.0000%

Agenda 2: To acknowledge the 2022 Annual Performance Report

The Chairman requested Mr. Opart Dhanvarjor, President to give a summary report on the Company's performance during the year 2022 to the Meeting.

The President informed the meeting that the report of the operating performance of the Company for the Year 2022 is summarized in the 56-1 One Report, page no. 53 - 59 which sent to the Shareholders with this Invitation and reported the operating performance of the Company in the year 2022 to the meeting as follows:

The operating performance for the year 2022, the Company had total revenue of 3,793 Million Baht better than last year's of 24.16% and a net profit of 246 Million Baht better than last year's of 27% and a gross profit margin of 13.6% of sales lower than last year 2021 which is at 15.7%. In the year 2022, saw a recovery in consumption and tourism after the Coronavirus disease (COVID-19) epidemic situation eased and relaxation of international travel restrictions for foreign tourists resulting in 10 million foreign tourists entering the country throughout the year 2022, making the income of the population and tourism-related businesses to grow higher, resulting in growing of purchase power for consuming in beverage industry in several types, more than the past year. The government has relaxed control measures so as not to affect the economy in the country, so that the economic activities and social activities can be done and gathering of people can be carried out almost to normal situation and people return to their normal lives. Shops and restaurants open for service. Consumers can dine in restaurants thanks to relaxed COVID-19 measures, so it is a boost for the Company to sell products of the Company more.

However, in the year 2022, the protracted conflict between Russia and Ukraine has affected the Company's main raw materials, such as aluminum, steel and plastic, to be in shortage and rising prices, as well as energy costs have increased, but the Company has the risk management to cope with such situation, despite the impact. Regarding cost management, the Company prepared cost Improvement, to make the Company's product sales and the Company profits in the year 2022 grow. The Company can expand the market. Furthermore, the World Cup competition at the end of the year 2022 is the support for beverage producers to make promotion and accelerate more consumption as well as the New Year's Festival of 2023 that started in full form after the New Year's Festival was canceled for several years because of the COVID-19 outbreak.

With the cooperation of employees who have strictly followed the advice regarding epidemic prevention and the Company has policy to support and provide registration place for employees to be vaccinated against COVID-19. In the year 2022, statistics on vaccination in the first dose and second dose are 100%. Regarding the third dose, employees received vaccination of 93%. Thanks to the cooperation of all employees who focused the importance of their conduct strictly, according to the measures that the Company specifies to stop spreading of COVID-19 in the factory so that it will not affect manufacturing of caps to deliver to customers, so that the Company continues to do business as usual and ensures that the Company's partners receive quality products.

In the year 2022, the Company started to prepare for activities for the Company to grow securely, sustainably and continuously, to support the social and environmental change which people in the world focus the importance. The Company signed name in the memorandum of agreement of cooperation on promoting and developing knowledge and research mutually with Thailand Institute of Scientific and Technological Research (TISTR). The Company arranged Waste Management Project in the Company and started project of cap scrap change to be used in several aspects, such as bringing caps to make saucers and bringing scrap to mix with flooring material. Such project will show result in the year 2023. In the year 2022, the Company was certified to be a registered company of: "Carbon Label" from Thailand Greenhouse Gas Management Organization (Public organization). It shows that the Company has significant commitment to the environment, society and community, through its business processes throughout the time of business operation of packaging products of sealing caps. The Company does not stop developing new products to meet the needs of customers, such as in the past year, the Company produced Bio Plastic Cap which is in the process of sending to customers to try the product.

In addition, The Company has reviewed and completed a self-assessment form on anti-corruption measures from the Thai Private Sector Collective Action Coalition Against Corruption. Such certification will expire on September 30, 2023 from the date of approval for 3 years.

The Board of Directors would like to express our appreciation to shareholders, investors, partners, customers, business allies and relevant government agencies for their confidence and good supports to the Company's business operations which we have always received. My thanks also go to all employees who have exerted their utter efforts for hard working to lead Crown Seal Public Company Limited to go forward with stability and strength with the readiness to develop and change things for the better. This is in the best interest of participants and stakeholders who have always laid their trust and reliability upon the Company.

Afterwards, the President welcomed the shareholders' inquiries. As there was no inquiry, it is appropriate proposed the Meeting to acknowledge the 2022 Annual performance Report.

Resolution: The Meeting acknowledged the Company's 2022 Annual Report.

# Agenda 3: To consider and approve the Statements of Financial Position and Income Statements for the year ended December 31, 2022

The Chairman informed the Meeting that to be compliance with relevant law stipulating that a company shall prepare the Statements of Financial Position and Income Statements at the end of the fiscal year of the Company and arrange for them to be audited and certified by the auditor prior to proposing for shareholders' approval. The Board requests the 2023 Annual General meeting of Shareholders to consider and approve the Statements of Financial Position and Income statements of the fiscal year ended December 31, 2022, as duly audited and certified by the auditor of the Company and reviewed by the Audit Committee sent to the Shareholders with this Invitation.

Then, the Chairman welcomed the shareholders' inquiries. As there was no inquiry, the Chairman proposed the Meeting to consider and approve the Statements of Financial Position and Income Statements for the year ended December 31, 2022. This agenda required a resolution of a simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

Resolution: The Meeting approved the financial statements for the year ended December 31, 2022 as proposed by the Board, by a unanimous vote of total number of votes of the shareholders present at the meeting and eligible to vote with the following vote results:

Approved	34,045,603 votes,	equivalent to	100.0000%
Disapproved	<u>0</u> vote,	equivalent to	0.0000%
Abstained	<u>0</u> vote,	equivalent to	0.0000%
Void Ballot	<u>0</u> vote,	equivalent to	0.0000%

Agenda 4: To consider and approve the allocation of profit and the dividend payment from the operation of the Company for the Year 2022

The Chairman informed the Meeting that according to the dividend payment policy of the Company is to pay not more than 70 percent of the annual net profit and under section 116 of the Public Company Limited Act B.E. 2535, the Company shall allocate not less than 5 percent of its annual net profit less the accumulated losses brought forward (if any). However, the dividend payment will be subject to net profit, cash flow and the Company investment responsibility including the legal obligation and other necessities.

In 2022, the Company has earned a net profit in the amount of 246,000,804 Baht and has carried no retained loss. In addition, the Company has sufficient cash flow to pay dividends. It is considered appropriate for the meeting to approve the dividends for the 2022 operating year of the Company since January 1, 2022 to December 31, 2022 for common shares at the rate of 2.20 Baht per share, accounting to 114,401,632.40 Baht and for the preferred shares at the rate of 3.70 Baht per share accounting to 2,957,254.60 Baht. Grand total amount of dividend payments is 117,358,887 Baht or 47.71 percent of net profit in compliance with the Company's Article Association and the Company's dividend payment policy. The record date on which the recorded shareholders have the right to receive dividends is on March 13, 2023 and the dividends will be payable on May 12, 2023.

Afterwards, the Chairman welcomed the shareholders' inquiries. As there was no inquiry, the Chairman proposed the Meeting to consider and approve the allocation of profit and the dividend payments from the operation of the Company for the Year 2022. This agenda required a resolution of a simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

Resolution: The Meeting approved the allocation of profit and the dividend payments from the operation of the Company for the Year 2022, by a unanimous vote of total number of votes of the shareholders present at the meeting and eligible to vote with the following vote results:

Approved	34,045,603 votes,	equivalent to	100.0000%
Disapproved	<u>0</u> vote,	equivalent to	0.0000%
Abstained	<u>0</u> vote,	equivalent to	0.0000%
Void Ballot	<u>0</u> vote,	equivalent to	0.0000%

#### Agenda 5: To consider and elect the directors in replacement of those to be retired by rotation

The Chairman requested Mr. Satit Chanjavanakul, Chairman of the Nomination and Remuneration Committee, clarify the details and proceed in the elect the directors in replacement of those to be retired by rotation.

Mr. Satit Chanjavanakul, informed the meeting that in accordance with the Public Limited Company Act B.E. 2535 and the Company's Article of Association stated that the one-third of directors shall vacant their office. If the number of directors cannot be exactly divided then the number of retiring directors shall be nearest to one-third. At the 2023 Annual General Meeting (30<sup>th</sup> Meeting), there were four directors who retired as follows:

1. Mr. Pornwut	Sarasin	Non-Executive Director and Vice-Chairman
2. Mr. Sirote	Swasdipanich	Independent Director and Chairman of the Audit Committee
3. Prof.Dr.Suwimon Keeratipibul		Independent Director, Member of the Executive Committee and
		Member of the Nomination and Remuneration Committee
4. Mr. Dhitivute	Bulsook	Non-Executive Director

That the directors who retired by rotation and were the candidate director to be re-elected in replacement shall leave the meeting until this agenda was finished in order to comply with the good principle of the election.

The nominated persons have passed the screening process of the Nomination and Remuneration Committee and have the qualifications appropriate for the business operation of the Company and possess the qualifications of listed company's directors entirely. The Board of Directors thus recommends the 2023 Annual General Meeting of Shareholders (The 30<sup>th</sup> Meeting) the re-election of those four retiring directors as follow; Mr. Pornwut Sarasin, Mr. Sirote Swasdipanich, Prof.Dr.Suwimon Keeratipibul and Mr. Dhitivute Bulsook to be the Company's directors for another term and asked the meeting whether there was any additional inquiry.

As there was no inquiry, it is appropriate proposed the Meeting to elect each individual director.

