



**Invitation to the 2022 Annual General Meeting of Shareholders**

**Sahakol Equipment Public Company Limited**

**Friday, April 22, 2022, at 2:00 p.m.**

**At Meeting Room, 1<sup>st</sup> floor, Sahakol Equipment Public Company Limited**

**No.47/10 Soi Amornphan 4, Vibhavadirangsit Road, Ladyao, Chatuchak, Bangkok 10900**

**Start to the registration at 12.00 hrs.**

**For convenience of the registration process, please bring along and present  
the “Registration Form” with attached barcode to staffs at the meeting**

**Please read and thoroughly comprehend the detailed version of measures & practices  
attached with this document package**

**Shareholder who passes the screening point, please bring along a mask and wear it during  
the meeting at all times. The Company shall not permit the eating during the meeting.**

(Translation)

March 31, 2022

Subject: Invitation to the 2022 Annual General Meeting of Shareholders

To: Shareholders of Sahakol Equipment Public Company Limited

**Supporting Documents for Agendas of the 2022 Annual General Meeting of Shareholders**

- Enclosures
1. Supporting Documents for Agenda Item 2  
Copy of the Minutes of the 2021 Annual General Meeting of Shareholders
  2. Supporting Documents for Agenda Item 3 and 4  
Form56-1 One Report 2021, together with the Consolidated Financial Statements of the Company for the Fiscal Year Ended December 31, 2021 in QR Code
  3. Supporting Documents for Agenda Item 6  
Profiles and Working Experience of the Directors Who Retire by Rotation for Re-Election as Directors for Another Term
  4. Supporting Documents for Agenda Item 8  
Profiles and Working Experience of the Auditors and Audit Fees for the Year 2022
  5. Documents or Evidences Required for the Meeting Attending, and Condition, Requirement, Procedure for Attending, Guidance of Proxy Appointment, Vote Casting and Vote Counting
  6. Precautionary Measures and Guideline for Holding the Annual General Meeting of Shareholders under the Circumstance of Coronavirus Disease 2019 (COVID-19) Outbreak
  7. Coronavirus Disease 2019 (COVID-19) Screening Form
  8. Proxy Form; Form A. and Form B. (Shareholder can download Proxy Form A., Form B., and Form C. from the Company's website at <https://www.sahakol.com/th/shareholder-info/>)
  9. Profiles of the Independent Director Proposed by the Company to Act as Proxy for Shareholders and Definition of the Independent Director
  10. Articles of Association of the Company with Respect to the Shareholders' Meeting
  11. Procedure for Attending the Shareholders' Meeting
  12. Map of the Meeting Venue
  13. Requisition Form for Form56-1 One Report 2021

Remark: If the shareholders would like to receive the print-out of the Form56-1 One Report 2021, please contact: Investor relations E-mail: [ircontact@sahakol.com](mailto:ircontact@sahakol.com) or Tel: 02-9410888 Ext. 70

The Board of Directors' Meeting of Sahakol Equipment Public Company Limited (the "Company") No. 2/2022 held on March 14, 2022 resolved to convene the 2022 Annual General Meeting of Shareholders on Friday, April 22, 2022 at 14.00 hrs. at the Main Meeting Room, 1<sup>st</sup> floor, Head

Office of Sahakol Equipment Public Company Limited, 47/10 Soi Amornphan 4, Vibhavadeerangsit Road, Ladyao, Chatuchak, Bangkok 10900 to consider the following agenda items.

**Agenda Item 1 Matter to be informed by the Chairman**

Resolution This agenda item is for acknowledgement. No casting of votes in this agenda.

**Agenda Item 2 To consider and adopt the Minutes of the 2021 Annual General Meeting of Shareholders**

Facts and Rationale: The Company held the 2021 Annual General Meeting of Shareholders on April 22, 2021. The Company submitted the mentioned Minutes of the Meeting to the Stock Exchange of Thailand (“SET”) within 14 days and to the Ministry of Commerce as required by laws. Moreover, the said Minutes has already been uploaded on the Company’s website (<https://www.sahakol.com>). A copy of the Minutes was attached to this meeting invitation **Enclosure 1.**

Board of Directors’ opinion: The Board deemed appropriate to propose the Annual General Meeting of Shareholders to consider and approve the Minutes of the 2021 Annual General Meeting of Shareholders.

Resolution This agenda item required a majority vote of shareholders who attended the Meeting and cast their votes, **excluding** abstentions from the calculation base.

**Agenda Item 3 To consider and acknowledge the Company’s operating performance for the fiscal year ended December 31, 2021**

Facts and Rationale: The Company prepared the report of the Board of Directors concerning the business operation of the Company for the fiscal year ended 2021 as of December 31, 2021 showing the summary of Company’s operation during 2021. Details of which are presented in the Form56-1 One Report 2021 provided in QR Code, which was delivered to the shareholders, together with this meeting invitation **Enclosure 2.**

Board of Directors’ opinion: The Board deemed appropriate to propose the Annual General Meeting of Shareholders to acknowledge the Company’s operating performance for the fiscal year ended December 31, 2021.

Resolution This agenda item is for acknowledgement. No casting of votes in this agenda.

**Agenda Item 4 To consider and approve the Company’s report and consolidated financial statement for the fiscal year ended December 31, 2021**

Facts and Rationale: In compliance with the Public Limited Companies Act B.E. 2535, Section 112, and the Company’s Article of Association, Articles 39., stipulating that the Company shall arrange for preparation of the Statement of Financial Position and the Statements of Comprehensive Income as of the end of each fiscal year to be proposed to the shareholders’ meeting for consideration and approval at an annual general meeting of shareholders of every year.

In this regard, the Company has prepared a consolidated financial statement for the fiscal year ended December 31, 2021 and the audit report which were audited and certified by the auditor of the company, EY Office Limited, and reviewed by the Audit Committee. Details of which are presented in the Annual Report 2021 provided in QR Code, together with this meeting invitation

**Enclosure 2.**

A summary of the key information in comparison with the previous years is as follows:

<b>Financial Statement</b>		<b>unit: Million Baht</b>		
Details	Fiscal year ended on 31st December			
	2019	2020	2021	
Total assets (Million Baht)	11,106.2	10,009.4	9,210.2	
Total liabilities (Million Baht)	8,941.3	7,597.1	6,551.8	
Shareholders' equity (Million Baht)	2,164.9	2,412.3	2,658.4	
Total Revenues (Million Baht)	4,772.9	4,771.3	4,803.0	
Cost of Services (Million Baht)	4,389.0	4,224.8	4,208.9	
Gross Profit (Million Baht)	389.3	315.7	263.8	
*Net Profit for the year (Million Baht)	1.1	241.0	350.8	
Earnings per share (Baht per Share)	0.001	0.21	0.31	

\*Net Profit for the year: Equity holders of the Company

**Board of Directors' opinion:** The Board deemed appropriate to propose the Annual General Meeting of Shareholders to consider and approve the Company's report and consolidated financial statement for the fiscal year ended December 31, 2021, which were approved by the Audit Committee and audited by the certified auditor of the Company.

**Resolution** This agenda item required a majority vote of shareholders who attended the Meeting and cast their votes, **excluding** abstentions from the calculation base.

**Agenda Item 5 To consider and approve the allocation of profit from the Company's operating performance for the fiscal year ended December 31, 2021 as a legal reserve and the dividend payment from the Company's operating performance for the fiscal year ended December 31, 2021**

**Facts and Rationale:** In compliance with the Public Limited Companies Act B.E. 2535, Section 116, and the Company's Articles of Association, Article 45., stipulating that the Company is required to allocate not less than five (5) percent of the annual net profits as a legal reserve, deducted with the accumulated losses carried forward (if any), until the legal reserve reaches the amount not less than ten (10) percent of the registered capital.

Currently, the Company has a total registered capital in the amount of Baht 1,150,000,000 with a legal reserve in the amount of Baht 94,650,277, equaling to 8 percent of the registered capital of the Company, which not yet reached 10 percent of registered capital of the Company. It is deemed appropriate to propose to the Meeting to consider and provide an opinion regarding the allocation of profit from the Company's operating result of the fiscal year ended December 31, 2021 as the legal reserve in the amount of Baht 20,265,723, equaling to

6 percent of the net profit for the fiscal year ended December 31, 2021. After such allocation of the said profit as the legal reserve the Company shall have the total legal reserve in the amount Baht 114,916,000, representing to 9.9 percent of registered capital of the Company.

However, having considered various factors in relation to distribution of dividend to shareholders, i.e. the performance of the Company, liquidity, investment, a Company's future operations plan and other factors such as economic and war situations effect to an uncertainty in the investments and production costs, it is deemed appropriate to propose to the Meeting to consider and approve for the payment of dividends from the Company's operating results for the fiscal year ended December 31, 2021 at the rate of Baht 0.08 per share, totaling dividends in the amount of Baht 91,932,800,

In this regard, the Company stipulates a determination date on April 1, 2022 for the list of shareholders who shall be entitled to receive such dividend payment (Record Date). The dividend payment shall be made on May 11, 2022.

Board of Directors' opinion:

The Board deemed the proposal of the Chief Financial Officer acceptable and appropriate to propose the Annual General Meeting of Shareholders as follows:

1. Approved the allocation of profit from the Company's operating results for the fiscal year ended December 31, 2021 for a legal reserve at Baht 20,265,723, equaling to 6 percent of the net profit for the fiscal year ended December 31, 2021.
2. Approved the dividend payment for the fiscal year ended December 31, 2021 in the amount of Baht 91,932,800.
  - The first day of showing XD sign (exclude dividend date) shall be set on March 31, 2022.
  - The dividend payment shall be made on May 11, 2022 (subject to an approval of the 2022 Annual General Meeting of Shareholders).

Resolution This agenda item required a majority vote of shareholders who attended the Meeting and cast their votes, **excluding** abstentions from the calculation base.

**Agenda Item 6 To consider and approve the election of directors to replace the directors who retired by rotation**

Facts and Rationale:

In compliance with the Public Limited Companies Act B.E. 2535, Section 71., and the Company's Article of Association Article 17., stipulating that at least one-third (1/3) of the total member of the directors must retire by rotation and if it is impossible for the number of directors to be divided into three, the number nearest to one-third (1/3) must retire and the retired directors will be eligible for re-election. The directors who shall retire in the first and second year after the registration of the Company shall be selected by drawing. In the subsequent years, the directors who have held a position longest shall retire. At the 2022 Annual General Meeting of Shareholders, there are 4 directors who are due to retire by rotation as follows:

- |               |           |   |
|---------------|-----------|---|
| 1) Mr. Noppun | Muangkote | Vice Chairman of the Board/<br>Chairman of Executive<br>Committee |
|---------------|-----------|---|

- |                |              |                              |
|----------------|--------------|------------------------------|
| 2) Mr. Kavut   | Sirison      | Director/ Executive Director |
| 3) Mr. Charlee | Ruksuthee    | Director                     |
| 4) Mr. Pichate | Mahantasukol | Independent Director         |

For nominating the directors, the Company has made an announcement to invite the shareholders to propose the names of qualified candidates for the directorship via the Company's website and SET's channel during January 21 - February 25, 2022; however, no such proposal was made. In this regard, the Board (Excluding the Directors with interests in this matter) has considered the qualifications of the directors who would retire by rotation at the 2022 Annual General Meeting of Shareholders regarding the director qualifications, knowledge, competency, experience, expertise in various aspects, and independent expression of opinions including a provision of opinions and suggestion giving a great benefit to the Company's business operation. These directors had duly performed their duties with good efficiency.

For the best interests of the Company, the Company is of an opinion that these 4 directors had completed qualifications, without any prohibited characteristics under the laws, and deemed appropriate to propose that the Annual General Meeting of Shareholders to consider and approve re-election of the retiring directors to be the Company's directors for another term. The details of which are as shown in **Enclosure 3**.

**Board of Directors' opinion:**

The Board, excluding the Directors who have conflict of interest in this matter, deemed appropriate to propose the Annual General Meeting of Shareholders to consider and approve the election of directors to replace the directors who retired by rotation to be re-elected as follows:

- |                |              |   |
|----------------|--------------|---|
| 1) Mr. Noppun  | Muangkote    | Vice Chairman of the Board/<br>Chairman of Executive<br>Committee |
| 2) Mr. Kavut   | Sirison      | Director/ Executive Director                                      |
| 3) Mr. Charlee | Ruksuthee    | Director  |
| 4) Mr. Pichate | Mahantasukol | Independent Director  |

**Resolution** This agenda item required a majority vote of shareholders who attended the Meeting and cast their votes, **excluding** abstentions from the calculation base.

**Agenda Item 7 To consider and approve the remuneration of the Board of Directors for 2022**

**Facts and Rationale:**

In compliance with the Public Limited Companies Act B.E. 2535, Section 90, and the Company's Article of Association, Article 22., stipulating that the Company's directors are eligible to receive a remuneration from the Company in the form of reward, meeting allowance, per diem, bonus or in other forms of benefits as determined by the shareholders' meeting which such distribution of remuneration may be specified in a fixed amount, or by a principle, and be prescribed subject to a criteria applicable from time to time or applicable until the shareholders' meeting resolves to change. Moreover, the directors shall be entitled to receive any other welfare according to the Company's rules, considering the propriety of the remuneration of the directors by taking into the duties and responsibilities and comparison with the same industry and with the similar sizes. It deems appropriate to

propose the 2022 Annual General Meeting of Shareholders to consider and approve the remuneration of the Board of Directors not exceeding Baht 5,000,000, which is the same amount approved by the 2021 Annual General Meeting of Shareholders as details below:

Remuneration of the Board of Directors	Year 2022 (Proposed year)	Year 2021
- Chairman of the Board	40,000 Baht/month	40,000 Baht/month
- Chairman of the Audit Committee	25,000 Baht/month	25,000 Baht/month
- Non-Executive Director	15,000 Baht/month	15,000 Baht/month
- Executive Director	-	-
<b>Meeting Allowances</b>		
- Non-Executive Director	15,000 Baht/meeting	15,000 Baht/meeting
- Member of the Audit Committee	10,000 Baht/meeting	10,000 Baht/meeting
- Executive Director	8,000 Baht/meeting	8,000 Baht/meeting
<b>Total Remuneration for Approval</b>	Not exceeding Baht 5,000,000	Not exceeding Baht 5,000,000 (Actual remuneration was Baht 2,625,000)

Board of Directors' opinion: The Board deemed appropriate to propose the Annual General Meeting of Shareholders to consider and approve the remuneration of Directors of the Company for the year 2022, in the amount not exceeding Baht 5,000,000.