Resolution: The Meeting resolved to elect Mr. Pornwut Sarasin, Mr. Sirote Swasdipanich, Prof.Dr.Suwimon Keeratipibul and Mr. Dhitivute Bulsook to be the Company's directors, by a simple majority of total number of votes as follows;

#### 1) Mr. Pornwut Sarasin

Approved	34,023,044 vote	s, equivalent to	99.9337%
Disapproved	<u>0</u> vote	equivalent to	0.0000%
Abstained	22,559 vote	s, equivalent to	0.0663%
Void Ballot	<u>0</u> vote	, equivalent to	0.0000%
2) Mr. Sirote	Swasdipanich		
Approved	34,045,603 vote	s, equivalent to	100.0000%
Disapproved	<u>0</u> vote	, equivalent to	0.0000%
Disapproved Abstained	<u>0</u> vote <u>0</u> vote	'	

#### 3) Prof.Dr.Suwimon Keeratipibul

Approved	34,045,503 votes,	equivalent to	99.9997%
Disapproved	<u>100</u> votes,	equivalent to	0.0003%
Abstained	<u>0</u> vote,	equivalent to	0.0000%
Void Ballot	<u>0</u> vote,	equivalent to	0.0000%

#### 4) Mr. Dhitivute Bulsook

Approved	35,050,513 votes,	equivalent to	99.9820%
Disapproved	<u>0</u> vote,	equivalent to	0.0000%
Abstained	<u>6,320</u> votes,	equivalent to	0.0180%
Void Ballot	0 vote,	equivalent to	0.0000%

Thus, for the year 2023, the Board of Directors Comprises of 14 persons as follows:

1.	Mr. Dhep	Vongvanich	Independent Director, Chairman of the Board of Directors and
			Chairman of the Executive Committee
2.	Mr. Pornwut	Sarasin	Vice-Chairman
3.	Mr. Sirote	Swasdipanich	Independent Director and Chairman of the Audit Committee
4.	Mr. Satit	Chanjavanakul	Independent Director, Chairman of the Nomination and
			Remuneration Committee and Member of the Audit Committee
5.	Mr. Pongpanu	Svetarundra	Independent Director, Member of the Audit Committee and
			Member of the Nomination and Remuneration Committee
6.	Prof.Dr.Suwimor	n Keeratipibul	Independent Director, Member of the Executive Committee
			and Member of the Nomination and Remuneration Committee
7.	Mr. Dhitivute	Bulsook	Director
8.	Mr. Motoaki	Kiri	Director
9.	Mr. Tadashi	Funahashi	Director and Member of the Executive Committee
10.	Mr. Yoshiyuki	Shikano	Director
	•	_	
11.	Mr. Hisatoshi	Itsubo	Director and Member of the Nomination and Remuneration Committee
	Mr. Hisatoshi Mr. Yukihito	Itsubo Nozaki	Director and Member of the Nomination and Remuneration Committee  Director and Member of the Executive Committee
12.			

Agenda 6: To consider and appoint the auditors and fix the audit fees for the year 2023

The Chairman requested Mr. Sirote Swasdipanich, Chairman of the Audit Committee, proceed the meeting in this agenda.

Mr. Sirote Swasdipanich informed the meeting that in order to comply with the Public Company Limited Act B.E. 2535, Section 120 which the Annual General Meeting has to consider appointing the Auditors and approve the audit fee

annually. For the year 2023, the Board of Directors with the endorsement of the Audit Committee opined that auditors from EY Office Limited, by Ms. Orawan Techawatanasirikul Certified Public Accountant number 4807, and/or Ms. Sumana Punpongsanon Certified Public Accountant number 5872, and/or Ms. Rosaporn Decharkom Certified Public Accountant number 5659 should be appointed as the Company's auditors. Whereby any one of them being authorized to conduct the audit and to express opinion regarding to the financial statements of the Company. Due to the auditors from EY Office Limited have qualifications under the regulations of the Office of the Securities Exchange Commission and always provided as an expert professional, proficiency, business understanding and good services for long time. The proposes that the audit fees for the year 2023 should be 1,300,000 Baht and not the fee for reviewing other information.

Afterwards, welcomed the shareholders' inquiries. As there was no inquiry, it is appropriate proposed the Meeting to approve the appointment the auditors and fix the audit fees for the year 2023. This agenda required a resolution of a simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

Resolution The Meeting approved the appointment Ms. Orawan Techawatanasirikul Certified Public Accountant number 4807, and/or Ms. Sumana Punpongsanon Certified Public Accountant number 5872, and/or Ms. Rosaporn Decharkom Certified Public Accountant number 5659 from EY Officer Limited, should be appointed as the Company's auditors and proposes that the audit fees for the year 2023 should be 1,300,000 Baht and not the fee for reviewing other information, by a simple majority of total number of votes of the shareholders present at the meeting and eligible to vote with the following vote results:

Approved	35,045,845 votes,	equivalent to	99.9687%
Disapproved	10,988 votes,	equivalent to	0.0313%
Abstained	<u>0</u> vote,	equivalent to	0.0000%
Void Ballot	<u>0</u> vote,	equivalent to	0.0000%

Agenda 7: To consider and approve the remuneration of the Company' Directors and Sub-committee members for the year 2023

The Chairman requested Mr. Satit Chanjavanakul, Chairman of the Nomination and Remuneration Committee, Clarify the details and proceed in the remuneration of the Company' Directors and Sub-committee members as follows.

The Board of Directors agreed with the proposal of the Nomination and Remuneration Committee which determined from duties and responsibilities, the Company's business performance as well as compared with the listed companies on the Stock Exchange of Thailand with the peer companies. It is considered appropriate proposing the Directors' remuneration and Sub-committee members for the year 2023 in the total amount of 5,810,000 Baht which it is the same rate as the 2022 Annual General Meeting of Shareholders (29<sup>th</sup> meeting) approved. Including the retainer fee of the Board of Directors and the Executive Committee total amount of 4,080,000 Baht and attendance fee of Sub-committee total amount of 1,730,000 Baht. The details are summarized as below:

Unit: Baht

Item	Y 2023	Y 2	022
nem	(Estimated)	Approved	Actual
1. Board of Directors' remuneration			
1.1 Retainer fee	3,420,000	3,330,000	3,420,000
1.2 Attendance fee	1,050,000	1,050,000	1,000,000
2. Sub - Committees			
2.1 Executive Committee			
- Retainer fee	660,000	660,000	660,000
2.2 Audit Committee			
- Attendance fee	320,000	320,000	320,000
2.3 Nomination and Remuneration			
Committee			
- Attendance fee	240,000	240,000	160,000
3. Reserve for Attendance fee	120,000	210,000	-
4. Other Benefits	-	-	-
Total	5,810,000	5,810,000	5,560,000

The Directors who also reserve the Company's management are not allowed to receive the attendance fee of the Board and retainer fee of the Executive Committee.

The above-mentioned remuneration and attendance fee will be effective from the date of approval by the 2023 Annual General Meeting of Shareholders' meeting (The 30<sup>th</sup> Meeting) shall resolve otherwise.

Apart from monetary remuneration, the Company does not grant other privileges to the Directors, as same as the year 2022.

Afterwards, welcomed the shareholders' inquiries. As there was no inquiry, it is appropriate proposed the Meeting to consider and approved the remuneration of the Company' Directors and Sub-committee members for the year 2023, This agenda required a resolution of not less than two-thirds of the total number of votes of the shareholders present at the meeting.

<u>Resolution</u>: The Meeting approved the remuneration of the Company' Directors and Sub-committee members for the year 2023, by a unanimous vote of total number of votes of the shareholders present at the meeting with the following vote results:

Approved	35,056,833 votes,	equivalent to	100.0000%
Disapproved	<u>0</u> vote,	equivalent to	0.0000%
Abstained	<u>0</u> vote,	equivalent to	0.0000%
Void Ballot	<u>0</u> vote,	equivalent to	0.0000%

Agenda 8: Other Business (if any)

The Chairman welcomed the shareholders' inquiries. The Chairman, President and Management answered the

questions of the shareholders Summarized as follows:

1. How are the business trends or performance in 2023 and future plan?

Answer F

Business trends or performance in 2023, from the relief of the COVID-19 situation which tourists

can travel. The Company expects that the growth rate will be in line with the economic

conditions as same as year 2022. However, there are still uncertainties that need to be

monitored, such as the situation of the epidemic of the COVID-19 virus, will the new species

have a serious impact? because various beverage products still rely on both domestic

consumption and from foreign tourists who came to travel. Therefore, the Company will continue

to monitor the situation including raw material prices trend, which are currently still stable. For

future plan, the Company is still committed to developing new products. In this year, the

Company has developed BIO Plastic cap, which is made from natural plant-derived plastic and

there will be new products gradually coming out. In addition, the Company plans to expand

investment to support sales growth in the future, etc.

2. How many times a year does the company plan to participate in Opportunity Day?

Answer:

The Company plans to participate in Opportunity Day at least once a year. This year, the

Company will participate in Opportunity Day in May and December.

As there were neither inquiries nor suggestions from the shareholders, the Chairman thanked the shareholders

for attending the meeting, expressing various suggestion and declared the meeting adjourned.

The meeting was adjourned at 11.30 hrs.

(Mr. Dhep Vongvanich)

Chairman

# Profile of the person nominated to be director in replacement of those to be retired by rotation as of 31 March 2024

Name : Mr. Dhep Vongvanich

Nationality : Thai

Date of Birth : August 14, 1946

Age : 77 years

Education : Bachelor of Civil Engineering,

Chulalongkorn University

Director Training Courses with Thai Institute of

Directors (IOD)

: -None-

Type of Directors : Independent Director

Current Position : -

Past experience of 5 years retroactively : 2006 - 2023 Advisor of the President/ Siam Cement Plc.

2006 - June 2022 SCG Country Executive Director, Vietnam

2014 - 2019 Board of Commissioner/ PT. Indonesia Caps and Closures

1996 - 2018 Member of Board of Directors/

Thai Plastic and Chemicals PCL. (TPC)

Directorship

◆ Listed Company : 1 company

Independent Director/ Chairman and Chairman of the Executive

Committee of Crown Seal Public Company Limited

◆ Non - listed Company : 1 company

Director of Bangkok Industrial Gas Co., Ltd. (BIG)

Attendance of The Board of Directors' Meeting : 2023 4 from total 4 times

Attendance of The Executive Directors' Meeting : 2023 9 from total 9 times

Number of CSC Shareholding\* : -None-Type of shares : -None-

The Independence of Directors\*\* : Independent Director

Legal Dispute : -None-

CSC Director's first time : 24 June 2008 (BOD No. 4/2008)
CSC Director's last time : 23 April 2021 (AGM No. 28/2021)

Total (Years) : 15 years 9 months

Reason and necessity for nominating as an : He was Knowledgeable and had experience in the field that the

independent director for more than 9 years Company needed, as well as provided useful advice. He had well

performed her duties during independently and in accordance with the

relevant rules.

Remark \* Number of CSC Shareholding including related person as defined in 258 Act. – spouse, minor children, and juristic person held over 30%

\*\* Definitions of the independent directors of Crown Seal Public Company Limited as stated in Attachment No.4.

# Profile of the person nominated to be director in replacement of those to be retired by rotation as of 31 March 2024

Name : Mr. Satit Chanjavanakul

Nationality : Thai

Date of Birth : April 28, 1948

Age : 75 years

Education : M.A. (Business Administration),

Thammasat University

M.Sc. (Textile Technology), University of Leeds, U.K.

B.Sc. (Industrial Engineering), Chulalongkorn University

Director Training Courses with Thai Institute of

Directors (IOD)

: Director Accreditation Program (DAP 39/2005)

Director Certification Program (DCP 83/2007)

Corporate Governance for Capital Market Intermediaries (CGI 7/2015)

Board Nomination & Compensation Program (BNCP 7/2019)

Type of Directors : Independent Director

Current Position : -

Past experience of 5 years retroactively : 2004 - 2020 Independent Director and the Audit Committee/

Asia Plus Group Holdings Plc.

2015 - 2020 Director/ Asia Plus Securities Co., Ltd. 2013 - 2019 Director/ Withcorp Products Co., Ltd.

Directorship

◆ Listed Company : 4 companies

Independent Director/ Chairman of the Nomination and Remuneration

Committee and Member of the Audit Committee/ Crown Seal Plc.

Chairman/ SNC Former Plc.

Independent Director and the Audit Committee/ Lalin Property Plc.

Independent Director and the Audit Committee/ Thai Agro Energy Plc.

◆ Non - listed Company : 1 company

Director/ SPC Home Ideas Co., Ltd.

Attendance of The Board of Directors' Meeting : 2023 4 from total 4 times

Attendance of The Audit Committee's Meeting : 2023 4 from total 4 times

Attendance of The Nomination and : 2023 3 from total 3 times

Remuneration Committee's Meeting

Number of CSC Shareholding\* : -None-Type of shares : -None-

The Independence of Directors\*\* : Independent Director

Legal Dispute : -None-

CSC Director's first time : 29 June 2009 (BOD No. 4/2009)

CSC Director's last time : 23 April 2021 (AGM No. 28/2021)

Total (Years) : 14 years 9 months

independent director for more than 9 years

Reason and necessity for nominating as an : He was Knowledgeable and had experience in the field that the Company needed, as well as provided useful advice. He had well performed her duties during independently and in accordance with

the relevant rules.

Remark \* Number of CSC Shareholding including related person as defined in 258 Act. - spouse, minor children, and juristic person held over 30%

\*\* Definitions of the independent directors of Crown Seal Public Company Limited as stated in Attachment No.4.

### Profile of the person nominated to be director in replacement of those to be retired by rotation as of 31 March 2024

Name Mr. Pongpanu Svetarundra

Nationality Thai

Date of Birth March 24, 1959

Age 65 years

Education Honorary Doctorate in Economics,

Hiroshima University of Economics

Master's degree in Economics from Northwestern University, USA

Director Training Courses with Thai Institute of

Directors (IOD)

Directors Certification Program (DCP 17/2002)

Financial Statements for Directors (FSD 2/2008)

Role of the Chairman Program (RCP 21/2009)

Financial Institution Governance Program (FGP 7/2013)

Type of Directors Independent Director

**Current Position** 

Past experience of 5 years retroactively 2016 - 2018 Permanent Secretary of Ministry of Tourism and Sports

2012 - 2017 Director/ TMB Bank Plc.

2009 - 2016 Director/ Thaisri Insurance Plc.

Directorship

Listed Company 4 companies

> Independent Director/ Member of the Audit Committee and Member of the Nomination and Remuneration Committee/

Crown Seal Plc.

Independent Director and Member of the Nomination and Remuneration

Committee/ Asset World Corp Plc.

Chairman of the Board of Director, Independent Director and Member of the Audit Committee/ Megachem (Thailand) Plc. Chairman of the Board of Director, Independent Director and

Chairman of the Audit Committee/ TVD Holding Plc.

Non - listed Company : 1 company

Chairman of the Board of Director, Independent Director and

Member of the Audit Committee/ Ornsirin Holding Co., Ltd.

Attendance of The Board of Directors' Meeting 2023 4 from total 4 times Attendance of The Audit Committee' Meeting 2023 4 from total 4 times

Attendance of The Nomination and 2023 2 from total 3 times

Remuneration Committee' Meeting

Number of CSC Shareholding\* -None-Type of shares -None-

The Independence of Directors\*\* Independent Director

Legal Dispute -None-

CSC Director's first time 8 December 2011 (BOD No. 5/2011) CSC Director's last time 23 April 2021 (AGM No. 28/2021)

Total (Years) 12 years 3 months

Reason and necessity for nominating as an independent director for more than 9 years

He was Knowledgeable and had experience in the field that the Company needed, as well as provided useful advice. He had well

performed her duties during independently and in accordance

with the relevant rules.

Remark \* Number of CSC Shareholding including related person as defined in 258 Act. - spouse, minor children, and juristic person held over 30%

### Profile of the person nominated to be director in replacement of those to be retired by rotation as of 31 March 2024

Name Mr. Tadashi Funahashi

Nationality Japanese

December 31, 1969 Date of Birth

Age 55 years

Education Bachelor of Business Administration,

Meiji University, Tokyo, Japan

Director Training Courses with Thai Institute of

Directors (IOD) Type of Directors

**Executive Director** 

**Current Position** Operating Officer & Procurement Head/Toyo Seikan Group Holdings, Ltd.

-None-

Executive Operating Officer/ Nippon Closures Co., Ltd.

Past experience of 5 years retroactively Apr. 2019 - Mar. 2020 Operating Officer & General Manager of

Procurement/ Toyo Seikan Group Holdings Ltd.

Jul. 2018 - Mar. 2019 Operating Officer & Material Procurement Head/

Toyo Seikan Co., Ltd.

<sup>\*\*</sup> Definitions of the independent directors of Crown Seal Public Company Limited as stated in Attachment No.4.

Apr. 2017 - Jun. 2018 General Manager of Material Procurement at

Material, Environment & Quality Assurance

Division/ Toyo Seikan Co., Ltd.

Directorship

◆ Listed Company : 1 company

Director and Member of the Executive Committee/ Crown Seal Plc.

◆ Non - listed Company∴ 2 companies

Operating Officer & Procurement Head/ Toyo Seikan Group Holdings, Ltd.

Executive Operating Officer/ Nippon Closures Co., Ltd.

Attendance of The Board of Director's Meeting : 2023 4 from total 4 times Attendance of The Executive Directors' Meeting : 2023 9 from total 9 times

Number of CSC Shareholding\* : -None-Type of shares : -None-

The Independence of Directors\*\*

: Non-independent director as being an Operating Officer of Toyo

Seikan Group Holdings, Ltd. who is the major shareholder of Crown

Seal Plc.

Legal Dispute : -None-

CSC Director's first time : 1 April 2022 (BOD No. 1/2022)
CSC Director's last time : 23 April 2021 (AGM No. 28/2021)

Total (Years) : 2 years

Remark \* Number of CSC Shareholding including related person as defined in 258 Act. – spouse, minor children, and juristic person held over 30%

# Profile of the person nominated to be director in replacement of those to be retired by rotation as of 31 March 2024

Name : Mr. Yukihito Nozaki

Nationality : Japanese

Date of Birth : September 27, 1961

Age : 62 years

Education : Bachelor of Production Mechanical

Engineering of Akita University, JAPAN

Director Training Courses with Thai Institute of

Directors (IOD)

Type of Directors : Executive Director

Current Position : Operating Officer/ General manager, Mold Technology Dept./

-None-

Nippon Closures Co., Ltd.