Resolution This agenda item required not less than two-thirds (2/3) of the total votes of the shareholders who attended the Meeting, **including** abstentions from the calculation base.



## **Agenda Item 8 To consider and approve the appointment of the auditor and fix the audit fee for the year 2022**

### Facts and Rationale:

In compliance with the Public Limited Companies Act B.E. 2535, Section 120, stipulating that the Annual General Meeting of Shareholders must appoint the external auditors and determine the audit fee of the Company every fiscal year, the Audit Committee had reviewed and considered the qualification, knowledge, experience, reliability and working record of each auditor including the appropriate audit fee and then resolved to propose to the Board of Directors to consider and concur the appointment of auditor for financial statements of the Company for the year 2022 as listed below;

Names of Auditors	Certified Public Accountant	Number of Years Audit for the Company
1) Mr. Vatcharin Pasarapongkul or	No. 6660	1
2) Ms. Waraporn Prapasirikul or	No. 4579	-
3) Ms. Isaraporn Wisutthiyan	No. 7480	-

The 3 auditors from EY Office Limited have fully qualified and have no relationship with or any vested interest in the Company, its subsidiaries, executives, major shareholders, or any related persons and therefore; are independent in the audit and provision of opinions on the Company's financial statements. In addition, none of above auditors have acted as the auditor of the Company for more than 5 consecutive fiscal years, the profiles and working experience of the auditors are as shown in **Enclosure 4**.

Furthermore, the Audit Committee has considered the audit fee of the Company for the fiscal year ended on December 31, 2022 and viewed that the proposed audit fee is suitable to the scope of services. It is deemed appropriate to propose the 2022 Annual General Meeting of Shareholders to consider and approve the audit fee for the fiscal year ended on December 31, 2022 in the amount of Baht 1,700,000. The said audit fee is exclusive of other fees (Non-audit service fee) which will be billed per actual (if any). The details of which are as below:

Audit Fee	Year 2022 (Proposed Year)	Year 2021
**Annual Audit Fee and Quarterly Financial Statements Audit Fee (Baht)	1,700,000	1,600,000

### Board of Directors' opinion:

The Board deemed appropriate to propose the Annual General Meeting of Shareholders to consider and approve the appointment of the auditor and fix the audit fee for the year 2022 as follows:



Names of Auditors	Certified Public Accountant	Number of Years Audit for the Company
1) Mr. Vatcharin Pasarapongkul or	No. 6660	1
2) Miss Waraporn Prapasirikul or	No. 4579	-
3) Miss Isaraporn Wisutthiyan	No. 7480	-

The above auditors from EY Office Company Limited are to be the Company's auditors for the year 2022 and the audit fee is fixed at Baht 1,700,000.

**Resolution** This agenda item required a majority vote of shareholders who attended the Meeting and cast their votes, **excluding** abstentions from the calculation base.

**Agenda Item 9 To consider the decrease of the Company's registered capital by cutting off remaining ordinary share from unexercised ESOP Warrant and the amendment of Clause 4. of the Memorandum of Association to be in line with the decrease of the Company's registered capital.**

**Facts and Rationale:**

Refer to the resolution of the Extraordinary General Meeting of Shareholders No. 1/2016 dated July 15, 2016. The Meeting has approved the increase of Company's registered capital to accommodate the exercise of warrants which issued and offered to the directors and employees of the Company (ESOP Warrant) amounting 20,000,000 shares, with the last exercise date on October 11, 2021. After the last exercise date and paid-up capital registration, the Company has 840,000 unexercised shares. Therefore, the Board deemed appropriate to propose the Annual General Meeting of Shareholders to the decrease of the Company's registered capital by cutting off remaining ordinary shares from unexercised ESOP Warrant amounting 840,000 shares, resulting in the remaining registered shares amounting 1,149,160,000 shares and the amendment of Clause 4. of the Memorandum of Association to be in line with the decrease of the Company's registered capital as follows:

Clause 4. Registered Capital Amount	1,149,160,000 Baht
Consisted of	1,149,160,000 shares
With value per share of	1.00 Baht
Which consisted of	
Common stock	1,149,160,000 shares
Preferred shares	- shares

**Board of Directors' opinion:**

The Board deemed appropriate to propose the Annual General Meeting of Shareholders to the decrease of the Company's registered capital by cutting off remaining ordinary shares from unexercised ESOP Warrant as proposed above and the amendment of Clause 4. of the Memorandum of Association to be in line with the Company's registered capital as follows:

Clause 4. Registered Capital Amount	1,149,160,000 Baht
Consisted of	1,149,160,000 shares
With value per share of	1.00 Baht

Which consisted of

Common stock 1,149,160,000 shares

Preferred shares - shares

Resolution

This agenda item required not less than three-fourths (3/4) of the total votes of the shareholders who attended the Meeting, **including** abstentions from the calculation base.

**Agenda Item 10 To consider and approve the issuance and offering of debenture for Baht 700 million, making the total limit of debentures at any time not exceeding Baht 2,300 million**

Facts and Rationale:

In order to prepare the Company to be in accordance with the future growth and investment plans, the Company's executive has the opinion and proposed to the Meeting that the Company should increase funding options through an issuance of debt instruments offered in the capital market. Therefore, the Company hereby proposed to the Meeting of the Board of Directors to consider and approve the issuance of debt instruments in the form of debentures. The Board of Directors then proposed to the General Meeting of Shareholders to consider and approve the issuance and offering of the Company's debentures for another Baht 700 million, which the total amount of all debentures is not exceeding Baht 2,300 million with the following details.

<u>Type</u>	All types of debentures, with name or unnamed registered debenture holders, unsubordinated debentures which are secured or unsecured, with or without debenture holders' representative.
<u>Currencies</u>	Thai Baht and/or United States Dollar and/or other currencies
<u>Total Limit of Debentures</u>	Total principal limit of the debentures at any time shall not exceed Baht 2,300 million. In case debentures are in foreign currencies, the exchange rate on the issue date shall be used for consideration of each issuance.  Refer to the resolution of the 2021 Annual General Meeting of Shareholders dated April 22, 2021, the Meeting has approved the total limit for the issuance and offering of debentures at any time not exceeding Baht 1,600 billion. As of February 28, 2022, the Company has an outstanding amount of the debentures which have been issued and offered for the total amount of Baht 1,600 million. This time, the Company has considered increasing the total amount for the issuance and offering of the Company's debentures by Baht 700 million, making the <b>Total Limit of Debentures at any time not exceeding Baht 2,300 million.</b>
<u>Par Value</u>	Baht 1,000 (One thousand).
<u>Interest Rate</u>	Depending on the market condition at the time of each issuance of debenture.

<u>Maturity</u>	The Board of Directors of the Company and/or a person assigned by the Board of Directors and/or Chief Executive Officer shall consider the determination of maturity of debenture depending on the appropriateness of the type of bond, type of payment and prevailing market conditions.
<u>Offering</u>	Offer domestically and/or internationally to the general public and/or institutional investors and/or high net worth investors and/or specific investors, which are offered for one time or several times and/or on a revolving basis. In addition, the issuance and offering can be on separate occasions. In case of the issuance and offering to existing debenture holders that are going to mature or be redeemed prior to maturity, in this regard, the Company shall comply with laws, rules, regulations or any other related notifications as well as obtain necessary approvals from relevant authorities.
<u>Special Condition</u>	If the Company redeems or repays the principal of debenture issued under the offering amount approved above, the Company may issue and offer additional debentures in substitution of the amount of the redeemed and repaid debenture.

Board of Directors' opinion: The Board deemed appropriate to propose the Annual General Meeting of Shareholders to consider and approve the issuance and offering of debenture details as follows:

<u>Type</u>	All types of debentures, with name or unnamed registered debenture holders, unsubordinated debentures which are secured or unsecured, with or without debenture holders' representative.
<u>Currencies</u>	Thai Baht and/or United States Dollar and/or other currencies
<u>Total Limit of Debentures</u>	<p>Total principal limit of the debentures at any time shall not exceed Baht 2,300 million. In case debentures are in foreign currencies, the exchange rate on the issue date shall be used for consideration of each issuance.</p> <p>Refer to the resolution of the 2021 Annual General Meeting of Shareholders dated April 22, 2021, the Meeting has approved the total limit for the issuance and offering of debentures at any time not exceeding Baht 1,600 billion. As of February 28, 2022, the Company has an outstanding amount of the debentures which have been issued and offered for the total amount of Baht 1,600 million. This time, the Company has considered increasing the total amount for the issuance and offering of the Company's debentures by Baht 700</p>

	million, making the <b>Total Limit of Debentures at any time not exceeding Baht 2,300 million.</b>
<u>Par Value</u>	Baht 1,000 (One thousand).
<u>Interest Rate</u>	Depending on the market condition at the time of each issuance of debenture.
<u>Maturity</u>	The Board of Directors of the Company and/or a person assigned by the Board of Directors and/or Chief Executive Officer shall consider the determination of maturity of debenture depending on the appropriateness of the type of bond, type of payment and prevailing market conditions.
<u>Offering</u>	Offer domestically and/or internationally to the general public and/or institutional investors and/or high net worth investors and/or specific investors, which are offered for one time or several times and/or on a revolving basis. In addition, the issuance and offering can be on separate occasions. In case of the issuance and offering to existing debenture holders that are going to mature or be redeemed prior to maturity, in this regard, the Company shall comply with laws, rules, regulations or any other related notifications as well as obtain necessary approvals from relevant authorities.
<u>Special Condition</u>	If the Company redeems or repays the principal of debenture issued under the offering amount approved above, the Company may issue and offer additional debentures in substitution of the amount of the redeemed and repaid debenture.

The Board of Directors of the Company and/ or a person assigned by the Board of Directors and/or Chief Executive Officer shall have the following powers:

- 1) To determine the details and other conditions in connection with the issuance and offering of debenture such as its name, offering procedures, amount of debenture of each issuance and offering, types of debentures, security, offering price per unit, maturity, redemption period, premature redemption period, interest rate, method of principal and interest repayment, allocation process, and details of offering;
- 2) To appoint financial advisors, and/or underwriter, and/or credit rating agencies of the issuer and/or other person with respect to the issuance and offering of debenture;
- 3) To negotiate, enter into, execute any relevant documents and agreements, and take any necessary actions for and in relation to the issuance and offering of debenture, including listing such debenture as a listed security on the bond's secondary market or other secondary market(s), and to obtain approval from relevant authorities.

**Resolution** A resolution on this agenda item must be approved by a vote of not less than three-fourth (3/4) of the total number of votes of shareholders attending the Meeting and casting their votes, **including** abstentions from the calculation base.

**Agenda Item 11 To consider other matters (If any)**

The Company has confirmed Wednesday, April 1, 2022 is the Record Date on which the shareholders whose names appear on the Company's share register book shall have the right to attend the 2022 Annual General Meeting of Shareholders.

The shareholders of Sahakol Equipment Public Company Limited are cordially invited to participate in the Meeting on Friday, April 22, 2022 at 14.00 hrs. at the Main Meeting Room, 1<sup>st</sup> floor, Head Office of Sahakol Equipment Public Company Limited, 47/10 Soi Amornphan 4, Vibhavadeerangsit Road, Ladyao, Chatuchak, Bangkok. The shareholders are suggested to register for attending the Meeting from 12.00 hrs.

The Company is deeply concerned for the safety and well-being of the shareholders and attendees as well as all stakeholders, who will be participating in the Meeting. Therefore, the Company strongly requests for the shareholders' and attendees' cooperation to strictly follow the precautionary measures and guidelines for holding the Annual General Meeting of Shareholders under the circumstance of Coronavirus Disease 2019 (COVID-19) as detailed in **Enclosure 6** and also requests all of the shareholders and attendees to fill in the Coronavirus Disease 2019 (COVID-19) Screening Form as detailed in **Enclosure 7** and submit the same to the Company's staff before attending the Meeting.

If any shareholder wishes to appoint another person to attend the Meeting and vote as his or her behalf, please fill in and execute either the proxy in Form A. or Form B. where the details are shown in **Enclosure 8**. For foreign shareholders who deposit shares in safeguard of custodian in Thailand, please execute the proxy in Form C. which can be downloaded from the Company's website at (<https://www.sahakol.com/th/shareholder-info/>).

To protect the rights and benefits of shareholders who are unable to attend the Meeting in person and would like to appoint the Independent Director of the Company as their proxy to attend the Meeting and cast votes on their behalf, the shareholders can appoint the Independent Directors as follows:

- 1) Mr. Sirichai Towiriyawate
- 2) Mrs. Kingthien Bang-or
- 3) Dr. Mongkon Laoworapong

The profile of the Independent Director and relevant profile and working experience are detailed in **Enclosure 9** and please execute a proxy Form B. as appeared in the **Enclosure 8** and submit such Proxy Form B. together with supporting documentation as detailed in **Enclosure 5**. For the purpose of document verification, please submit all documentations to the Company by April 22, 2022 at

Investor Relation Department  
Sahakol Equipment Public Company Limited  
47/10 Soi Amorphan 4, Vibhavadi Rangsit Road,  
Lad Yao Sub-District, Chatuchak District, Bangkok 10900  
Tel: +66-2941-0888 ext. 70

The Company recommends that the shareholders study the Meeting Attending, and Condition, Requirement, Procedure for Attending, Guidance of Proxy Appointment, Vote Casting and Vote Counting as set out in **Enclosure 5** as well as the details on Procedure for Attending the Shareholders' Meeting as set out in **Enclosure 11**.

The Company will disclose the 2022 Annual General Meeting of Shareholders itinerary and agendas in advance on the Company's website (<http://www.sahakol.com>). In addition, any shareholders who would like to receive the Form56-1 One Report 2021 of the Company, kindly fill out

the request form of the Form56-1 One Report 2021 in the **Enclosure 13** and send it by email to [ircontact@sahakol.com](mailto:ircontact@sahakol.com) or Tel: 02-941-0888 ext. 70

For any inquiries, please contact Mr. Surapol Ounsuwan, the Company Secretary at [surapol@sahakol.com](mailto:surapol@sahakol.com) or Tel: +66-2941-0888 ext. 66

Yours sincerely,  
Sahakol Equipment Public Company Limited

*-Signature-*

M.R. Pridiyathorn Devakula  
Chairman of the Board of Directors

## Minutes of the 2021 Annual General Meeting of Shareholders

### Sahakol Equipment Public Company Limited

#### Date, Time and Meeting Venue

The 2021 Annual General Meeting of Shareholders was held on April 22, 2021 at 14.00 hrs. at the Main Meeting Room, 1st floor, Head Office of Sahakol Equipment Public Company Limited, 47/10 Soi Amornphan 4, Vibhavadeerangsit Road, Ladyao Sub-district, Chatuchak District, Bangkok 10900.

#### The Meeting Commencement

Mr. Surapol Ounsuwan, Company Secretary, acted as the moderator for the 2021 Annual General Meeting of Shareholders (the “**Meeting**”), of Sahakol Equipment Public Company Limited (the “**Company**”), introducing the Directors, the Executive, the Auditor and the Independent Legal Advisors who attended the Meeting as follows:

#### Attending Directors and Executives

1. M.R. Pridiyathorn	Devakula	Chairman of the Board
2. Mr. Noppun	Muangkote	Vice Chairman of the Board / Chairman of Executive Director
3. Mr. Sirichai	Towiriyawate	Independent Director / Chairman of Audit Committee
4. Mrs. Kingtien	Bang-or	Independent Director / Audit Committee
5. Dr. Mongkol	Laoworapong	Independent Director / Audit Committee
6. Mr. Sasavat	Sirison	Director / Executive Director / Chief Executive Officer
7. Mr. Vittavat	Sirison	Director / Executive Director / Chairman of Risk Management Director / Chief Operation Officer
8. Mr. Kavut	Sirison	Director / Executive Director / Risk Management Director / Chief Financial Officer
9. Mr. Chalee	Ruksuthee	Director
10. Mr. Prapas	Vichakul	Independent Director
11. Mr. Pichet	Mahunsukon	Independent Director (Attended the Meeting via electronic media)

#### Attending Advisors

1. Ms. Wichitphan	Klaiubon	Independent Legal Advisor from Legal Advisory Council Limited
2. Ms. Chawannuch	Jarujareet	Independent Legal Advisor from Legal Advisory Council Limited
3. Ms. Tatiya	Trangkanont	Auditor from Grant Thornton Limited
4. Mr. Vatcharin	Pasaraongkul	Auditor from EY Office Company Limited
5. Mr. Thanrawe	Pattarawinit	Auditor from EY Office Company Limited



In the Meeting, there were **43** shareholders and proxies attending the Meeting, representing **507,274,824** shares, which is equivalent to **44.2474** percent of the total amount of the sold shares of the Company. Thus, the quorum was attained under the Articles of Association of the Company, which stated that there must be no less than 25 shareholders and proxies or no less than a half of the total shareholders attending a meeting and they must collectively hold no less than one-third of the total amount of the sold shares of the Company.

In the 2021 Annual General Meeting of Shareholders, the Company made an announcement to invite the shareholders to propose the names of qualified candidates for the directorship via the Company's website and SET's channel during January 21, 2021 to February 25, 2021; however, no such proposal was made.

Prior to the commencement of the agenda, the moderator informed the Meeting that regarding voting in each agenda, if shareholders disapprove or abstain from voting, shareholders shall vote in the ballot, raise their hand and hand over such ballot for voting in such agenda to the staff. Subsequently, the moderator explained to the Meeting regarding the voting principle and the vote count methods as well as which voting card will be deemed as invalid card (Details stated in the Invitation to the Meeting). Also, the Meeting was informed that prior to voting in each agenda of the Meeting, attendees shall make inquiries and provide suggestion about such agenda item as deemed appropriate. Prior to making inquiries or providing suggestion, such shareholders or proxies shall announce their name and surname and inform the Meeting whether he/she is a shareholder or a proxy. In case such inquiries or suggestions are not related to the considered agenda, shareholders or proxies shall make suggestions or inquiries in the last agenda.

Furthermore, the Moderator informed the Meeting that the Company invited the legal advisors of Legal Advisory Council Limited, the auditor of Grant Thornton Limited and the auditor of EY Office Company Limited to answer any questions occurring from any agenda in this Meeting.

Afterwards, M.R. Pridiyathorn Devakula, Chairman of the Board, presided over the Meeting ( the "**Chairman**"), declared the 2021 Annual General Meeting of Shareholders to be duly convened and proceeded to conduct the Meeting in line with the agenda items as specified as follows:

#### **Agenda 1 Matter to be informed by the Chairman**

The Chairman welcomed attendees and opened the Meeting informing attendees that each agenda item would be described in the following agenda.

**Resolution** This agenda was for acknowledgement. No casting of votes in this agenda was necessary.

#### **Agenda 2 To consider and adopt the Minutes of the 2020 Annual General Meeting of Shareholders**

The Chairman informed the Meeting that the Company provided the Minutes of the 2020 Annual General Meeting of Shareholders, held on June 25, 2020 and submitted such to the Stock Exchange of Thailand ("SET") within 14 days and to the Ministry of Commerce as required by laws. Moreover, the said Minutes has already been uploaded on the Company's website (<https://www.sahakol.com>), the details of which are shown in **Enclosure 1**, which the Company had delivered to shareholders along with the Invitation to the Meeting.

The Chairman gave the opportunity to the Meeting to provide suggestion and make inquiries on this agenda item. There were no shareholders who provided suggestions and made inquiries. Therefore, the Chairman proposed to the Meeting to cast their votes on this agenda.

**Resolution of the Meeting** The Meeting adopted the Minutes of the 2020 Annual General Meeting of Shareholders held on June 25, 2020, detailed as follows:

Approval	507,274,824	votes,	Equivalent to	100.0000	%
Disapproval	0	votes,	Equivalent to	0.0000	%
Abstention	0	votes,	Not constituted as vote		
Voided	0	votes,	Not constituted as vote		
Total (43)	507,274,824	votes,	Equivalent to	100.0000	%

**Resolution** This agenda required a majority vote of shareholders who attended the Meeting and cast their votes, **excluding** abstentions from the calculation base.

**Agenda 3 To consider and acknowledge the Company's operating performance for the fiscal year ended December 31, 2020**

The Chairman invited Mr. Sasavat Sirison, Chief Executive Officer, to report this agenda to the Meeting.

Mr. Sasavat Sirison reported to the Meeting the operating performance of the Company for the fiscal year ended December 31, 2020, summarized as follows:

The Company has the total revenue for the year 2020 amounting to Baht 4,776 million, increasing by Baht 3 million or at 0.1 percent from 2019 with the total revenue amounting to Baht 4,773 million.

The gross profit, excluding depreciation (EBITDA), for the year 2020 amounted to Baht 1,647 million, increasing by Baht 76 million or at 5 percent from 2019 with the gross profit amounting to Baht 1,571 million. The EBITDA margin increased from 34 percent in 2019 to 35 percent in 2020.

The net profit for the year 2020 amounted to Baht 241 million, comparing to the year 2019, which had a net profit of 1 million.

The Company has an interest-bearing debt to total equity decrease from 3.59 times in 2019 to 2.85 times in 2020 and such is expected to decline in 2021 and in years to come.

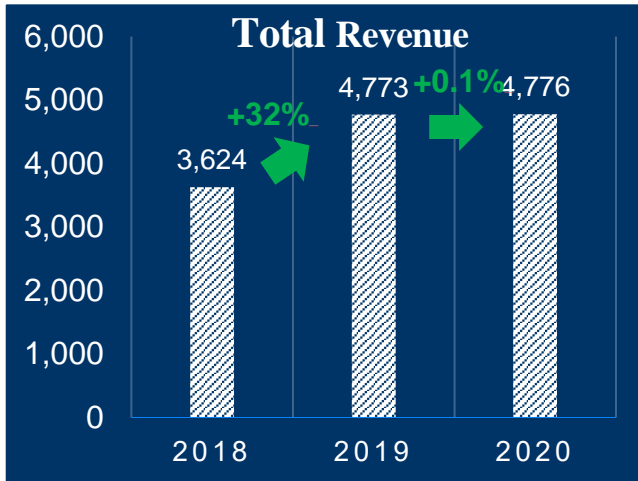
The long-term loan repayment for the year 2020 amounted to Baht 859 million, decreasing from the year 2019 with the repayment of the loan of Baht 1,296 million due to Covid-19. In addition, with the landslide in the previous year, the bank allowed the Company to reduce the proportion of loan repayment.

Financial costs decreased from Baht 389 million in the year 2019 to Baht 314 million in the year 2020.

In 2020, the Company adjusted the administration structure of Mae Moh Mine from the end of 2019 and has continued to do so to the present. This resulted in more efficient project administration of Mae Moh Mine in addition to increasing employee benefits and compensation to build motivation and morale

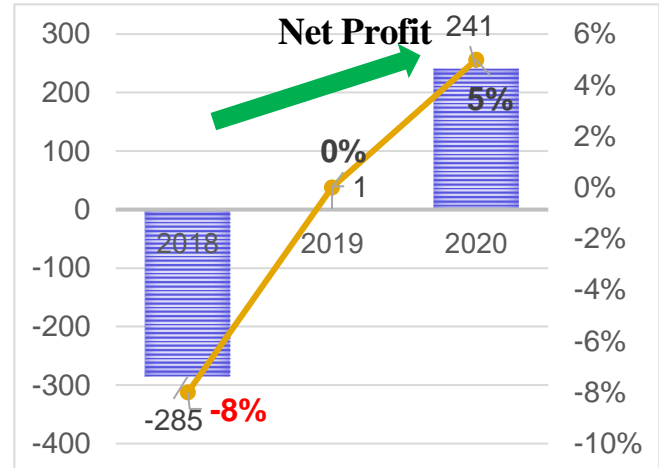
of the employees. This resulted in the better performance of the Company. Moreover, in 2020, the Company's excavation of land was up to 83 million cubic meters, which is the largest quantity since the operation began. In addition, the Company had developed a cost-saving project in terms of maintenance, purchasing and procurement. This caused the expenses to reduce significantly. Furthermore, 2020 is the first year that the Company recognized revenue from Hongsa O&M Project.

Unit: Million Baht



Unit: Million Baht

% Net Profit Rate

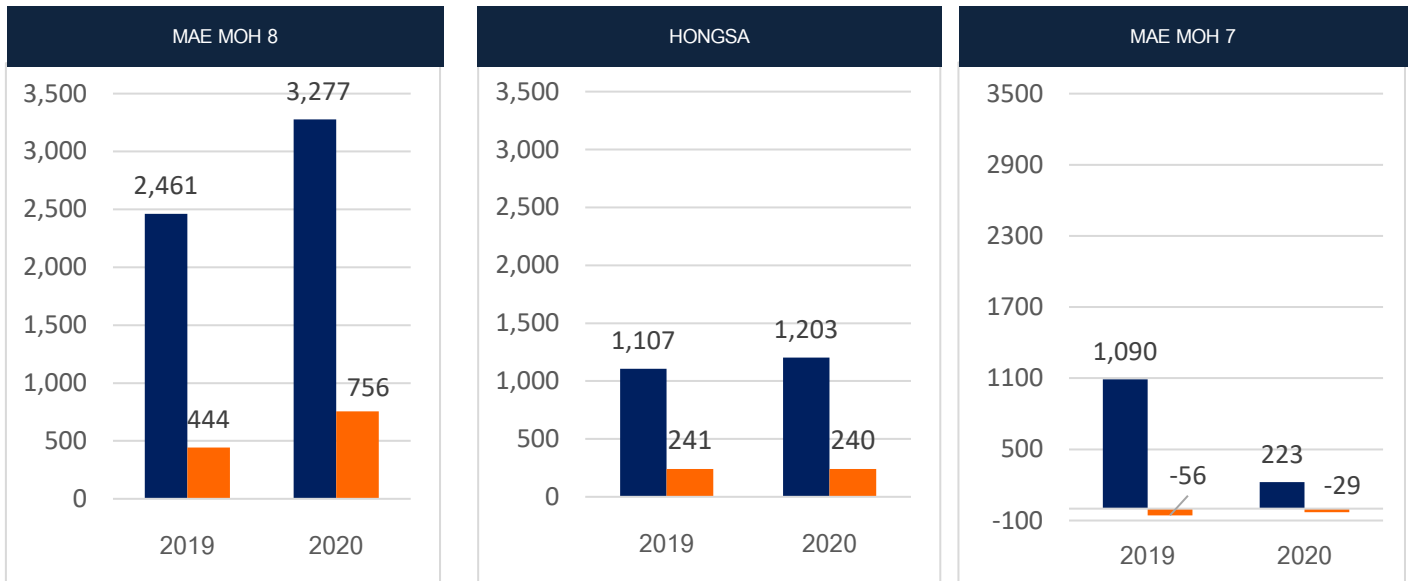


The revenue of three projects of the Company i.e. Mae Moh 8 Mine Project, Hongsa Mine Project, and Mae Moh 7 Mine Project is detailed as follows:

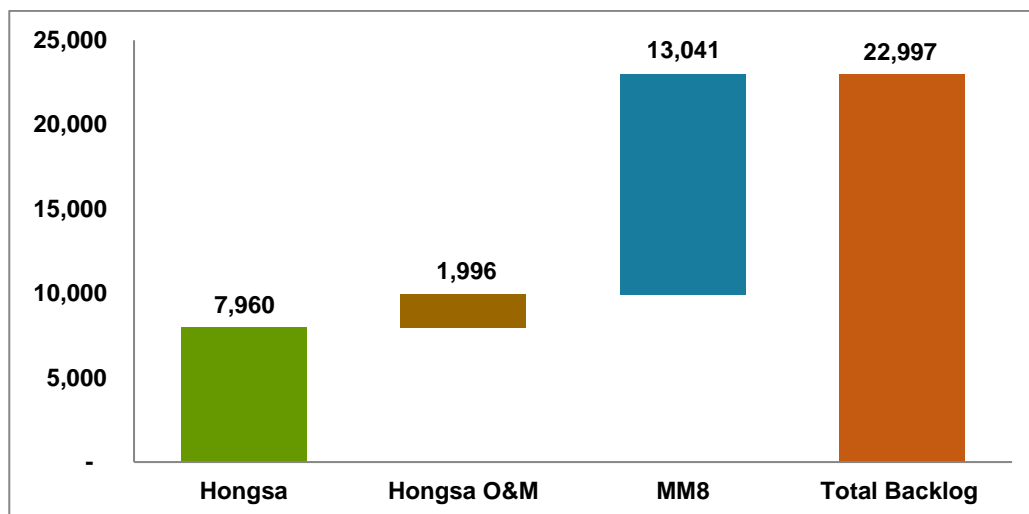
- The revenue of Mae Moh 8 Mine Project in 2020 was Baht 3,277 million, which was an increase of Baht 816 million from 2019 with the revenue equivalent to Baht 2,461 million. The gross profit (excluding depreciation) in 2020 amounted to Baht 775 million, which was an increase of Baht 94 million from 2019 with the gross profit equivalent to Baht 681 million. This was due to the change in the management structure and the increase in machinery.
- The revenue of Hongsa Mine Project in 2020 amounted to Baht 1,203 million, which was an increase of Baht 96 million from 2019 with the revenue equivalent to Baht 1,107 million. The gross profit (excluding depreciation) in 2020 amounted to Baht 243 million, which was an increase of Baht 12 million from 2019 with the gross profit amounting to Baht 231 million. However, the net profit slightly decreased due to the impact of earthquake in addition to the off-schedule shut-down maintenance of Hongsa Power Plant, and including a small impact of Covid-19 in terms of entering the workplace and quarantine as required in particular areas.
- The revenue of Mae Moh 7 Mine Project in 2020 in the first quarter was Baht 223 million. The gross profit (excluding depreciation) in 2020 amounted to Baht 56 million. The project ended in the first quarter of the year 2021, when the Company delivered the work area to the Electricity Generating Authority of Thailand under the conditions of the agreement as of April 30, 2020.