Past experience of 5 years retroactively : 2017 General Manager, Mold technology Dept./

Nippon Closures Co., Ltd.

2016 General Manager, Engineering Dept./

Nippon Closures Co., Ltd.

<sup>\*\*</sup> Definitions of the independent directors of Crown Seal Public Company Limited as stated in Attachment No.4.

Directorship

◆ Listed Company : 1 company

Director and Member of the Executive Committee/ Crown Seal Plc.

◆ Non - listed Company : 1 company

Operating Officer/ General manager, Mold Technology Dept./

Nippon Closures Co., Ltd.

Attendance of The Board of Directors' Meeting : 2023 3 from total 4 times

Attendance of The Executive Committee' Meeting : 2023 9 from total 9 times

Number of CSC Shareholding\* : -None-Type of shares : -None-

The Independence of Directors\*\* : Non-independent director as being the Operating Officer Of Nippon

Closures Co., Ltd., the major shareholder of Crown Seal PLC.

Legal Dispute : -None-

CSC Director's first time : 19 February 2021 (BOD No. 1/2021)
CSC Director's last time : 23 April 2021 (AGM No. 28/2021)

Total (Years) : 3 years 1 month

Remark \* Number of CSC Shareholding including related person as defined in 258 Act. – spouse, minor children, and juristic person held over 30%

<sup>\*\*</sup> Definitions of the independent directors of Crown Seal Public Company Limited as stated in Attachment No.4.

#### \*\*Definitions of independent directors of Crown Seal Public Company Limited

- 1. Holding shares not more than 1% of the total shares with voting rights of the Company, the major shareholder, or controlling person including related person.
- 2. Not being or having previously been a director who takes part in the management, an employee, a staff member or advisor of the Company unless the termination of being in such position had occurred at least 2 years before an appointment.
- 3. Not being a person related by blood or registration under laws of its executives, its major shareholder, its controlling person, or such other person who will be nominated to take up the position of executives or controlling persons of the Company or its subsidiary.
- 4. Not holding business relationship with the Company, major shareholder, or person holding controlling power of the Company, which may hinder the exertion of his/her independent discretion, and not being or having ever been a shareowner, with significant implication, or person holding controlling power of the person holding business relationship with the Company, major shareholder, or person holding controlling power of the Company unless having vacated from said tenure for not less than two years before appointment which value ≤ 50 MB / ≤ 3% of the net tangible asset, whichever is higher.\*\*\*
- 5. Not being or having previously been an auditor of the Company or the major shareholder, or the controlling person and not being a shareowner with significant implication, or the controlling person, or a managing partner of the audit office which being the auditor of the Company unless the termination of being in such position had occurred at least 2 years before an appointment.
- 6. Not being or having previously been any professional service provider including legal advisor and financial advisor who receives more than Baht 2 million annually from the Company, major shareholder, or controlling person, and also being a shareowner with significant implication, or the controlling person, or a managing partner of such professional service provider unless the termination of being in such position had occurred at least 2 years before an appointment
- 7. Not being a director appointed as a representative of the Company's directors, a major shareholder or a shareholder who is related to the Company's major shareholder.
- 8. Not undertaking a business with similar nature or significant competition with the Company, or not being a major partner of a partnership, or a director who take part in management, an employee, a staff, an advisor with regular payroll, or owning shares more than 1 percent of all shares with voting right of other companies with similar business or significant competition with the Company.
- 9. Not having any other characteristics that prevent the exertion of independent opinion and not having prohibited characteristics as required by the Securities and Exchange Commission's regulations.
- \*\* All qualifications of independent directors of Crown Seal PLC. are defined in compliance with the regulations of Capital Market Supervisory Board, excluding article 4 of which is less strictly defined.

Determination for considering business relationship between directors and the Company of Capital Market Supervisory Board are as follows:

• The independent directors shall not holding business relationship with the Company, major shareholder, or person holding controlling power of the company, which may hinder the exertion of his/her independent discretion, and not being or having ever been a shareowner, with significant implication, or person holding controlling power of the person holding business relationship with the Company, major shareholder, or person holding controlling power of the company unless having vacated from said tenure for not less than two years before appointment \*\*\*which value ≤ 20 MB / ≤3% of the net tangible asset, whichever is lower.

#### Details of Auditors and Audit fees

PricewaterhouseCoopers ABAS Ltd., is an experienced accounting firm of international standard with office network in over 150 countries worldwide.

PricewaterhouseCoopers ABAS Ltd., are in various business sectors such as Business groups: electricity and energy, petroleum, manufacturing industry, automotive, real estate development, insurance, etc.

In order to comply with the Public Company Limited Act and under Article 31 of the Company's Articles of Association, there shall be a consideration to appoint the Auditors by the Annual General Meeting. The Board of Directors Meeting No. 1/2024 considered appointing and fixing auditors' fee for the year 2024 as proposed by the Audit Committee. Therefore, resolved to propose to the Shareholders' Meeting for approval. It is considered appropriate for the meeting to appoint the Auditors from PricewaterhouseCoopers ABAS Ltd., to be Auditors. From considering that the team has knowledge and experience in the production business and has experts in various fields. It is the only office Big4 that has the results of evaluating the audit quality control system. (ISQC1) at the level of "very good" from the SEC, which is the Company's first use of professional services in auditing financial statements from PricewaterhouseCoopers ABAS Company Limited. Therefore, it is an opportunity to add perspective to the company for the fiscal year ended December 31, 2024, and the Company has no other subsidiaries.

1. Mr. Boonrueng	Lerdwiseswit	Certified Public Accountant number 6552	Period of Being Authorized Auditor -None-
2. Ms. Wanvimol	Preechawat	Certified Public Accountant number 9548	Period of Being Authorized Auditor -None-
3. Mr. Kan	Tanthawirat	Certified Public Accountant number 10456	Period of Being Authorized Auditor -None-

Also, Fix the audit fee for the year 2024 at the total amount of 1,380,000 Baht as follows:

Unit: Baht

Data!!	2024	2023	Compare the A	uditors
Detail	(PwC)	(EY)	Increase (Decrease)	%
Audit fee				
1. Annual financial statements	780,000	835,000	(55,000)	(6.59)
2. Reviewing quarterly financial statements	600,000	465,000	135,000	29.03
3. A fee for reviewing other information such as	-	-	-	-
Annual Report <sup>(1)</sup>				
Total	<u>1,380,000</u>	<u>1,300,000</u>	<u>80,000</u>	6.15
Non audit fee				
Service fee for observe and certify the destruction				
of registered products which under quality standard	50,000	60,000	-	-

It should be noted that PricewaterhouseCoopers ABAS Ltd., and the proposed auditors have neither interest nor relationship with the Company, its subsidiaries, management, major shareholders, or other related persons that may deprive their independence in discharging their duties and they are not auditors who hold the Company's shares over the proportion of 20% but not over 50% and the Company has no other subsidiaries.

Remark (1) On January 17, 2017, the Federation of Accounting Professions under the Royal Patronage of his Majesty the King, it requires the auditor to review other information to comply with the Accounting Standards regarding "the responsibility of the auditor for other information in the document that includes the audited financial statements" The meeting of the Company's Board of Directors passed a resolution on February 21, 2017 to pay such fee.

# PROXY FORM B

(ปิดอากรแสตมป์ 20 บาท)

(20 Baht duty stamp)

### หนังสือมอบฉันทะ(แบบ ข.)

### Proxy (Form B.)

				เขียน	ูเที่			_
เลา	ขทะเบียนผู้ถือหุ้น				Written at			
Sha	reholders register no.							
				วันที่	เดือน		พ.ศ	_
					Date	Month		Year
(1)	ข้าพเจ้า							
	I/We							
	สัญชาติ	บ้านเ	ลขที่					
	Nationality	Address	6					
(2)	เป็นผู้ถือหุ้นของบริษัท ฝาจีบ จำกัด (ม	เหาชน) โดเ	ยถือหุ้นจำน	วนทั้งสิ้นรวม				หุ้า
	Being a shareholder of Crown Seal	Public Co	ompany Lin	nited ("Company	")			shares
	และออกเสียงลงคะแนนได้เท่ากับ			เสียง ดังนี้				
	and have the right to vote equal to			sharesas follows	s:			
	หุ้นสามัญ		ขุ้น	ออกเสียงลงคะแนนได้เท่ากับ			เสียง	
	ordinary share	shares		and have the r	ight to vote eq	ual to		vote
	หุ้นบุริมสิทธิ		_หุ้น	ออกเสียงลงคะแ	เนนได้เท่ากับ			เสียง
	preferred share	shares		and have the r	ight to vote eq	ual to		vote
(3)	ขอมอบฉันทะให้							
	Hereby appoint							
	(1) นาย/นาง/นางสาว						อายุ _	1
	Mr./Mrs./Miss						age	years
	อยู่บ้านเลขที่	ถนน			ตำบล/แ	ขวง		
	residing at	Road			Tambol/	Khwaeng		
	อำเภอ/เขต		จังหวัด _		รหัสไปรา	ษณีย์		หรือ
	Amphur/Khet		Province		Postal C	Code		or
	(2) นาย/นาง/นางสาว						อายุ	ปี
	Mr./Mrs./Miss						age	years
	อยู่บ้านเลขที่	ถนน			ตำบล/แ	ขวง		
	residing at	Road			Tambol/	Khwaeng		
	อำเภอ/เขต		จังหวัด _		รหัสไปรา	ษณีย์		หรือ
	Amphur/Khet		Province		Postal C	'ode		Or