Unit: Million Baht

Revenue  
Gross Profit (Exc. Depreciation)



The total work remaining (Backlog) in the first quarter of 2020 was valued at Baht 22,997 million; Hongsa Mine Project was valued at Baht 7,960 million, Hongsa O&M Project was valued at Baht 1,996 million and Mae Moh 8 Mine Project was valued at Baht 13,041 million.



Regarding new projects, the Company has currently bid for 4 new projects at Hongsa mine. at Laos. They are divided into 2 land excavation projects, each worth Baht 1,100 million, which will be operating from 2022 to 2026. The third project is a belt conveyor installation project, where the Company will receive a rental fee (Build, Lease and Transfer). The project value is approximately Baht 2,100 million, starting from 2021 to 2033. The fourth project is an O&M project, which is continuing from the third project. The project value is approximately Baht 2,300 million. All of these projects are in the process of consideration of the employers.

The Mine Khot Project cannot currently be operated due to the political situation. The Company has assessed the situation and analysed the risks continuously. Therefore, the Company is currently waiting for clarity before commencing the operation.

The Chairman further explained to the meeting that the better performance in the year 2020 was due to good preparation of the Management during the rainy season, which meant the rainy season was not an obstacle in the operation. In addition, the Company modified a new maintenance model, which reduced the cost.

The Chairman gave the opportunity to the Meeting to provide suggestions and make inquiries on this agenda item. There were several shareholders who provided suggestions and made inquiries and the answers of such inquiries were made as the following summary.

<b>Mr. Nopphadon Watthanapisit</b> A shareholder attending in person	inquired	<ol style="list-style-type: none"><li>1. In 2021, will there be any Mae Moh 7 Mine Project in the budget?</li><li>2. It is now predicted that revenues for 2021 are definitely going to drop from last year. What is the company's total income for the year 2021 will be approximately?</li><li>3. What are the funding sources for the Build, Lease and Transfer (BLT) project? Will there be issuance of debentures or cash flow?</li></ol>
<b>Mr. Sasavat Sirison</b> Chief Executive Officer	clarified that	<ol style="list-style-type: none"><li>1. Mae Moh 7 Mine Project will have little impact on the budget of 2021, which is only during the first one to two months of 2021.</li><li>2. Total revenue for this year is expected to be around Baht 4,000 million. The Company will try to maintain the same profit margin as the previous year, and intend to do it even better.</li><li>3. The source of funds is still under consideration by the Company. There may be both the issuance of debentures and supplier credit from financial institutions.</li></ol>
<b>Mr. Charuchat Raethong</b> A shareholder inquiring via email	inquired	<ol style="list-style-type: none"><li>1. Where will there be bidding for the new project? What competitors does the Company compete with? In what month is the bidding result expected to be revealed?</li></ol>

2. How much does the higher cost of oil affect the cost of the Company per year?
3. How much is the depreciation of the Mae Moh 7 Mine Project? And how is it deducted?
4. Is it expected that the Company's future performance will be better than in 2020?
5. Has the Company started investing in Myanmar? and in which quarter will it start making a profit?

**Mr. Sasavat Sirison**  
Chief Executive Officer

clarified that

1. All the bidding process for new projects are Hongsa Projects in Laos, details are as follows: 1) North Pit Wall Expansion Project, competing with three contractors: Italian Thai Hongsa Company Limited (ITH), Changpinit Engineering (2539) Company Limited (CPE) and Laos MG, a local contractor 2) Mine Pit Service Agreement Project, landfilling in the pond, competing with one contractor, Changpinit Engineering (1996) Company Limited (CPE) 3) Build, Lease and Transfer (BLT) with a privilege to perform O&M services for the Waste Line 2 Conveyor Expansion Project, competing with one contractor, Italian Thai Hongsa Company Limited (ITH) and 4) O&M services for the Waste Line 2 Conveyor Expansion Project, competing with one contractor which is Italian-Thai Hongsa Company Limited (ITH). All of these projects are still under consideration and the Company will later have an official announcement.

2. An increase of oil cost by Baht 1 will affect operating cost approximately Baht 30 million. In 2021, while the current oil cost is at Baht 21 per liter, the Company has provided a budget for oil costs at Baht 25 per liter for Mae Moh 8 Mine Project. For Hongsa Mine Project, the Company has also provided budget for oil cost at Baht 26 per liter, which the current cost is only Baht 24 to 25 per liter.

3. The machinery of Mae Moh 7 Mine Project which was imported into Mae Moh 8 Mine Project has a book value of approximately Baht 200 million. The depreciation is estimated at 5 years, which will be the same year as the completion of Mae Moh 8 Mine Project in 2025. The depreciation is deducted in a straight line.

4. The Company will try to achieve the performance at least the same as of 2020. However, it depends on the price of oil. If the oil price increases, it will impact the profit.

5. The investment in Myanmar has not started operating yet as it depends on Covid-19 situation and the political situation. These have caused a pause in the operation. The Company is therefore unable to provide a definite answer as to when it will begin operations in Myanmar as it first has to wait for the situation in Myanmar to be resolved.

**Resolution** This agenda was for acknowledgement. No casting of votes in this agenda was necessary.

**Agenda 4 To consider and approve the Company's report and the consolidated financial statement for the fiscal year ended December 31, 2020**

The Chairman invited Mr. Kavit Sirison, Chief Financial Officer, to report this agenda to the Meeting.

Mr. Kavit Sirison reported to the Meeting that in compliance with the Public Companies Limited Act B.E.2535, Section 112 and The Company's Article of Association, Articles 39, the Company had prepared a report and consolidated financial statements for the fiscal year ended December 31, 2020 for which the said statements shall be audited by the certified auditor and reviewed by the Audit Committee prior to proposing for the Shareholders' consideration and approval. A summary of the key information in comparison with the previous year is as follows:

Total revenue of the Company for the year 2020 is Baht 4,776 million, which is in the amount similar to the year 2019. This was mainly due to factors as follows:

- 1) Good operation of the Mae Moh 8 Mine Project
- 2) Rendering of Service costs and depreciation in 2020 decreased from 2019 by Baht 300 million or equivalent to 7%. This was mainly due to the decrease in oil cost of Baht 190 million following the change of type of oil used and the decrease of oil price, and included better administration of the working system, which reduced the consumption of oil.



- 3) Explosive costs decreased by approximately Baht 62 million due to improved management.
- 4) Contractor cost is in the Program of Reduction of Operating Cost of Mae Moh Mine Project. This reduced the cost by Baht 143 million.
- 5) Depreciation decreased by Baht 82 million according to the life of the machine, which has already been fully deducted.
- 6) Financial costs decreased by Baht 75 million in line with the repayment of principal each year. This reduced the payment of interest.
- 7) Administrative expenses increased by approximately Baht 140 million, partly due to the closure of Mae Moh 7 Mine Project. Approximately Baht 80 million was the final liquidation between the Company and the ICDSQ joint venture.

Overall, the profit of the Company's operation for the whole year amounted to Baht 241 million, an increase of only Baht 1 million from the previous year.

### Consolidated Financial Statement

Details		Fiscal year ended on 31st December		
		2018	2019	2020
Total Assets	(Million Baht)	11,986.8	11,106.2	10,016.7
Total Liabilities	(Million Baht)	9,820.7	8,941.3	7,604.4
Shareholders' equity	(Million Baht)	2,166.1	2,165.9	2,412.3
Total Revenues	(Million Baht)	3,624.1	4,772.9	4,775.5
Revenue from Services	(Million Baht)	3,567.0	4,689.6	4,726.1
Cost of Services	(Million Baht)	(3,445.2)	(4,039.6)	(3,740.3)
Gross Profit	(Million Baht)	178.9	650.0	985.8
*Net Profit	(Baht/Share)	(284.6)	1.1	240.9
Earnings per share	(Baht per Share)	(0.25)	0.001	0.211

\*Net profit for the year (Equity holder of the Company)

Therefore, it is deemed appropriated to propose to the Annual General Meeting of Shareholders to approve the report and the consolidated financial statement of the Company for the fiscal year ended December 31, 2020 for which the said statements have been audited by the certified auditor and reviewed by the Audit Committee and approved by the Board of Directors.

The Chairman gave the opportunity to the Meeting to provide suggestions and make inquiries on this agenda item. There were no shareholders who provided suggestion and made inquiries. Therefore, the Chairman proposed to the Meeting to cast their votes on this agenda.

**Resolution of the Meeting** The Meeting approved the report and the consolidated financial statement for the fiscal year ended December 31, 2020, detailed as follows:

Approval	506,837,824	votes,	Equivalent to	100.0000	%
Disapproval	0	votes,	Equivalent to	0.0000	%
Abstention	437,000	votes,	Not constituted as vote		
Voided	0	votes,	Not constituted as vote		
Total (43)	507,274,824	votes,	Equivalent to	100.0000	%

**Resolution** This agenda required a majority vote of shareholders who attended the Meeting and cast their votes, **excluding** abstentions from the calculation base.

**Agenda 5 To consider and approve the allocation of profit as a legal reserve from the Company's operating performance for the fiscal year ended December 31, 2020 and the dividend payment from the Company's operating performance for the fiscal year ended December 31, 2020**

The Chairman reported to the Meeting that there will be an allocation of profit from the Company's operating result of the fiscal year ended December 31, 2020 as the legal reserve in the amount of Baht 18,287,242, equaling 5 percent of the net profit for the fiscal year ended December 31, 2020. After such allocation of the said profit as the legal reserve, the Company shall have the total legal reserve in the amount Baht 94,650,277, representing 8.23 percent of registered capital of the Company. Moreover, there will be a dividend payment for the fiscal year ended December 31, 2020 to the shareholders whose names appear in the book of shareholders' registration on April 7, 2021, which is the date that the Board of Directors stipulated as the record date for the list of shareholders who shall be entitled to receive such dividend payment. The dividend payment will be made at the rate of Baht 0.08 per share, totaling dividends in the amount of Baht 91,715,988 on May 11, 2021. The ratio of dividend payment compared to the net profit of the separate financial statement of the year 2020 after a deducting of corporate income tax and legal reserve is 40.06 percent, which is in line with the Company's dividend payment policy.

The Chairman gave the opportunity to the Meeting to provide suggestions and make inquiries on this agenda item. There were no shareholders who provided suggestion and made inquiries. Therefore, the Chairman proposed to the Meeting to cast their votes on this agenda.

**Resolution of the Meeting** The Meeting approved the allocation of profit as a legal reserve from the Company's operating performance for the fiscal year ended December 31, 2020 and the dividend payment from the Company's operating performance for the fiscal year ended December 31, 2020, detailed as follows:

1. Approved the allocation of profit as a legal reserve from the Company's operating performance for the fiscal year ended December 31, 2020.

Approval	507,274,824	votes,	Equivalent to	100.0000	%
Disapproval	0	votes,	Equivalent to	0.0000	%
Abstention	0	votes,	Not constituted as vote		
Voided	0	votes,	Not constituted as vote		
Total (43)	507,274,824	votes,	Equivalent to	100.0000	%

2. Approved dividend payment from the Company's operating performance for the fiscal year ended December 31, 2020.

Approval	507,274,824	votes,	Equivalent to	100.0000	%
Disapproval	0	votes,	Equivalent to	0.0000	%
Abstention	0	votes,	Not constituted as vote		
Voided	0	votes,	Not constituted as vote		
Total (43)	507,274,824	votes,	Equivalent to	100.0000	%

**Resolution** This agenda required a majority vote of shareholders who attended the Meeting and cast their votes, **excluding** abstentions from the calculation base.

**Agenda 6 To consider and approve the appointment of directors to replace those who retired by rotation**

The Chairman informed the Meeting that in compliance with Section 71 of the Public Companies Limited Act B.E. 2535 and Article 17. of Company's Article of Association, at least one-third (1/3) of the total members of the directors must retire by rotation and if it should be impossible for the number of directors to be divided into three, the number nearest to one-third must retire and the retired directors will be eligible for re-election. The directors who shall retire in the first and second year after the registration of the Company shall be selected by drawing. In the subsequent years, the directors who have held office longest shall retire. At the 2021 Annual General Meeting of Shareholders, there are 4 directors who are due to retire by rotation as follows:

1) M.R. Pridiyathorn	Devakula	Chairman of the Board
2) Mr. Sasavat	Sirison	Director/ Executive Director
3) Mrs. Kingthien	Bang-or	Independent Director/ Member of Audit Committee
4) Dr. Mongkon	Laoworapong	Independent Director/ Member of Audit Committee

In this regard, the Board, which is exclusive of the Directors who have a conflict of interest in this matter, has reviewed the qualifications of the directors who will retire by rotation at the 2021 Annual General Meeting of Shareholders and viewed that these 4 directors had full qualification, did not possess any prohibited characteristics under laws and well and carefully performed their duties. Therefore, it is deemed appropriate to propose that the Annual General Meeting of Shareholders consider and approve re-election of the said directors who will retire by rotation to be The Company's directors for another term, the details of which are as shown in **Enclosure 3**.