(3) นาย/นาง/นางสาว		୧	วายุปี
Mr./Mrs./Miss			age years
อยู่บ้านเลขที่ <u> </u>	ถนน	ตำบล/แขวง	
residing at	Road	Tambol/Khwaeng	
อำเภอ/เขต	จังหวัด	รหัสไปรษณีย์	หรือ
Amphur/Khet	Province	Postal Code	or
	เยวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุม เษายน 2567 เวลา 10.30 น. เป็นการประชุม		
· ·	e as my/our proxy holder to attend a will be held on Friday, April 26, 2024,	·	
(4) ข้าพเจ้าขอมอบฉันทะให้	ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพ	เจ้าในการประชุมครั้งนี้ ดังนี้	
	rant my/our proxy to vote on my/our beha		
(1) 🗌 วาระที่ 1 เรื่อ	งพิจารณารับรองรายงานการประชุมสาม	มัญผู้ถือหุ้นประจำปี 2566 (ครั้งที่ 30	)
	adopt the Minutes of the 2023 Annual G		
	อบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเ		
(a) To grant	my/our proxy to consider and vote on m	ny/our behalf as appropriate in all r	espects.
☐ (ข) ให้ผัรับม <sub>ี</sub>	อบฉันทะออกเสียงลงคะแนนตามความประส	์ งงค์ของข้าพเจ้า ดังนี้	
2	my/our proxy to vote at my/our desire a		
่ เห็นด้า		🗌 งดออกเสียง	
Appr	ove Votes Disapprove	e Votes Abstain	
(2) 🗌 วาระที่ 2 เรื่อ	งรับทราบรายงานผลการดำเนินงานของ	บริษัทในรอบปี 2566	
Agenda 2 To a	acknowledge the 2023 Annual Performa	nce Report	
🗌 (ก) ให้ผู้รับมา	อบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเ	จ้าได้ทุกประการตามที่เห็นสมควร	
(a) To grant	my/our proxy to consider and vote on m	ny/our behalf as appropriate in all r	espects.
🗌 (ข) ให้ผู้รับมห	อบฉันทะออกเสียงลงคะแนนตามความประส	งงค์ของข้าพเจ้า ดังนี้	
(b) To grant	my/our proxy to vote at my/our desire a	s follows:	
🗌 เห็นด้ว	วย 🗌 ไม่เห็นด้วย	🗌 งดออกเสียง	
Appro	ove Votes Disapprove	e Votes Abstain	
	องพิจารณาอนุมัติงบแสดงฐานะการเงินแ สุดวันที่ 31 ธันวาคม 2566	เละงบกำไรขาดทุน สำหรับรอบระย	ยะเวลาบัญซีประจำปี
	consider and approve the Statements of ecember 31, 2023	Financial Position and Income Stat	tements for the year ended
🗌 (ก) ให้ผู้รับมห	อบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเ	จ้าได้ทุกประการตามที่เห็นสมควร	
(a) To grant	my/our proxy to consider and vote on m	ny/our behalf as appropriate in all r	espects.
🗌 (ข) ให้ผู้รับมา	อบฉันทะออกเสียงลงคะแนนตามความประส	งงค์ของข้าพเจ้า ดังนี้	
(b) To grant	my/our proxy to vote at my/our desire a	s follows:	
🗆 เห็นด้ว	วย 🗌 ไม่เห็นด้วย	🗆 งดออกเสียง	
Appr	rove Votes Disapprov	e Votes Abstain	

(4)		วาระ	ที่ 4	เรื่องพิจารณาอนุ	มัติการจัดสรรกำไรและการจ่าย	แงินปันผล สำหรับผลการดำเนินงานปี 2566			
		Agen	ıda 4	To consider and	approve the allocation of profit	and the dividend payment from the operation of the Company			
				for the year 2023	3				
		(ก)	ให้ผู้ร	<del>ั</del> บมอบฉันทะมีสิทธิเ	พิจารณาและลงมติแทนข้าพเจ้าได้	ทุกประการตามที่เห็นสมควร			
		(a)	To g	rant my/our proxy	to consider and vote on my/our	behalf as appropriate in all respects.			
	🗌 (ข) ให้ผู้รับ		ให้ผู้รั	<sub>้</sub> บมอบฉันทะออกเสี	ยงลงคะแนนตามความประสงค์ขอ	งข้าพเจ้า ดังนี้			
		(b)	To g	rant my/our proxy	to vote at my/our desire as follo	ws:			
			🗌 เห็	โนด้วย	🗌 ไม่เห็นด้วย	🗆 งดออกเสียง			
			Α	pprove	Votes Disapprove	Votes Abstain			
(5)		วาระ	ที่ 5	เรื่องพิจารณาเล็ก	อกตั้งกรรมการแทนกรรมการที่	ครบกำหนดออกจากตำแหน่งตามวาระ			
		Ager	nda 5	To consider and	elect the directors in replaceme	ent of those to be retired by rotation			
		(ก)	ให้ผู้ร	บมอบฉันทะมีสิทธิเ	พิจารณาและลงมติแทนข้าพเจ้าได้	ทุกประการตามที่เห็นสมควร			
		(a)	To g	rant my/our proxy	v to consider and vote on my/our behalf as appropriate in all respects. ชียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้				
		(11)	ให้ผู้รั	รับมอบฉันทะออกเสี					
		(b)	To g	rant my/our proxy	to vote at my/our desire as follo	ws:			
				ารแต่งตั้งกรรมการทั่					
			А	pprove the appoir	tment of all directors				
			🗌 เห็	โนด้วย	🗆 ไม่เห็นด้วย	🗆 งดออกเสียง			
			Α	pprove	Votes Disapprove	Votes Abstain			
	🗆 การแต่งตั้งกรรมการเป็นรายบุคคล								
	Approve the appointment of certain directors as follows:				lows:				
			1	. นายเทพ	วงษ์วานิช				
				Mr. Dhep	Vongvanich				
				🗌 เห็นด้วย	🗌 ไม่เห็นด้วย	🗆 งดออกเสียง			
				Approve	Votes Disapprove	Votes Abstain			
			2	. นายสาธิต	ชาญเชาวน์กุล				
				Mr. Satit	Chanjavanakul				
				🗌 เห็นด้วย	🗆 ไม่เห็นด้วย	🗆 งดออกเสียง			
				Approve	Votes Disapprove	Votes Abstain			
			3.	นายพงษ์ภาณุ	เศวตรุนทร์				
				Mr. Pongpanu	Svetarundra				
				🗌 เห็นด้วย	🗌 ไม่เห็นด้วย	🗆 งดออกเสียง			
				Approve	Votes Disapprove	Votes Abstain			
			4.	นายทาดะชิ	ฟูนะฮาชิ				
				Mr. Tadashi	Funahashi				
				🗌 เห็นด้วย	🗌 ไม่เห็นด้วย	🗆 งดออกเสียง			
				Approve	Votes Disapprove	Votes Abstain			
			5.	นายยูกิฮิโตะ	ในซากิ				
				Mr. Yukihito	Nozaki				
				🗌 เห็นด้วย	🗆 ไม่เห็นด้วย	🗆 งดออกเสียง			
				Approve	Votes Disapprove	Votes Abstain			

(6)	) 🗌 วาระร์		ที่ 6	ที่ 6 เรื่องพิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชีประจำปี 2567					
		Ager	genda 6 To consider and appoint the auditors and fix the audit fees for the year 2024						
		(ก)	ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร						
		(a)	To gr	grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.					
		(11)	ให้ผู้รั	ับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้					
		(b)	To gr	grant my/our proxy to vote at my/our desire as follows:					
			🗌 เห็นด้วย		🗆 ไม่เห็นด้วย	🗆 งดออกเสียง			
			Approve		Votes Disapprove	Votes Abstain			
(7) 🛘 วาระที่ 7 เรื่องพิจารณาอนุมัติค่าตอบแทนกรรมการบริษัทและอนุกรรมการชุดต่าง ๆ ประจำปี							ประจำปี 2567		
Agenda 7 To consider and approve the remuneration of the Company' Directors and Sub-committee members									
	members for the year 2024								
<ul> <li>(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร</li> </ul>									
	(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.						Il respects.		
		🗌 (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้							
		(b) To grant my/our proxy to vote at my/our desire as follows:							
			🗌 เห็ง	นด้วย	🗆 ไม่เห็นด้วย	🗆 งดออกเสียง			
			Ap	oprove	Votes Disapprove	Votes Abstain			
(8) 🗌 วาระที่ 8 เรื่องพิจารณาอนุมัติการเพิ่มเติมวัตถุประสงค์ของบริษัท และแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ เพื่อให้สอดคล้องกับการเพิ่มวัตถุประสงค์									
	Agenda 8 To consider and approve the addition of the Company Objectives and amendment to the Memoran								
		Association Clause 3. to be consistent with the addition of objectives.							
		(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.							
		(11)	(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ (b) To grant my/our proxy to vote at my/our desire as follows:						
		(b)							
			🗌 เห็ง	นด้วย	🗆 ไม่เห็นด้วย	🗌 งดออกเสียง			
			Ap	oprove	Votes Disapprove	Votes Abstain			

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและ ไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Any votes cast by the proxy holder in any agenda which are not in accordance with the instruction in this Proxy shall be void and not be considered as my/our votes.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือ ลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิ พิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we have not specified my/our voting intention in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือ เสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, except those which are not in accordance with my/our instruction in this Proxy, shall be deemed to be the actions performed by myself/ourselves.

ลงนาม/Signed _	ผู้มอบฉันทะ/Grantor
(_	_)
ลงนาม/Signed _	_ผู้รับมอบฉันทะ/Proxy
(	_)
ลงนาม/Signed _	_ผู้รับมอบฉันทะ/Proxy
(	)

#### หมายเหตุ/ Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับ มอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to many proxies for splitting votes.

- 2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
  - For Agenda electing directors, the whole Board of Directors or certain directors can be elected.
- 3. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ช้างต้น ผู้มอบฉันทะสามารถเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันท ะ แบบ ข. ตามแนบ

Where there occurs any agenda for the meeting's consideration other than those specified above, such additional agenda and additional instruction may be specified in the Annex to the Proxy Form B.

# ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ข.

# Annex to the Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นบริษัท ฝาจีบ จำกัด (มหาชน) ในการประชุมสามัญ ผู้ถือหุ้นประจำปี 2567 (ครั้งที่ 31) ในวันศุกร์ที่ 26 เมษายน 2567 เวลา 10.30 น. เป็นการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-Meeting) เท่านั้น หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Appointment of proxy holder by shareholder of Crown Seal Public Company Limited for 2024 Annual General Meeting of Shareholders (The 31<sup>st</sup> Meeting) will be held on Friday, April 26, 2024, 10:30 a.m. to be solely by Electronic Meeting method only, Thailand or at any adjournment thereof.

วาระที่		์ รื่อง		
Agenda	9	Subject		
	(ก)	ให้ผู้รับมอบฉันทะมีสิทธิพิจารเ	ณาและลงมติแทนข้าพเจ้าได้เ	ทุกประการตามที่เห็นสมควร
	(a)	To grant my/our proxy to co	nsider and vote on my/our	behalf as appropriate in all respects.
	(1)	ให้ผู้รับมอบฉันทะออกเสียงลง	คะแนนตามความประสงค์ขอ	งข้าพเจ้า ดังนี้
	(b)	To grant my/our proxy to vo	te at my/our desire as follo	ews:
		🗌 เห็นด้วย	🗌 ไม่เห็นด้วย	🗆 งดออกเสียง
		Approve	Votes Disapprove	Votes Abstain
วาระที่		เรื่อง		
Agenda		Subject		
	(ก)	ให้ผู้รับมอบฉันทะมีสิทธิพิจารเ	ณาและลงมติแทนข้าพเจ้าได้เ	ทุกประการตามที่เห็นสมควร
	(a)		•	behalf as appropriate in all respects.
	(1)	ให้ผู้รับมอบฉันทะออกเสียงลง	คะแนนตามความประสงค์ขอ	งข้าพเจ้า ดังนี้
	(b)	To grant my/our proxy to vo	te at my/our desire as follo	ows:
		🗌 เห็นด้วย	่  ไม่เห็นด้วย	🗌 งดออกเสียง
		Approve	Votes Disapprove	Votes Abstain
al		d		
วาระที่		รื่อง		
Agenda _		Subject	- 0. 0. N.O.	
	(ก)	ให้ผู้รับมอบฉันทะมีสิทธิพิจารเ		
	(a)			behalf as appropriate in all respects.
	(1)	ให้ผู้รับมอบฉันทะออกเสียงลง	คะแนนตามความประสงค์ขอ	งข้าพเจ้า ดังนี้
	(b)	To grant my/our proxy to vo	•	
		🗌 เห็นด้วย	่  ไม่เห็นด้วย	🗆 งดออกเสียง
		Approve	Votes Disapprove	Votes Abstain

วาระที่	เรื่องเลือกตั้งกรรมการ (ต่อ)							
Agenda	Election of Directors (continu	ued)						
	ชื่อกรรมการ							
	Name of nominated person							
	🗌 เห็นด้วย	🗌 ไม่เห็นด้วย	🗆 งดออกเสียง					
	Approve	Votes Disapprove	Votes Abstain					
	ชื่อกรรมการ							
	Name of nominated person							
	🗌 เห็นด้วย	🗌 ไม่เห็นด้วย	🗆 งดออกเสียง					
	Approve	Votes Disapprove	Votes Abstain					
	ชื่อกรรมการ							
	Name of nominated person							
	🗌 เห็นด้วย	🗌 ไม่เห็นด้วย	🗌 งดออกเสียง					
	Approve	Votes Disapprove	Votes Abstain					
	4							
	J.GU 12.2111. 12							
	Name of nominated person							
		□ ไม่เห็นด้วย						
	Name of nominated person							
	Name of nominated person ☐ เห็นด้วย	□ ไม่เห็นด้วย Votes Disapprove	□ งดออกเสียง Votes Abstain					
	Name of nominated person      เห็นด้วย     Approve	□ ไม่เห็นด้วย Votes Disapprove	□ งดออกเสียง Votes Abstain					
	Name of nominated person  ☐ เห็นด้วย  Approve ชื่อกรรมการ	□ ไม่เห็นด้วย Votes Disapprove	□ งดออกเสียง Votes Abstain					

# Details of independent directors for proxy granting of shareholders

#### 1. Mr. Sirote Swasdipanich

Position : Independent Director and Chairman of the Audit Committee

Age : 75 Years

Address : 2528/7 Bangkok-Nonthaburi 52 Road, Wongsawang Subdistrict, Bang Sue District, Bangkok

Education/Training Courses: Master of Business Administration in Finance Missouri University(Columbia), USA

Certificate in Finance IMF, Washington, USA

Certificate in Administration, Sasin, Chulalongkorn University

Director Certification Program (DCP 23)

Current Position: Independent Director and Chairman of the Audit Committee/ Crown Seal PLC.

Independent Director and Chairman of the Audit Committee/

Vibhavadi Hospital PCL.

Independent Director/ SNC Former PLC.

Member of the Audit Committee/ Rajamangala University of Technology Lanna

Business Promotion Committee/ Walailak University

Board of Trustees/ Fiscal Policy Research Institute Foundation

Committee/ Chumpat-Pantip Foundation

Director and Secretary/ the Foundation Professor Dr. kaw Sawaspanich for reading

2013 - 2019 Chairman of the Board of Director and Chairman of the Audit Committee/

retroactively Kungthai-Axa Plc.

2013 - 2019 Director and Chairman of the Audit Committee/

Witcorp Products Co., Ltd.

#### 2. Prof.Dr. Suwimon Keeratipibul

Past experience of 5 years:

Position : Independent director, Member of the Executive Committee and Member of the Nomination and

Remuneration Committee

Age : 69 Years

Address : 259/8, Jakkapatdipong Road, Klongmahanak Subdistrict, Pomprab District, Bangkok

Education/Training Courses: Doctor and Master of Engineering (Fermentation Technology),

Hiroshima University, Japan

Bachelor of Science (Food Technology), Chulalongkorn University

Director Accreditation Program (DAP 97/2012)

Risk Management Program for Corporate Leaders (RCL 21/2020)

<sup>\*</sup> Have conflict of interests in agenda 7 (To consider and approve the remuneration of the Company's Directors and Sub-Committee members for the year 2024)

<sup>\*</sup> A special interest is different from the other directors. (None)

Current Position: Independent director, Member of the Executive Committee and Member of the Nomination

and Remuneration Committee/ Crown Seal Public Company Limited

Independent Director and Chairman of the Corporate Governance and Sustainable Developments

Committee/ Thai President Foods Public Company Limited.

Past experience of 5 years retroactively: 1985 - 2020 Lecturer at the Faculty of Science, Chulalongkorn University

1997 - 2011 Representative of the Food Industry Group/

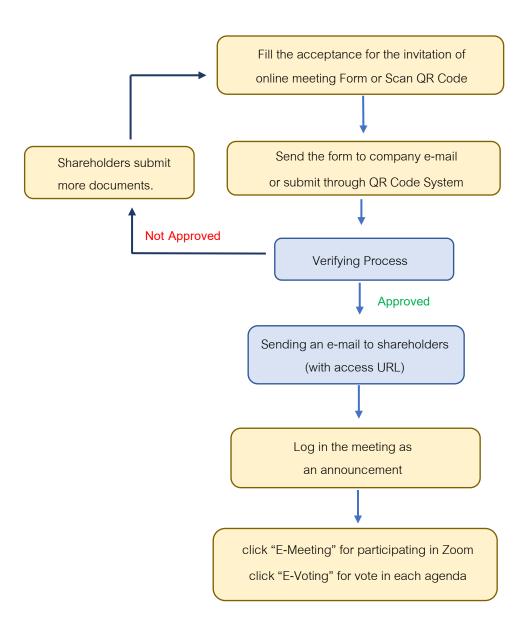
The Federation of Thai Industries in Codex Committee on Food Hygiene of Codex Alimentarius Commission, Organized by Food and Agriculture Organization (FAO) and World Health Organization (WHO) of UN.

- \* Have conflict of interests in agenda 7 (To consider and approve the remuneration of the Company's Directors and Sub-Committee members for the year 2024)
- \* A special interest is different from the other directors. (None)

Remark: Shareholders who willing to appoint a proxy holder or the Company's independent directors to attend and vote at the meeting, please kindly send the Proxy form together with the required documents as stated in Attachment No. 9 and No. 10 to the following address before April 17, 2024.