The Chairman gave the opportunity to the Meeting to provide suggestions and make inquiries on this agenda item. There were no shareholders who provided suggestion and made inquiries. Therefore, the Chairman proposed to the Meeting to cast their votes on this agenda.

**Resolution of the Meeting** The Meeting approved the election of 1) M.R. Pridiyathorn Devakula, 2) Mr. Sasavat Sirison, 3) Mrs. Kingthien Bang-or, and 4) Dr. Mongkon Laoworapong who will retire by rotation as The Company's directors for another term of office, by electing individually, detailed as follows:

1. Approved the election M.R. Pridiyathorn Devakula as Chairman of the Board

Approval	426,290,424	votes,	Equivalent to	97.4880	%
Disapproval	10,984,400	votes,	Equivalent to	2.5120	%
Abstention	70,000,000	votes,	Not constituted as vote		
Voided	0	votes,	Not constituted as vote		
Total (43)	507,274,824	votes,	Equivalent to	100.0000	%

2. Approved the election Mr. Sasavat Sirison as Director / Executive Director

Approval	494,593,274	votes,	Equivalent to	97.8274	%
Disapproval	10,984,400	votes,	Equivalent to	2.1726	%
Abstention	1,697,150	votes,	Not constituted as vote		
Voided	0	votes,	Not constituted as vote		
Total (43)	507,274,824	votes,	Equivalent to	100.0000	%

3. Approved the election Mrs. Kingthien Bang-or as an Independent Director / Member of Audit Committee

Approval	496,140,424	votes,	Equivalent to	97.8340	%
Disapproval	10,984,400	votes,	Equivalent to	2.1660	%
Abstention	150,000	votes,	Not constituted as vote		
Voided	0	votes,	Not constituted as vote		
Total (43)	507,274,824	votes,	Equivalent to	100.0000	%

4. Approved the election Dr. Mongkon Laoworapong as Independent Director / Member of Audit Committee

Approval	496,140,424	votes,	Equivalent to	97.8340	%
Disapproval	10,984,400	votes,	Equivalent to	2.1660	%
Abstention	150,000	votes,	Not constituted as vote		
Voided	0	votes,	Not constituted as vote		
Total (43)	507,274,824	votes,	Equivalent to	100.0000	%

**Resolution** This agenda required a majority vote of shareholders who attended the Meeting and cast their votes, **excluding** abstentions from the calculation base.

**Agenda 7 To consider and approve the remuneration of the Board of Directors for 2021**

The Chairman informed the Meeting that in compliance with Section 90 of the Public Companies Limited Act B.E. 2535 and Article 22. of Company's Articles of Association, The Company's directors are eligible to receive remuneration from the Company in the form of reward, meeting allowance, per diem, bonus or in other forms of benefits as determined by the shareholders' meeting. In addition, such distribution of remuneration shall be specified in a fixed amount, or in principle, or prescribe the remuneration criteria applicable from time to time or applicable until the shareholders' meeting resolves to change. Moreover, the directors shall be entitled to receive any other welfare according to The Company's rules considering the propriety of the remuneration of the directors by taking into account the duties and responsibilities of the Board of Directors and comparison with the same industry and with the similar size. It is deemed appropriate to propose the 2021 Annual General Meeting to approve remuneration of the Board of Directors for 2021 of not exceeding Baht 5,000,000 as details below:

	Year 2021 (Proposed year)	Year 2020
<b>Monthly Remuneration</b>		
- Chairman of the Board	40,000 Baht / Month	40,000 Baht / Month
- Chairman of the Audit Committee	25,000 Baht / Month	25,000 Baht / Month

	Year 2021 (Proposed year)	Year 2020
- Non- executive Director	15,000 Baht / Month	15,000 Baht / Month
- Executive Director	-	-
<b>Meeting allowance</b>		
- Non- executive Director	15,000 Baht / a meeting attended	15,000 Baht / a meeting attended
- Member of the Audit Committee	10,000 Baht / a meeting attended	10,000 Baht / a meeting attended
- Executive Director	8,000 Baht / a meeting attended	8,000 Baht / a meeting attended
<b>Total remuneration</b>	Not exceeding Baht 5,000,000	Not exceeding Baht 5,000,000 (Actual remuneration Baht 2,460,000)

The Chairman gave the opportunity to the Meeting to provide suggestions and make inquiries on this agenda item but there were no shareholders who provided suggestions and made inquiries. Afterwards, the Chairman proposed to the Meeting to cast their votes on this agenda.

**Resolution of the Meeting** The Meeting approved the remunerations of the Board of Directors for 2021, detailed as follows:

Approval	406,029,399	votes,	Equivalent to	80.0413	%
Disapproval	0	votes,	Equivalent to	0.0000	%
Abstention	101,245,425	votes,	Equivalent to	19.9587	%
Voided	0	votes,	Not constituted as vote		
Total (43)	507,274,824	votes,	Equivalent to	100.0000	%

**Resolution** This agenda required not less than two-thirds (2/3) of the total votes of the shareholders who attended the Meeting, **including** abstentions from the calculation base.

#### **Agenda 8 To consider and approve the appointment of the auditor and fix the audit fee for 2021**

The Chairman clarified to the Meeting that in compliance with Section 120 of the Public Companies Limited Act B.E. 2535, the Annual General Meeting of Shareholders must appoint the external auditors and determine the audit fee of the Company every fiscal year. The Audit Committee deems appropriate to propose the Board of Directors to consider and appoint Mr. Vatcharin Pasarapongkul, Certified Public Accountant No. 6660 and/or Ms. Waraporn Prapasirikul, Certified Public Accountant No. 4579 and/or Ms. Isaraporn Wisutthiyan, Certified Public Accountant No. 7480 from EY Office Company Limited as the 2021 external auditors of Company, the details of which are as shown in **Enclosure 4**.

Furthermore, the Audit Committee has considered the audit fee of the Company for the fiscal year ended on December 31, 2021 and viewed that the proposed audit fee is suitable to the scope of services. It is deemed appropriate to propose the 2021 Annual General Meeting of Shareholders to consider and approve the audit

fee for the fiscal year ended on December 31, 2021 in the amount of Baht 1,600,000, decreasing by Baht 1,580,000 from 2020. The said audit fee is exclusive of other fees (Non-audit service fee) which will be billed per actual cost (if any), the details of which are as below:

Audit Fee	Year 2021 (Proposed Year)	Year 2020
**Audit Fee of the Company	1,600,000	*3,180,000
Non-audit service fee	-	-

\*In 2020, the auditors from Grant Thornton Company Limited were the auditors of the Company.

\*\*For its subsidiaries, the Company appoints the auditors from companies. The Board will ensure that the financial statements will be prepared timely.

It is deemed appropriate to propose the Meeting to appoint auditors from EY Office Company Limited for the fiscal year ended on December 31, 2021 and fix the audit fee in the amount not exceeding Baht 1,600,000.

The Chairman gave the opportunity to the Meeting to provide suggestions and make inquiries on this agenda item but there were no shareholders who provided suggestions and made inquiries. Afterwards, the Vice Chairman proposed to the Meeting to cast their votes on this agenda.

**Resolution of the Meeting** The Meeting approved the appointment of the auditor and to fix the audit fee not exceeding Baht 1,600,000 for 2021, detailed as follows:

Approval	507,274,824	votes,	Equivalent to	100.0000	%
Disapproval	0	votes,	Equivalent to	0.0000	%
Abstention	0	votes,	Not constituted as vote		
Voided	0	votes,	Not constituted as vote		
Total (43)	507,274,824	votes,	Equivalent to	100.0000	%

**Resolution** This agenda required a majority vote of shareholders who attended the Meeting and cast their votes, **excluding** abstentions from the calculation base.

**Agenda 9 To consider the amendment of the Company's objectives and the amendment of Clause 3 of the Memorandum of Association (Objectives) by adding 4 items of objectives, totaling 39 items**

The Chairman clarified to the Meeting that due to the policy of the Company to expand more business, the Board therefore proposed to the meeting to consider and approve the amendment of the Company's objectives by adding 4 items of objectives to be Items 36 to 39, totaling 39 items, the details of which are as below:

**Item 36** Design, construction, maintenance and control conveyor systems for transporting minerals and any other materials;

**Item 37** To operate business and provide services of design, procurement, construction, production, maintenance, distribution of raw water, consumer water, and all types of industrial water including transportation and unloading through water pipeline system, various water supply pipes or by other means and operate other related businesses;

**Item 38** To operate business and provide services of design, production to order, procurement, construction, system operation, maintenance, wastewater treatment system and operate other related businesses;

**Item 39** To engage in the trade of all kinds of raw material, machine, tool and other equipment to produce consumer water and wastewater treatment.

The Chairman gave the opportunity to the Meeting to provide suggestions and make inquiries on this agenda item but there were no shareholders who provided suggestions and made inquiries. Afterwards, the Vice Chairman proposed to the Meeting to cast their votes on this agenda.

Approval	507,274,824	votes,	Equivalent to	100.0000	%
Disapproval	0	votes,	Equivalent to	0.0000	%
Abstention	0	votes,	Equivalent to	0.0000	%
Voided	0	votes,	Not constituted as vote		
Total (43)	507,274,824	votes,	Equivalent to	100.0000	%

Resolution This agenda required not less than three-fourths (3/4) of the total votes of the shareholders who attended the Meeting, **including** abstentions from the calculation base.

**Agenda 10 To consider and approve the issuance and offering of debenture for Baht 100 million, making the total limit of debentures at any time not exceeding Baht 1,600 million**

The Chairman reported to the Meeting that in order to prepare the Company to be in accordance with future growth and investment plans, the Company's executive has the opinion and proposed to the Meeting that the Company should increase funding options through an issuance and offering of the Company's debentures of another Baht 100 Million, combined with the issued debentures of Baht 1,500 million, in which the total amount of all debentures does not exceed Baht 1,600 Million. The debenture will be issued in all types of debentures, with par value of Baht 1,000 Baht. The interest rate will depend on the market condition at the time of each issuance of debenture. The details are as follows:

<u>Type</u>	All types of debentures, with or without designated name of registered debenture holders, unsubordinated debentures which are secured or unsecured, with or without debenture holders' representative.
<u>Currencies</u>	Thai Baht and/or United States Dollar and/or other currencies
<u>Total Limit of Debentures</u>	Total principal limit of the debentures at any time shall not exceed Baht 1,600 million. In case debentures are in foreign currencies, the exchange rate on the issue date shall be used for consideration of each issuance.  Referring to the resolution of the 2020 Annual General Meeting of Shareholders dated June 25, 2020, the Meeting has approved the total limit for the issuance and offering of debentures at any time not exceeding Baht 1,500 million. As of February 28, 2021, the Company has an outstanding amount of debentures which have been issued and offered in the total amount of Baht 1,300 million. This time, the Company has considered increasing the total amount for the issuance and offering of the Company's debentures by Baht 100 million, making the <b>Total Limit of Debentures at any time not exceeding Baht 1,600 million.</b>
<u>Par Value</u>	Baht 1,000 (One thousand).
<u>Interest Rate</u>	Depending on the market condition at the time of each issuance of debenture.
<u>Maturity</u>	The Board of Directors of the Company and/or a person assigned by the Board of Directors and/or Chief Executive Officer shall consider the determination of maturity of debenture depending on the appropriateness of the type of bond, type of payment and prevailing market conditions.
<u>Offering</u>	Offered domestically and/or internationally to the general public and/or institutional investors and/or high net worth investors and/or specific investors,



	and offered for one time or several times and/or on a revolving basis. In addition, the issuance and offering can be on separate occasions. In case of the issuance and offering to existing debenture holders that are going to mature or be redeemed prior to maturity, in this regard, the Company shall comply with laws, rules, regulations or any other related notifications as well as obtain necessary approvals from relevant authorities.
<u>Special Condition</u>	If the Company redeems or repays the principal of debenture issued under the offering amount approved above, the Company may issue and offer additional debentures in substitution of the amount of the redeemed and repaid debenture.

The Board of Directors of the Company and/ or a person assigned by the Board of Directors and/or Chief Executive Officer shall have the following powers:

- 1) To determine the details and other conditions in connection with the issuance and offering of debenture such as its name, offering procedures, amount of debenture of each issuance and offering, types of debenture, security, offering price per unit, maturity, redemption period, premature redemption period, interest rate, method of principal and interest repayment, allocation process, and details of offering;
- 2) To appoint financial advisors, and/or underwriter, and/or credit rating agencies of the issuer and/or other person with respect to the issuance and offering of debenture;
- 3) To negotiate, enter into, execute any relevant documents and agreements, and take any necessary actions for and in relation to the issuance and offering of debenture, including listing such debenture as a listed security on the bond's secondary market or other secondary market(s), and to obtain approval from relevant authorities.

The Chairman gave the opportunity to the Meeting to provide suggestions and make inquiries on this agenda item but there were no shareholders who provided suggestions and made inquiries. Afterwards, the Vice Chairman proposed to the Meeting to cast their votes on this agenda.

**Resolution of the Meeting** The Meeting approved the issuance and offering of debenture for Baht 100 million, making the total limit of debentures at any time not exceeding Baht 1,600 million, detailed as follows:

Approval	507,274,824	votes,	Equivalent to	100.0000	%
Disapproval	0	votes,	Equivalent to	0.0000	%
Abstention	0	votes,	Equivalent to	0.0000	%
Voided	0	votes,	Not constituted as vote		
Total (43)	507,274,824	votes,	Equivalent to	100.0000	%

**Resolution** This agenda required not less than three-fourths (3/4) of the total votes of the shareholders who attended the Meeting, **including** abstentions from the calculation base.