Company Secretary Office
Crown Seal Public Company Limited
5 Soi Rangsit – Nakornnayok 46, Prachatipat
Tanyaburi, Pathumthani 12130

# E-AGM Flowchart



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

Shareholders or proxies who wish to attend the meeting must submit documents proving their identity as specified to the Company within 17 April 2024. The Company shall verify the list of shareholders according to the closing information of the shareholders' register book who have the right to attend the meeting wholly and correctly. After that, the electronic conferencing service provider will send a Link to attend the meeting and the user manual to the E-Mail you have sent to inform the Company. The Link will be sent one day in advance of the meeting date.

#### Requesting to attend the meeting via electronic media

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

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

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

- 1. Please fill in the document requesting to attend the meeting via electronic media (E-AGM) (Attachment No. 10) by specifying your E-Mail and your mobile phone number clearly for registering for the meeting.
- 2. Attach a copy of proof of identity to confirm the right to attend the E-AGM meeting.
  - 2.1 Shareholders who are natural persons:
  - If a shareholder wishes to attend the meeting in person via E-Meeting:
    - Attach a copy of a valid government-issued identification document such as an ID card, government ID card, driver's
      license, or passport. In case of name-surname changes, shareholders are requested to attach supporting evidence.
  - If a shareholder appoints another person to attend the meeting on his/her behalf via E-Meeting:
    - The Proxy Form B (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with 20 baht duty stamp affixed;
    - A copy of the proxy grantor's identity document, such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed certifying the true copy of the proxy.
    - A copy of the proxy's identity document, such as an ID card, a government official an ID card, passport (In the case of foreigners) that have not expired and signed certifying the true copy of the proxy.
  - 2.2 Shareholders who are juristic persons:
  - If the person authorized to sign on behalf of the juristic person (director) wishes to attend the meeting in person via electronic media (E-Meeting).
    - A copy of the shareholder's juristic person registration certificate issued no later than one year before the
      date of the shareholder's meeting, which is duly certified by the juristic person representative (director)
      authorized to sign on behalf of the juristic person.
    - A copy of the identity document of the representative of the juristic person (director), such as an ID card, a
      government official ID card, passport (In the case of foreigners) that has not expired and signed to certify
      the true copy.
  - If the proxy is assigned to attend the meeting instead via electronic media (E-Meeting).

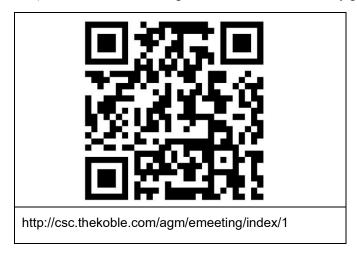
- The Proxy Form B (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with 20 baht duty stamp affixed;
- A copy of the shareholder's juristic person registration certificate issued no later than one year before the date of the shareholder's meeting, which is duly certified by the juristic person representative (director) authorized to sign on behalf of the juristic person.
- A copy of the identity document of the representative of the juristic person (director), such as an ID card, number a government official ID card, passport (In the case of foreigners) that has not expired and signed to certify the true copy.
- Copy of the identity document of the proxy as in the case of natural persons as mentioned above.

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

- 3. Submit the documents requesting to attend the meeting via electronic media (item 1) and proof of identity together with Attachment 9 supporting documents (item 2) by sending to the Company within 17 April 2024 by the following means:
  - O E-Mail channel: dowrueang@crownseal.co.th and/or tivarat@crownseal.co.th
  - O Postal channels: Company Secretary Office, Crown Seal Public Company Limited,
     5 Soi Rangsit Nakornnayok 46, Prachatipat, Tanyaburi, Pathumthani 12130

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

1. Request to attend the meeting via Web Browser: Chrome by going to Scan QR Code Go to Link



- 2. Fill in the information of shareholders:
  - Securities holder account number;
  - Name (do not include a title) Last Name
  - ID card number;
  - Choose to accept the terms and consent to access to personal information;
  - Press "Confirm"
- 3. Check the name of the shareholder and the number of shares. If correct, please fill in shareholder information.
  - Name Surname (English);
  - E-Mail to receive a link to attend the meeting;
  - Mobile phone number;

Self-Attending: Shareholder's mobile number.

<u>Proxy</u>: Proxy's mobile number. (Used to log in system).

- 4. Select the attendance type:
  - Attend the meeting in person via E-AGM;
  - Authorize the natural persons to attend the meeting via E-AGM;
  - Assign a proxy to an independent director;
- 5. Press "Next"

# In the case of shareholders attending the meeting in person: Prepared shareholders' identification documents

- 1. Attach a copy of the shareholder's identity document;
- 2. Attach a copy of other identity documents;
- 3. Press "Next"
- 4. The system will display a message "Information received successfully," check the name, surname, and number of shares again;
- 5. Close window to finish;

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

Prepared shareholders' identification documents

- 1. Attach a copy of the shareholder's identity document;
- 2. Attach a copy of other identity documents;
- 3. Press "Next"
- 4. Save the proxy's information and attach supporting documents:
  - Name-surname of the proxy (Thai language);
  - Name-surname of the proxy (English);
  - Attach a copy of the proxy's identity document;
  - Attach the proxy form with complete information and signature;
- 5. Press "Next"
- 6. The system will display a message "Information received successfully," check the name, surname, and number of shares again;
- 7. Close window to finish;

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

- 1. Attach a copy of the shareholder's identity document (Like in the case of shareholders attending the meeting in person);
- 2. Attach the completed and signed proxy form;
- 3. Press "Next"
- 4. The system will display a message "Information received successfully," check the name, surname, and number of shares again;
- 5. Close window to finish;

Remark: The system for receiving the request to attend the meeting will be open for operation from 1 April 2024 to 26 April 2024 or until the meeting is completed. (The system does not accept information on Saturdays, Sundays, and public holidays.)

#### Electronic Meeting Attendance (E-AGM):

1. Once the shareholders or proxies wish to attend the meeting and have been fully verified, you will receive an Email from the meeting organizer, a link for attending the meeting, and a system's user manual two days before the meeting

date. Please study the manual on how to use the E-AGM meeting system in detail. If you haven't received the Email within the 25 April 2024, please get in touch with the Company immediately.

- Please prepare the following information for logging in the meeting
   <u>Self-Attending</u>: Shareholder Account Number (10 digits Number) and ID Card number.
   <u>Proxy</u>: Proxy ID Card number and Proxy's Mobile Number.
- 3. Meeting attendance and voting via electronic media can be used with computers/ notebooks/ tablets and mobile phones via Web Browser: Chrome with 4G internet speed or home internet basic.

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

iOS System	Android System
iOS System : https://apps.apple.com/th/app/zoom-cloud-me	eetings/id546505307
Android System : https://play.google.com/store/apps/details	s?id=us.zoom.videomeetings

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

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

Suppose any shareholders cannot attend the E-AGM meeting in person or cannot appoint other proxies to attend the E-AGM meeting and wish to appoint an independent director as a proxy. In this regard, they can send a proxy form (Attachment No. 6) specifying the proxy as one of the independent directors as specified by the Company along with supporting documents to the Company by the date within 17 April 2024 by the following means:

- O E-Mail channel: dowrueang@crownseal.co.th and/or tivarat@crownseal.co.th
- O Postal channels: Company Secretary Office, Crown Seal Public Company Limited,
   5 Soi Rangsit Nakornnayok 46, Prachatipat, Tanyaburi, Pathumthani 12130

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

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

Please submit the following information:

- 1. The Proxy Form B (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with 20-baht duty stamp affixed;
- 2. Custodian juristic person registration certificate (Custodian) with a signature certifying true copy by the authorized signatory on behalf of the juristic person of the Custodian or the attorney with the corporate seal (if any).
- 3. A power of attorney from the shareholders for the Custodian to be authorized to sign the proxy form;
- 4. A letter confirming that the person signing the proxy form is authorized to operate a custodian business;
- 5. Copy of ID card number, or a copy of government official ID card, or copy of passport (In the case of foreigners) of the proxy with certified the true copy;
- 6. Submit information via the following channels:
  - O E-Mail channel: dowrueang@crownseal.co.th and/or tivarat@crownseal.co.th
  - O Postal channels: Company Secretary Office, Crown Seal Public Company Limited,

5 Soi Rangsit – Nakornnayok 46, Prachatipat, Tanyaburi, Pathumthani 12130

Submitting advice or questions related to business, industry, Company performance, or related to any agenda which will be considered at the E-AGM meeting: If shareholders wish to submit suggestions or questions, they can be done in two ways as follows:

- 1. Send advice or questions in advance to the Company before the meeting date through the following channels:
  - O By E-Mail: ratree@crownseal.co.th
  - O Telephone: 0-2533-0450 Ext. 638
  - O Postal channels: Company Secretary Office, Crown Seal Public Company Limited
    - 5 Soi Rangsit Nakornnayok 46, Prachatipat, Tanyaburi, Pathumthani 12130
- 2. Submit advice or questions during the meeting to those attending the E-AGM meeting. The attendee must specify his/her first and last name and state whether his/her is a shareholder attending the meeting himself/herself or a proxy. Before every suggestion or question is submitted, the Company has opened channels for sending advice and questions during the meeting as follows:
  - O Chat channel for text messages;
  - O An audio chat channel where attendees press the raising hand button and turn on the microphone on their device after the operator sends you an invitation to chat. Please turn off the microphone after the conversation is finished every time (For more details, please refer to the user manual sent to the attendees' Emails).