#### **Agenda 11 To consider other matters (If any)**

There were several shareholders who provided suggestions and made inquiries and the answers of such inquiries were made as the following summary.

<b>Mr. Nopphadon Watthanapisit</b>	inquired	For additional business expansion in the
A shareholder attending in person		segment of industrial raw water business,
		how much does the company expect to

		generate income from doing this business?
<b>Mr. Sasavat Sirison</b> Chief Executive Officer	clarified that	The Company is currently in the process of studying such business. Starting from the company has personnel who have worked in this field; therefore, they are ones taking care of the study of this business. The study was done by focuses on studying in each province where people already do this business and wishing to expand the business. For approximate number, the Company will send such to shareholders later.
<b>Mr. Nopphadon Watthanapisit</b> A shareholder attending in person	inquired	What is the future of dividend payments in 2021?
<b>M.R. Pridiyathorn Devakula</b> Chairman of the Board	clarified that	It depends on the backlog remaining and expected new jobs. If it is certain that the Company will get new jobs, there will be more chance of dividend payment. But if there are no jobs and if the backlog remains the same, the Company may have to be careful in the payment of dividend. The Company foremost considers the interests of the shareholders as priority.
<b>Mr. Nopphadon Watthanapisit</b> A shareholder attending in person	inquired	For all new 4 Hongsa Mine Projects, will the Company use wholly new machinery or will the Company still use old machinery?
<b>Mr. Sasavat Sirison</b> Chief Executive Officer	clarified that	Most projects must use new machinery as it is the requirement of the employer. Project 1 and 2 are projects with a period of 5 years, and are considered worth investing new machinery in.
<b>Mr. Nopphadon Watthanapisit</b> A shareholder attending in person	inquired	For projects which are in bidding process, what is the approximate expected rate of IRR?

**Mr. Sasavat Sirison**  
Chief Executive Officer

clarified that

The approximate rate of IRR is around 10 to 12 percent.

There were no further shareholders who provided suggestions and made inquiries for consideration of the Meeting. The Chairman expressed his appreciation to all meeting attendees and proposed that the Meeting be adjourned at 15.00 hours.

Signed.....signed-.....

M.R. Pridiyathorn Devakula  
Chairman of the Board of Directors

Signed.....signed-.....

(Mr. Surapol Ounsuwan)  
Company Secretary  
Minutes of the Meeting Recorder

Preliminary Information of the retired Directors being proposed for Re-election			
Name – Last Name	Mr. Noppun Muangkote		
Age	73 years		
Type of Director proposed for election	Vice Chairman (Nominated for re-election)		
Current Position in SQ	Vice Chairman / Chairman of the Executive Director (Executive Director)		
Starting Date of Directorship	2 March 2015		
Tenure	7 years 1 month (number of service tenures, provided that he is reelected: 10 years 1 month)		
Educational Background	<ul style="list-style-type: none"> <li>- Bachelor degree of Laws (Honors), Thammasat University</li> <li>- Master degree of Laws (LL.M.Corporations), New York University, New York, USA</li> <li>- Thai Bar Association, Bar Association</li> </ul>		
Director's Certificates	<b><u>Thai Institute of Directors (IOD)</u></b> - Director Accreditation Program (DAP) 43/2002		
<b>Working Experience and Directorship / Executive in other Company</b>			
Position in Company	2015-Present	Vice Chairman	Sahakol Equipment PCL.
	2015-Present	Chairman of the Executive Director	Sahakol Equipment PCL.
Position in Other Listed Companies ( 2 Organizations)	2005-Present	Director / Chairman of the Director of the Audit Committee	AEON Thana Sinsap (Thailand) PCL.
	2011-Present	Independent Director / Chairman of the Member of Nomination and Compensation Committee	Amata Corporation PCL.
Position in Non Listed Companies (4 Organizations)	2007-Present	Director	PF Controls Group Co.,Ltd.
	2001-Present	Chairman of the Board	International Business Lawyers Co.,Ltd.
	Present	Director	Sahakol Power Co.,Ltd.
	Present	Director	Mai Khot Energy Limited
Position in Other company that compete with / relate to Company that may cause conflict of interest	-None-		
Shareholding in SQ (including spouse and minor)	Self	: 15,701,000 shares (1.37%)	
	Spouse	:	
	Minor	:	
	Total	:	
Attendance of Meeting in 2021			
▪ Annual General Shareholders' Meeting	1 out of 1 (100%)		
▪ The Board of Directors' Meeting	8 out of 8 (100%)		
Qualified According to Related Laws and Does Not Have Prohibited Qualifications	-Yes-		
Illegal Record in Past 10 years	-None-		
Relationship with Management -	-None-		

<b>Skill &amp; Expertise</b>	Possess extensive knowledge and experiences in strategic planning, Law and corporate governance.
<b>Criteria for Nominating Directors</b>	The Board of Directors has considered that Mr. Noppun Muangkote is integrity and qualified as director as required by law as well as possesses the ability, experience Possess extensive knowledge and experiences in Contributed to the formulation of SQ Policy, Vision, Mission and Strategic plan for company

Preliminary Information of the retired Directors being proposed for Re-election	
	sustainable growth. Presented useful guidance to the management to policy development enhance SQ's business. Further, Mr. Noppun Muangkote is moral and ethical, therefore, it is deemed appropriate to propose to the shareholders to re-election Mr. Noppun Muangkote as the directors of the Company.

Preliminary Information of the retired Directors being proposed for Re-election			
Name – Last Name	Mr. Kavit Sirison		
Age	52 years		
Type of Director proposed for election	Director (Nominated for re-election)		
Current Position in SQ	Director / Member of the Risk Management Committee / Executive Director / Chief Financial Officer (Executive Director)		
Starting Date of Directorship	2 March 2015		
Tenure	7 years 1 month (number of service tenures, provided that he is reelected: 10 years 1 month)		
Educational Background	- Bachelor of Business Administration (Banking & Finance) Chulalongkorn University - Master of Business Administration, San Diego State University		
Director's Certificates	<u>Thai Institute of Directors (IOD)</u> - Director Accreditation Program (DAP) 114/2015		
Working Experience and Directorship / Executive in other Company			
Position in Company	2015- Present	Director	Sahakol Equipment PCL.
	2015- Present	Member of the Risk Management Committee / Executive Director / Chief Financial Officer	Sahakol Equipment PCL.
Position in Other Listed Companies ( 0 Organizations)	-None-		
Position in Non Listed Companies (2 Organizations)	2003- Present	Director	SVPK Co.,Ltd.
	Present	Director	Sahakol Power Co.,Ltd.
Position in Other company that compete with / relate to Company that may cause conflict of interest	-None-		
Shareholding in SQ (including spouse and minor)	Self	: 9,322,200 shares (0.81%)	
	Spouse	:	
	Minor	:	
	Total	:	
Attendance of Meeting in 2021	■ Annual General Shareholders' Meeting 1 out of 1 (100%) ■ The Board of Directors' Meeting 8 out of 8 (100%) ■ Risk Management Committee Meetings 2 out of 2 (100%)		
Qualified According to Related Laws and Does Not Have Prohibited Qualifications	-Yes-		
Illegal Record in Past 10 years	-None-		
Relationship with Management -	-None-		

Skill & Expertise	มีความรู้ ความเชี่ยวชาญ ประสบการณ์และความสามารถในการวางแผนกลยุทธ์องค์กร การบัญชีและการเงิน การพัฒนาโยบาย และการกำกับดูแลกิจการที่ดี Possess extensive knowledge and experiences in finance, accounting, auditing, policy development and corporate governance.
Criteria for Nominating Directors	The Board of Directors has considered that Mr. Kavit Sirison is integrity and qualified as director as required by law as well as possesses the ability, experience Possess extensive knowledge and experiences in Strategic plan for company sustainable growth, finance, accounting and corporate governance. Presented useful guidance to the management to policy development enhance SQ's business. Further, Mr. Kavit Sirison

Preliminary Information of the retired Directors being proposed for Re-election	
	is moral and ethical, therefore, it is deemed appropriate to propose to the shareholders to re-election Mr. Kavit Sirison as the directors of the Company.

Preliminary Information of the retired Directors being proposed for Re-election	
Name – Last Name	Mr. Chalee Ruksuthee
Age	63 years
Type of Director proposed for election	Director (Nominated for re-election)
Current Position in SQ	Director (Non-Executive Director)
Starting Date of Directorship	2 March 2015
Tenure	7 years 1 month (number of service tenures, provided that he is reelected: 10 years 1 month)
Educational Background	- Master degree of Management Financial management Mahidol University - Bachelor degree of Accountancy University of the Thai Chamber of Commerce
Director's Certificates	<u>Thai Institute of Directors (IOD)</u> - Director Accreditation Program (DAP) 114/2015
<b>Working Experience and Directorship / Executive in other Company</b>	
Position in Company	2015-Present Director Sahakol Equipment PCL.
Position in Other Listed Companies ( 0 Organizations)	-None-
Position in Non Listed Companies (1 Organizations)	1988-Present Director AS Associates Engineering (1964) Co.,Ltd.
Position in Other company that compete with / relate to Company that may cause conflict of interest	-None-
Shareholding in SQ (including spouse and minor)	Self : 75,000 shares (0.01%) Spouse : Minor : Total :
Attendance of Meeting in 2021	<ul style="list-style-type: none"> <li>▪ Annual General Shareholders' Meeting 1 out of 1 (100%)</li> <li>▪ The Board of Directors' Meeting 8 out of 8 (100%)</li> </ul>
Qualified According to Related Laws and Does Not Have Prohibited Qualifications	-Yes-
Illegal Record in Past 10 years	-None-
Relationship with Management -	-None-

<b>Skill &amp; Expertise</b>	Possess extensive knowledge and experiences in finance, accounting, auditing, policy development and corporate governance.
<b>Criteria for Nominating Directors</b>	The Board of Directors has considered that Mr. Chalee Ruksuthee is integrity and qualified as director as required by law as well as possesses the ability, experience Possess extensive knowledge and experiences in finance, accounting, auditing and corporate governance. Presented useful guidance to the management to policy development enhance SQ's business. Further, Mr. Chalee Ruksuthee is moral and ethical, therefore, it is deemed appropriate to propose to the shareholders to re-election Mr. Chalee Ruksuthee as the directors of the Company.



Preliminary Information of the retired Directors being proposed for Re-election			
Name – Last Name	Mr. Pichet Mahunsukon		
Age	61 years		
Type of Director proposed for election	Independent Director (Nominated for re-election)		
Current Position in SQ	Independent Director (Non-Executive Director)		
Starting Date of Directorship	15 March 2018		
Tenure	4 years 1 month (number of service tenures, provided that he is reelected: 7 years 1 month)		
Educational Background	- Bachelor degree of Laws, Ramkhamhaeng University		
Director's Certificates	<u>Thai Institute of Directors (IOD)</u>  -None-		
Working Experience and Directorship / Executive in other Company			
Position in Company	2018-Present	Independent Director	Sahakol Equipment PCL.
Position in Other Listed Companies ( 0 Organizations)	-None-		
Position in Non Listed Companies (1 Organizations)	1997-Present	Managing Director	Bangkok Law Office & Associate Co.,Ltd.
Position in Other company that compete with / relate to Company that may cause conflict of interest	-None-		
Shareholding in SQ (including spouse and minor)	Self	:	-
	Spouse	:	-
	Minor	:	-
	Total	:	-
Attendance of Meeting in 2021			
▪ Annual General Shareholders' Meeting	1 out of 1 (100%)		
▪ The Board of Directors' Meeting	8 out of 8 (100%)		
Qualified According to Related Laws and Does Not Have Prohibited Qualifications			-Yes-
Illegal Record in Past 10 years			-None-
Relationship with Management -			-None-

## Information for Considering an Election of Independent Director

Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have Conflicts, at present or in the past 2 years	
1. Being a director who takes part in managing day-to-day operation, an employee, or an advisor who receives a regular salary or fee	-None-
2. Being a professional service provider (i.e., auditor, lawyer)	-None-
3. Having the significant business relations that may affect the ability to perform independently	-None-

<b>Skill &amp; Expertise</b>	Possess extensive knowledge and experiences in corporate governance and policy development.
<b>Criteria for Nominating Directors</b>	The Board of Directors has considered that Mr. Pichet Mahunsukon is integrity and qualified as an independent director as required by law as well as possesses the ability, experience Possess extensive knowledge and experiences corporate governance and policy development. Presented useful guidance to the management to enhance SQ's business. Further, Mr. Pichet Mahunsukon is moral and ethical, therefore, it is deemed appropriate to propose to the shareholders to re-election Mr. Pichet Mahunsukon as the independent directors of the Company.