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

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

# เอกสารตอบรับเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์ บริษัท ฝาจีบ จำกัด (มหาชน)

Acceptance Form for Attending the Meeting via Electronic Means of Crown Seal Public Company Limited

		'มนท	เดือน					
		Date	Month	Year				
1) ข้าพเจ้า	ข้าพเจ้าหมายเลขบัตรประชาชน/หนังสือเดินทาง							
I/We	I/We Identification Card/Passport No.							
สัญชาติ	บ้านเลขที่	ถนน	ต่ำา	ปล/แขวง				
•	Residing at No.			b district				
				Í				
District	Province		Postal Code	Э				
	เริษัท ฝาจีบ จำกัด (มหาชน) lder of Crown Seal Public C		d					
	เถือหุ้นรวมทั้งสิ้นding the total amount of		'	ares				
	<del>_</del>							
·	มและลงคะแนนผ่านสื่ออิเล็กทร		· -	·				
would like to attend	and vote at the 31 <sup>st</sup> Annual C	General Meeting	of Shareholders f	or 2024 via electronic means.				
	มด้วยตัวเอง							
เขารวมประชุ								
เขารวมประชุ Self-attendir	ng							
Self-attendir	ng í (นาย/นาง/นางสาว)		เข้า	าร่วมการประชุมดังกล่าว				
Self-attendir มอบฉันทะให้ Proxy to	์ (นาย/นาง/นางสาว)			เร่วมการประชุมดังกล่าว attend the meeting.				
Self-attendir มอบฉันทะให้ Proxy to				'				
Self-attendir มอบฉันทะให้ Proxy to 3) ข้อมูลในการจัดส่ง	์ (นาย/นาง/นางสาว)	ะบบประสุม	to	'				
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(.....)

# Articles of Association of the Company relating to the Shareholders Meeting

#### Directors

Article 7. The Company's Board of Directors shall consist of at least 7 directors and not more than 15 directors, and not less than half of the total number of directors must have residence in the Kingdom.

The Directors to sign to bind the Company shall be at least two authorized directors who must sign jointly with the Company's seal affixed.

- Article 9. In casting votes to appoint the directors, one shareholder shall have one vote for each share and shall exercise all the votes he has to appoint one or several persons as directors but may not divide his votes for any such person to any extent. The persons who receive the most votes shall be appointed as directors to the set number of directors in that election. In the event of equal votes among the persons last so appointed, making the number exceed the set number of directors in that election, the Chairman of the meeting shall have a casting vote.
- Article 10. At the first general meeting after the registration of the Company and at the first general meeting in every subsequent year, one-third of the directors, or, if their number is not a multiple of three, then the number nearest to one-third shall vacate their office. The Directors to retire in the first year after the registration of the Company shall be determined by lot drawing. For subsequent years, the directors who have been longest in office shall retire. If the number of directors who have been longest in office exceeds the number of directors to retire, the method of lot drawing among those who have been longest in office shall apply. The retiring directors may be re-elected.
- Article 17. The Company's directors shall be entitled to receive remuneration for their performance of duties which are entertainment expense, salary, transportation expense and remuneration for meeting.
- Article 18. Annual remuneration of the Directors shall be determined from time to time by the general meeting, and shall be allocated among the Directors as to be agreed upon among themselves.

# Shareholders' Meeting

Article 19. The Board of Directors shall convene an annual general meeting of shareholders within four months from the last day of the accounting period of the Company.

All other meetings shall be called the extraordinary meetings.

In this regard, the meeting of shareholders can be conducted by means via electronic media. Provided that such meeting shall be convened in accordance with the method prescribed under applicable law and regulations at the time, or the relevant law and regulations applied mutatis mutandis. Such meeting of shareholders conducted by means via electronic media bear the same effects as any meeting which the shareholders attend the meeting at the same venue in accordance with the methods prescribed under the law and these Articles of Association.

Article 20. The Board of Directors may call an extraordinary general meeting of shareholders any time the Board considers it expedient to do so. One or more shareholders holding shares amounting to not less than ten (10) percent of the total number of shares sold may submit a written request to the Board of Directors for calling an extraordinary general meeting at the any time, but the subject and reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call a meeting of shareholders to be held within forty-five (45) days as from the date of receipt of such request from the shareholders.

In case the Board of Directors does not hold the meeting within the period as prescribed under paragraph one, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call such meeting within forty-five (45) days from the completion of such period. In this regard, the meeting shall be considered as the shareholders' meeting called by the Board of Directors. The Company shall be responsible for necessary expenses arising from such meeting and reasonably provide facilitation.

In case the quorum of the shareholders' meeting called by the shareholders as prescribed under paragraph two is not formed according to Article 23, the shareholders as prescribed under paragraph two shall be collectively responsible to the Company for expenses arising from such meeting.

Article 21. In summoning the shareholders' meeting, whether meeting at the same venue or via electronic media, the Board of Directors shall prepare an invitation notice of the meeting specifying the place, date, time, agenda and the matters to be submitted to the meeting together with appropriate details stating clearly whether they will be for acknowledgment, for approval or for consideration, as the case may be, including the opinions of the Board of Directors on the said matters and shall send the same to the shareholders not less than 7 days prior to the meeting. Publication of invitation of the meeting shall also be made in a newspaper for 3 consecutive days at least 3 days prior to the meeting.

If shareholders' meeting is conducted by means via electronic media. A notice of the meeting and supporting documents can be sent by email, provided that such notice and supporting documents shall be sent within the period and the notice of the meeting shall be published in the newspaper for the period prescribed in this paragraph. The Company shall keep the copy of the notice and supporting documents as evidence, which may be kept in the form of electronic data.

- Article 22. Any shareholder who is unable to attend the meeting in person may appoint other *sui juris* person as his proxy to attend the meeting and vote on his behalf. The instrument appointing proxy shall be in the form prescribed by the Registrar and delivered to the Chairman or a person entrusted by the Chairman at the meeting venue before the proxy attends the meeting.
- Article 23. In the shareholders' meeting, there must be shareholders and proxies (if any) at a number not less than 25 persons or not less than one-half of the total number of shareholders holding in the aggregate not less than one-third of the total number of shares sold to constitute a quorum.

Article 24. The Chairman of the Board of Directors shall preside over the shareholders' meeting. If the Chairman is not present or is unable to perform his duty, the Vice-Chairman, if available, shall preside over the meeting. If there is no Vice-Chairman or the Vice-Chairman is unable to perform his duty, the shareholders present at the meeting shall elect one shareholder to preside over the meeting.

#### Account, Finance and Audit

- Article 26. The accounting period of the Company shall commence on 1 January and end on 31 December every year. The Company shall cause its accounts to be made and kept and audited as required by laws.
- Article 27. The Board of Directors shall prepare the balance sheet and profit and loss account with the items and meanings of items as provided by laws as at the last date of accounting period of the Company, and shall arrange for the auditor to complete auditing of the balance sheet and profit and loss account prior to submitting them to the annual general meeting of shareholders for consideration and approval.
- Article 29. The Company must appropriate to a reserve fund, from the annual net profit at least 5 per cent of the annual net profit less the total accumulated losses brought forward (if any) until the reserve fund reaches an amount not less than 10 per cent of the registered capital.

Apart from the reserve fund as required by laws, the Board of Directors may consider the allocation of other kind of reserve fund as deemed appropriate.

Article 31. The auditor must not be a director, staff, employee or person holding any position in the Company.

The auditor shall be appointed and the annual auditing fee shall be fixed by the annual general meeting. The auditor may be re-appointed in the following year.

If there is a vacancy on the position of the auditor, the Directors shall convene an extraordinary meeting of shareholders to appoint a replacement auditor.

Article 32. The Auditor shall have the duty to examine the accounts, documents and any other evidences pertaining to income, expenditure as well as assets and liabilities of the Company during the Company's working hours. In this regard, the auditor shall have the authority to inquire the Directors, staff, employee or person holding any position in the Company as well as the Company's agents and ask for their clarification of facts or delivery of documents and evidences pertaining to the operation of the Company.

The Auditor shall have the right to make clarification in writing for proposing to the shareholders' meeting, and shall have the duty to attend every shareholder's meeting where the balance sheet and profit and loss account and problems concerning the Company's accounts are to be considered in order to make clarification on the auditing to the shareholders. The Company shall also send to the auditor all reports and documents of the Company which should be received by the shareholders in such shareholders' meeting.

# QR Code Downloading Procedures for the 56-1 One Report 2023

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

The aforementioned documents could be downloaded from the QR Code (as show in Attachment No.2) by following the steps below.

#### For iOS System (iOS 11 and above)

- 1. Turn on the mobile camera.
- 2. Turn the mobile camera to the 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: If the notification does not appear on the mobile phone, the QR Code can be scanned with other applications such as QR CODE READER, Facebook or Line.

#### 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. Scan the QR Code to access documents regarding the meeting.





เลขที่ 5 ซอยรังสิต-นครนายก 46 ตำบลประชาธิปัตย์ อำเภอธัญบุรี จังหวัดปทุมธานี 12130 ประเทศไทย โพร : 0-2533-0450 โพรสาร : 0-2074-1118

5 Soi Rangsit-Nakornnayok 46, Prachatipat, Tanyaburi, Pathumthani 12130 Thailand. Tel.: (66)2533-0450 Fax: (66)2974-1118