## Profiles and Work Experience of Auditors

### **Vatcharin Pasarapongkul**

*Partner*

EY Office Limited

Certified Public Accountant No. 6660



### **Profiles and Work Experience**

- Working Period : 1999 - present
- Professional Qualification : Certified Public Accountant (Thailand)  
Thai SEC-approved auditor
- Academic Qualification : Master of Science in Accounting, Thammasat University  
Bachelor of Science in Accounting, Thammasat University
- Experience : More than 22 years of public accounting experience with EY serving clients in a wide range of industries, including multinational corporations and listed companies in Thailand, and is specialized in the telecommunications, manufacturing, services, and real estate industries.
- Relationship with or Interest in (except for the audit service) the Company, Subsidiaries, Executives, Major Shareholders, or their Related Persons Capable of Undermining the Ability to Perform Duties Independently : - None -
- Contact Details : EY Office Limited  
33<sup>rd</sup> Floor, Lake Rajada Office Complex 193/136-137  
Rajadapisek Road, Klongtoey, Bangkok 10110  
Telephone : 0 2264-9090  
Facsimile : 0 2264-0789  
E-mail : Vatcharin.pasarapongun@th.ey.com

## **Profiles and Work Experience of Auditors**

### **Waraporn Prapasirikul**

*Partner*

EY Office Limited

Certified Public Accountant No. 4579



### **Profiles and Work Experience**

Working Period	: 1991 - present
Professional Qualification	: Certified Public Accountant (Thailand) and Thai SEC-approved auditor
Academic Qualification	: Master's degree in Business Administration, Thammasat University Bachelor of Accounting, Thammasat University
Experience	: 30 years of audit working experience with EY and also has experience working with a number of multinational clients and listed clients. Waraporn leads and supervises audits in a number of different fields, but with particular emphasis on listed companies involved in banking, finance and securities companies, real estate, oil & gas, services, retails, and consumer products. In addition to the mentioned audit work, she has also been extensively involved in a number of non-audit assignments. Amidst the TFRS conversion of Thai listed companies in recent years. Waraporn has led and advised on numerous TFRS conversion and TFRS reporting engagements.
Relationship with or Interest in (except for the audit service) the Company, Subsidiaries, Executives, Major Shareholders, or their Related Persons Capable of Undermining the Ability to Perform Duties Independently	: - None -
Contact Details	: EY Office Limited 33 <sup>rd</sup> Floor, Lake Rajada Office Complex 193/136-137 Rajadapisek Road, Klongtoey, Bangkok 10110 Telephone : 0 2264-9090 Facsimile : 0 2264-0789 E-mail : <a href="mailto:waraporn.punnopakorn@th.ey.com">waraporn.punnopakorn@th.ey.com</a>

## **Profiles and Work Experience of Auditors**

**Isaraporn Wisutthiyan**  
*Partner*

EY Office Limited  
Certified Public Accountant No. 7480



### **Profiles and Work Experience**

- Working Period : 1993 - present
- Professional Qualification : Certified Public Accountant (Thailand) and Thai SEC-approved auditor
- Academic Qualification : Bachelor of Accounting, Assumption University
- Experience : Isaraporn has over 20 years' experience in audit with EY Office Limited in a number of different industries, serving both Thai and multinational clients and also in the SET and MAI clients. She worked for a number of years on audits in the telecommunications industry and otherwise has a broad range of experience in oil and gas, transport, manufacturing and trading industries. In recent years however, she has built up a large portfolio of experience in the power and utilities, retail business, e-commerce. Isaraporn's experience also includes leading internal control reviews of Thai subsidiaries of multinationals to ensure compliance with Sarbanes-Oxley and due diligence work.
- Relationship with or Interest in (except for the audit service) the Company, Subsidiaries, Executives, Major Shareholders, or their Related Persons Capable of Undermining the Ability to Perform Duties Independently : - None -
- Contact Details : EY Office Limited  
33<sup>rd</sup> Floor, Lake Rajada Office Complex 193/136-137 Rajadapisek Road, Klongtoey, Bangkok 10110  
Telephone : 0 2264-9090  
Facsimile : 0 2264-0789  
E-mail : [isaraporn.wisutthiyan@th.ey.com](mailto:isaraporn.wisutthiyan@th.ey.com)

## **Guidelines for Appointment of Proxy, Registration, Documents for Registration and Vote Casting and Counting**

### **Appointment of Proxy**

In the event that any shareholder is unable to attend the meeting in person, the shareholder can appoint any person or an independent director of the Company as his/her proxy to attend the meeting and cast the votes on his/her behalf. The Company has prepared proxy forms in accordance with the Notification of the Department of Business Development Re: Proxy Forms (No. 5) B.E. 2550 (2007) which prescribes 3 types of proxy form to be used for shareholders' meeting, as follows:

Form A. is a general form that is simple and uncomplicated;

Form B. is an explicit form that sets out specific details of authorization;

Form C. is a form to be used specifically by shareholders who are foreign investors and have appointed a custodian in Thailand to be their share depository.

In this regard, the Company has enclosed Proxy Form A. and Form B. with this Invitation. Shareholders can download Proxy Form A. , Form B. , and Form C. from the Company' s website at <http://www.sahakol.com/th/shareholder-info/>

The appointment of proxy can be done as follows:

1. Shareholders (other than shareholders who are foreign investors and have appointed a custodian in Thailand to be their share depository) may choose to use either Proxy Form A. or Form B. In any case, only one type of the proxy forms can be chosen. The Company recommends that shareholders use Proxy Form B. and instruct the vote casting for each agenda item;
2. Shareholders who are foreign investors and have appointed a custodian in Thailand to be their share depository can only choose Form C;
3. A shareholder can appoint any person to be his/her proxy as he/she wishes or appoint an independent director of the Company whose details are shown in **Enclosure 9** to be his/her proxy. If the shareholders choose to appoint an independent director of the Company to be his/her proxy, the Company recommends the shareholder to use Proxy Form B, indicate his/her vote on each agenda item, and deliver the such proxy form together with supporting documents to Sahakol Equipment Public Company Limited, Investor Relations, 47/10 Soi Amorphan 4, Vibhavadirangsit Road, Lad Yao Sub-district, Chatuchak District, Bangkok, 10900, Telephone No. 02-9410888, Ext 70. For convenience purposes of reviewing documents, please have the documents delivered to the Company no later than April 20, 2022
4. A shareholder who appoints a proxy shall appoint only one proxy to attend and vote at the meeting and may not split his/her votes to multiple proxies to vote separately;

5. A proxy form must be correctly and completely filled in, signed by a grantor and a proxy(ies), and affixed with Baht 20 stamp duty, which must be crossed out and dated upon appointment of the proxy. For convenience, the Company will provide stamp duty for those who attend the meeting by proxy;
6. A proxy must present a registration form, a proxy form and other documents for registration to attend the meeting.

### **Registration**

The Company will open for the shareholders and/or proxies to register and verify the documents from 12.00 a.m on Friday, April 22, 2022 at Meeting Room of Sahakol Equipment Public Company Limited, 1st floor, 47/10 Soi Amornphan 4 Vibhavadirangsit Road, Ladyao, Chatuchak, Bangkok, as detailed in the Map of the Meeting Venue in **Enclosure 12.**

The Company reserves the rights to refuse the shareholders' and/or proxies' request to withdraw the registration after the meeting begins, and to register after the meeting is adjourned.

### **Documents for Registration**

#### **1. Individual**

##### **1.1 Self-attending**

A valid photo identification document issued by a government official, e.g., identification card, government identification card, driving license, or a passport. In case of name or surname change, documentary evidence to such effect must also be presented.

##### **1.2 Proxy**

- (a) A Proxy Form A. or Form B., that has been correctly and completely filled in, signed by the grantor and the proxy(ies), and affixed with Baht 20 stamp duty, which must be crossed out and dated upon appointment of the proxy;
- (b) A copy of an identification document of the grantor issued by a government official as referred in Clause 1.1, which has been certified as true and correct by the grantor;
- (c) An identification document of the proxy issued by a government official as referred in Clause 1.1.

## **2. Juristic Person**

### **2.1 Self-attending by an authorized representative(s)**

- (a) An identification document of the authorized representative(s) issued by a government official as referred in Clause 1.1;
- (b) A copy of the shareholder's affidavit, which must be issued no later than 6 months prior to the meeting date, containing a statement showing that such authorized representative(s) who attends the meeting is empowered to act on behalf of the juristic person, and which has been certified as true and correct copy by the authorized representative(s).

### **2.2 Proxy**

- (a) A Proxy Form A. or Form B., that has been correctly and completely filled in, signed by the grantor and the proxy(ies), and affixed with Baht 20 stamp duty, which must be crossed out and dated upon appointment of the proxy;
- (b) A copy of the shareholder's affidavit, which must be issued no later than 6 months prior to the meeting date, containing a statement showing that the person who signs the proxy form is the authorized representative(s) of the juristic person, and which has been certified as true and correct copy by such authorized representative(s);
- (c) A copy of an identification document of the authorized representative(s) of the shareholder, who signs the proxy form, issued by a government official as referred in Clause 1.1, which has been certified as true and correct by such authorized representative(s);
- (d) An identification document of the proxy issued by a government official as referred in Clause 1.1.

## **3. Shareholders who are foreign investors and have appointed a custodian in Thailand to be their share depository**

### **3.1 Documents from custodian**

- (a) A Proxy Form C. that has been correctly and completely filled in, signed by the custodian's authorized representative(s) as the grantor and the proxy(ies), and affixed with Baht 20 stamp duty, which must be crossed out and dated upon appointment of the proxy;
- (b) A document confirming the license to engage in the custodian business;
- (c) A copy of the custodian's affidavit, which must be issued no later than 6 months prior to the meeting date, containing a statement showing that the person who signs the proxy form is empowered to act on behalf of the custodian, and which has been certified as true and correct copy by the custodian's authorized representative(s);

- (d) A copy of an identification document of the custodian's authorized representative(s), who signs the proxy form, issued by a government official as referred in Clause 1.1, which has been certified as true and correct by such custodian's authorized representative(s);
- (e) An identification document of the proxy issued by a government official as referred in Clause 1.1.

### 3.2 Documents from shareholder

- (a) A power of attorney from the shareholder authorizing the custodian to sign the proxy form on his/her behalf;
- (b) In the case of an individual shareholder
  - A copy of an identification document of the shareholder issued by a government official as referred in Clause 1.1, which has been certified as true and correct by the custodian's authorized representative(s).
- (c) In the case of a juristic person
  - A copy of the shareholder's affidavit, which must be issued no later than 6 months prior to the meeting date, containing a statement showing that the person who signs the power of attorney in Clause 3.2(a) is empowered to act on behalf of the juristic person, and which has been certified as true and correct by the custodian's authorized representative(s);
  - A copy of an identification of the authorized representative(s) of the shareholder, who signs the power of attorney, issued by the government official as referred in Clause 1.1, which has been certified as true and correct by the custodian's authorized representative(s).

Should any document presented not be made in Thai or English, a Thai or English translation must be provided together with such document. The translation must be certified correct translation by the shareholder or the authorized representative(s) of the shareholder (as the case may be).

The Company reserves the right to make an exception for any of the documents or evidence above as the Company deems it appropriate.



## Vote Casting and Counting

1. One share shall have one vote.
2. A shareholder attending the meeting in person and a proxy holding Proxy Form A. and Form B. must cast his/her votes in one of the following manners, i.e. approve, disapprove or abstain, and may not split his/her votes in each agenda item.
3. A proxy who is appointed by the custodian under Proxy Form C. may split his/her votes in each agenda item.
4. The Company will provide the voting cards to (a) the shareholders attending the meeting in person, (b) the proxies appointed under Proxy Form A. and (c) the proxies appointed under Proxy Form B. and Form C. in the event that the grantor has specified in the proxy form that the proxy shall have the right to consider and vote on his/her behalf as the proxy deems appropriate.
5. In the event that the grantor has specified the voting instruction in the proxy form, the Company will record such votes, together with the registration to attend the meeting of the proxy. In this regard, the Company will not distribute the voting cards to the proxy.
6. In casting the votes for each agenda item (except for Agenda Item 6: To consider and approve the appointment of directors to replace the directors who retired by rotation), the Company will collect only the voting cards from the shareholders or proxies who disapprove or abstain from voting. Such shareholders or proxies must write their votes for disapproval or abstention in the voting cards, and hand in such voting cards to the Company's officer at the time of casting the vote for each agenda item. In counting the votes, the Company will deduct the votes of the shareholders or proxies who disapprove or abstain from voting, and the invalid voting cards from all of the votes. Any shareholders or proxies who do not hand in the voting cards to the Company's officers shall be deemed as having approved such agenda item. In this regard, the shareholders or proxies who vote to approve are requested to write their votes for approval in the voting card and hand in such voting cards to the Company's officers after the meeting is adjourned. In the case where the vote is not clearly written or is amended without a signature on the voting card, such voting card is deemed to be invalid.
7. As for Agenda Item 6: To consider and approve the appointment of directors to replace the directors who retired by rotation, the Company will arrange the vote casting for the election of each nominated director individually. In compliance with the Practice Guidelines for the Shareholders' Meeting of the Office of the Securities and Exchange Commission, the Company will collect the voting cards from all shareholders and proxies, whether approve, disapprove, or abstain from voting. However, to expedite the vote counting process, the Company will collect the voting cards of the shareholders or proxies who disapprove or abstain from voting first. Thereafter, the Company will collect the voting cards of the shareholders or proxies who vote to approve.
8. Before casting the votes in each agenda item, the chairman of the meeting or the person designated by the chairman of the meeting will give the shareholders and the proxies an opportunity to inquire or comment on the issues related to such agenda item as appropriate. In this regard, the shareholders or the proxies are requested to provide their names and surnames to the meeting before making any inquiry or comment.

9. Resolutions of the meeting require the following votes:
  - 9.1 In ordinary cases, a resolution of the meeting required a majority vote of shareholders who attended the meeting and cast their votes;
  - 9.2 In other cases as specified otherwise by laws or the Company's Articles of Association, a resolution of the meeting shall be in accordance with the laws or the Company's Articles of Association. The Company has remarked the required resolution for each agenda item in the Invitation;
  - 9.3 In the case of a tied, the chairman of the meeting shall have an additional vote as the deciding vote;
  - 9.4 A shareholder or a proxy who has any special interests in any matter shall not be entitled to vote on such matter.
10. The vote counting will be conducted immediately and the chairman of the meeting or the person designated by the chairman of the meeting will announce the voting results to the meeting after the completion of the vote counting for each agenda item.

In order to promote the Company's good corporate governance, the Company will use the barcode system for registration and vote counting. In addition, the Company will engage a legal advisor and/or a representative(s) from the minority shareholders to witness the vote counting.

## Precautionary Measures and Guidelines for Holding the Annual General Meeting of Shareholders under the Circumstance of Coronavirus Disease 2019 (COVID-19) Outbreak

Due to the Circumstance of Coronavirus Disease 2019 (COVID-19) Outbreak, Sahakol Equipment Public Company Limited ("the Company") is deeply concerned for the health and safety of shareholders, staff on duty and stakeholders, as well as realize and focus on the implementation of strict surveillance and prevention of the outbreak. The Company hereby informs all of the shareholders of the Precautionary Measures and Guidelines for Holding the 2022 Annual General Meeting of Shareholders as follows:

1. Due to the Company's good corporate governance awareness, in terms of rights and equitable treatment of shareholders, the Company will disclose the 2022 Annual General Meeting of Shareholders, together with related documents on the Company's website ([www.sahakol.com](http://www.sahakol.com)) on Investors Relation section and send the Invitation Letter and Proxy form B. in advance as scheduled.

2. The Company would like to ask cooperation that all shareholders or proxies who are in the following risk groups to refrain from attending the meeting and appoint the independent directors of the company to attend the meeting on their behalf instead of attending the meeting in person to reduce the risk of infection and the spread of Coronavirus Disease 2019 (Covid-19)

- Have a history of being in close contact with a patient or traveling to a high-risk place with an outbreak or had a meeting with a large number of other people in the 14 days prior to the meeting date
- Have symptoms of illness such as cough, high fever, runny nose, sore throat, shortness of breath, or flu-like symptoms in 14 days before attending the meeting
- Be elderly or have congenital diseases such as diabetes, high blood pressure, lung disease, cancer, respiratory disease, etc.
- Haven't received 2 injections of COVID-19 vaccination

3. Shareholders can grant a proxy to the Company's Independent Directors to attend and vote at the Meeting by using a proxy form or downloading via the Company's website (Pre-casting the vote for each agenda item is recommended) and sending back the proxy form and related documents or evidence to the Company through business reply envelope which the Company has delivered without having to affixed a stamp. However, shareholders should study the details of the Meeting agendas before deciding to appoint a proxy.

4. **Channels for submitting written questions in advance.** Shareholders are welcomed to submit written questions relating to the agenda items in advance, and the Company shall record questions and answers in the Minutes of the Meeting. The channels are as follows:

- Postal: **sending back together with the proxy form** by using business reply envelope, sent along with the Invitation Letter.
- E-mail: [ircontact@sahakol.com](mailto:ircontact@sahakol.com)
- Fax: 0-2941-0881

5. The Company will provide measures to prepare the meeting venue and equipment to prevent various diseases as follows:

- 5.1 Cleaning the meeting venue, such as spraying disinfectants, sanitizing the meeting venue by using ozone machine including installing protective equipment at the meeting venue in advance according to government orders
- 5.2 Cleaning equipment and areas with a large number of people in contact, such as stair railings and bathroom doorknobs with cleaners regularly every 1 hour during the meeting.
- 5.3 Providing only one entrance-exit to control entry-exit. All attendees will be screened by screening points, registration points, and document checkpoints.
- 5.4 Ensuring social distancing is at least 1 meter at every point, such as queuing up for screening, filling out documents, etc.
- 5.5 Arranging the seating in the meeting room which shall be arranged to have a distance of at least 1 meter between the seats and limiting the number of participants to not more than the number of people allowed by government measures.
- 5.6 Cleaning the seat every time a shareholder leaves his/her seat.
- 5.7 Being open for registration and screening at least 1 hour and 30 minutes before attending the meeting in order to reduce congestion that may occur during registration to attend the meeting.
- 5.8 Planning the meeting concisely with the minimum meeting time and directing the meeting according to the specified agenda.

6. After the procedure of the registration, each attendee will be assigned a seat with appropriate social distancing of at least 1 meter apart. Please sit at the seat specified by the Company without moving your seat to reduce congestion in the meeting room. In addition, the number of available seats in the meeting room will be limited to approximately 50 seats for the shareholders and/or the proxies. The Company therefore reserves the right to enter the meeting room for shareholders and proxies who have passed the screening and arrive at the meeting room first (First Come, First Serve). However, when the meeting room seats are fully occupied, the Company will not allow the shareholders or proxies to enter the meeting room. The shareholders who come in person can appoint independent directors to attend the meeting instead to maintain their voting rights.

7. **In case of shareholders who wish to attend the Meeting in person**, the Company would like to request your cooperation to strictly follow the Company's measures and guidelines to prevent and minimize the risk of COVID-19 virus spreading as follows:

- 7.1 All attendees must present the following documents before attending the meeting
  - 2 dose vaccination certificate (can be presented via smart phone or in form of document).
  - Receive ATK test for COVID-19 at the screening point (must be the negative result) or present the results of the ATK test certificate from the hospital for COVID-19 which must not exceed 24 hours prior, or present the result of RT-PCR test certificate from the hospital for COVID-19 issued within 72 hours (*can be presented via Mor Prom Application or a photo of the testing result together with an ID card with the date of the testing or a certificate of the results of the COVID screening test*).

- 7.2 All attendees are required to fill in the Coronavirus Disease (COVID-19) Screening Form before entering the meeting venue. For those Attendees who have recently visited or returned from any disease infected zones as specified in the Notification of the Ministry of Public Health, including those who have had close contact with those who have visited or returned from any disease infected zones, or being found of having risky symptoms such as fever, cough, sore throat, sneezing, runny nose, or do not follow the recommendations from the medical officer, will not be allowed to attend the meeting. For those who cannot attend the meeting due to the reasons explained above, such persons are able to appoint the Company's Independent Directors as their proxies to attend and vote at the meeting. The Attendees are also strongly advised not to conceal their personal health information or traveling record from the Company. Concealing of risk information could be an offense under the Communicable Diseases Act B.E. 2558.
- 7.3 All attendees must meet at the health screening point before entering the meeting. Attendees who have a body temperature of 37.5 degrees Celsius or higher will not be allowed to attend the meeting. Attendees who passed the health screening point are requested to put on a registration sticker, prepare and wear a facemask at all times and clean their hands by using the alcohol- based hand sanitizer gel provided by the Company around the meeting areas.
- 7.4 The Company reserves the rights to not allow any Attendees who do not pass the health screening or do not complete the COVID-19 Screening Form to enter the meeting.
- 7.5 To minimize risk of COVID-19 spreading, the Company will not prepare a microphone for asking questions at the meeting. Attendees, who would like to ask questions will be asked to submit their written questions to the Company's staff, who will subsequently pass such questions to the Company's Chairman of the Board of Directors.
- 7.6 **The Company will not serve food and beverages at the meeting** in order to minimize risk of COVID-19 spreading.

8. If there are any changes in the situation or additional AGM-related measures from the Government Official, the Company will inform the shareholders via the Company's website ([www.sahakol.com](http://www.sahakol.com)).

In this regard, the implementation of the above measures and guidelines may cause delay in the screening and registration. The Company hereby would like to apologize for any inconvenience that may occur.

Yours Sincerely,

Sahakol Equipment Public Company  
Limited

## แบบคัดกรองโรคติดเชื้อไวรัสโคโรนา 19 (COVID-19)

ก่อนเข้าร่วมประชุมสามัญผู้ถือหุ้นประจำปี 2565 ในวันศุกร์ที่ 22 เมษายน 2565  
ณ ห้องประชุมใหญ่ ชั้น 1 บริษัท สหกลอติวิปเมนต์ จำกัด (มหาชน) สำนักงานใหญ่

## Coronavirus Disease 2019 (COVID-19) Screening Form

Before attending the 2022 Annual General Meeting of Shareholders on Friday, April 22, 2022

At Meeting Room of Sahakol Equipment Public Company Limited, Head Office, 1<sup>st</sup> Floor

บริษัทฯขอความร่วมมือท่านให้ข้อมูลที่ถูกต้องเป็นความจริง เพื่อประโยชน์ในการป้องกันการแพร่ระบาดของ  
โรคติดเชื้อไวรัสโคโรนา 19 (COVID-19)

We ask for your cooperation in providing the most accurate and truthful medical statement for effective prevention  
of the spreading of the Coronavirus Disease 2019 (COVID-19)

ชื่อ – สกุล (Name-Surname) \_\_\_\_\_ หมายเลขโทรศัพท์ (Mobile PhoneNumber) \_\_\_\_\_

1. ท่านมีไข้หรือไม่ ( $\geq 37.5^{\circ}\text{C}$ ) Do you have a fever? ( $\geq 37.5^{\circ}\text{C}$ ) ใช่ (Yes) ☐ ไม่ใช่ (No) ☐

2. ท่านมีอาการดังต่อไปนี้หรือไม่ Do you have any of the following symptoms?

ไอ Cough ใช่ (Yes) ☐ ไม่ใช่ (No) ☐

เจ็บคอ Sore throat ใช่ (Yes) ☐ ไม่ใช่ (No) ☐

น้ำมูกไหล Runny nose ใช่ (Yes) ☐ ไม่ใช่ (No) ☐

เหนื่อยหอบ Shortness of breath ใช่ (Yes) ☐ ไม่ใช่ (No) ☐

3. ท่านมีประวัติการเดินทางมาจากต่างประเทศ หรือมาจากพื้นที่ที่มีการระบาดของ COVID-19 ใน 14 วันที่ผ่านมาหรือไม่

Have you traveled from/ transited overseas or come from areas with COVID-19 outbreak within the past 14 days?

☐ ใช่ (Yes) มาจากประเทศ / พื้นที่ (I have traveled to): \_\_\_\_\_

☐ ไม่ใช่ (No)

4. ท่านมีประวัติสัมผัสใกล้ชิดกับผู้ป่วยหรือผู้ที่ต้องสงสัยว่าติด COVID-19 หรือไม่

Have you been in physical contact with any patients or person who is suspected to have COVID-19?

☐ ใช่ (Yes)

☐ ไม่ใช่ (No)

หมายเหตุ หากพบว่าท่านมีไข้ ( $\geq 37.5^{\circ}\text{C}$ ) หรือมีอาการอย่างใดอย่างหนึ่งตามที่บริษัทฯระบุไว้ข้างต้น หรือมีประวัติการเดินทางมาจากต่างประเทศ หรือพื้นที่ที่มีการระบาดของ COVID-19 หรือมีประวัติสัมผัสใกล้ชิดกับผู้ป่วยที่ต้องสงสัยการติด COVID-19 บริษัทฯขอให้ท่านมอบฉันทะแก่ กรรมการอิสระของบริษัทด้วยการกรอกและส่งหนังสือมอบฉันทะแบบ ข. ให้แก่เจ้าหน้าที่บริษัทแทนการเข้าร่วมประชุม และเดินทางกลับ พร้อม ปฏิบัติตามคำแนะนำของกองควบคุมโรคกระทรวงสาธารณสุข

If you have a fever ( $\geq 37.5^{\circ}\text{C}$ ); or any symptoms which indicate the above; or traveled from/ transited overseas or areas with COVID-19 outbreak; or have been in contact with any patients who are suspected to have COVID-19, we would like to kindly ask for your cooperation in giving proxy to the Independent Director to attend the meeting on your behalf, by filling the Proxy Form B and submit to the staff. Then you may then return safely to your resident and follow the guideline of the Department of Disease Control, Ministry of Public Health, Thailand.

**หนังสือมอบฉันทะ แบบ ก.**  
**Proxy Form A.**  
**(แบบทั่วไปซึ่งเป็นแบบที่ง่ายและไม่ซับซ้อน)**  
**(General and Simple Form)**

(ปิดอากรแสตมป์ 20 บาท)  
 (Please attach stamp duty of Baht 20)

เลขทะเบียนผู้ถือหุ้น \_\_\_\_\_  
 Shareholder registration number

เขียนที่ \_\_\_\_\_  
 Written at

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

(1) ข้าพเจ้า \_\_\_\_\_ สัญชาติ \_\_\_\_\_  
 I/We \_\_\_\_\_ Nationality  
 อยู่เลขที่ \_\_\_\_\_ ซอย \_\_\_\_\_ ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_  
 Residing/located at no. Soi Road Sub-District  
 อำเภอ/เขต \_\_\_\_\_ จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
 District Province Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท **สหกลอศวิปเมนต์ จำกัด (มหาชน) ("บริษัท")**  
 Being a shareholder of **Sahakol Equipment Public Company Limited ("Company")**  
 โดยถือหุ้นจำนวนทั้งสิ้นรวม \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
 ดังนี้  
 Holding the total number of \_\_\_\_\_ shares and have the rights to vote equal to votes as follows  
☐ หุ้นสามัญ \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
 Ordinary share \_\_\_\_\_ shares and have the rights to vote equal to votes  
☐ หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
 Preference share \_\_\_\_\_ shares and have the rights to vote equal to votes

(3) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)  
 Hereby appoint (Please choose one of followings)

กรณีเลือกข้อ 1. กรุณาทำเครื่องหมาย  
☒ และระบุรายละเอียดของผู้รับมอบ  
 ฉันทะ  
 If choosing No.1, please mark ☒  
 and provide the details of the  
 proxy (proxies).

☐ 1. ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี อยู่บ้านเลขที่ \_\_\_\_\_  
 Name age years residing/located at no.  
 ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ \_\_\_\_\_  
 Road Sub-District District  
 จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
 Province Postal Code

**หรือ**  
**Or**

ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี อยู่บ้านเลขที่ \_\_\_\_\_  
 Name age years residing/located at no.  
 ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ \_\_\_\_\_  
 Road Sub-District District  
 จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
 Province Postal Code

กรณีเลือกข้อ 2. กรุณาทำเครื่องหมาย ☒ และเลือกกรรมการอิสระคนใดคนหนึ่ง  
If choosing No. 2, please mark ☒ and select one of the independent directors.

☐ 2. ให้กรรมการอิสระของบริษัท คือ

The independent director of the Company as follows:

☐ นายศิริชัย ไตวิริยะเวช **หรือ**

Mr. Sirichai Towiriyawate **Or**

☐ นางกิงเทียน บางอ้อ **หรือ**

Mrs. Kingthien Bang-or **Or**

☐ ดร.มงคล เหล่าวรพงศ์

Dr. Mongkon Laoworapong

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระคนอื่นเป็นผู้รับมอบฉันทะแทน (รายละเอียดประวัติกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 9 ของหนังสือเชิญประชุมสามัญผู้ถือหุ้นประจำปี 2565)

In case where the independent director who is appointed as the proxy is unable to attend the meeting, one of the other independent directors shall be appointed as the proxy in replacement (Details of the independent director of the Company are specified in Enclosure 9 of the Invitation of the 2022 Annual General Meeting of Shareholders).

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในประชุมสามัญผู้ถือหุ้นประจำปี 2565 ในวันที่ 22 เมษายน 2565 เวลา 14.00 น. ณ ห้องประชุมใหญ่ ชั้น 1 อาคารสำนักงานใหญ่ บริษัท สหกลีควิพาณิชย์ จำกัด (มหาชน) เลขที่ 47/10 ซอยอมรพันธ์ 4 ถนนวิภาวดีรังสิต แขวงลาดยาว เขตจตุจักร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย  
Anyone of the above as my/our proxy to attend and vote on my/our behalf at the 2022 Annual General Meeting of Shareholders on April 22, 2022 at 2.00 p.m. at Meeting Room of Sahakol Equipment Public Company Limited, 1<sup>st</sup> floor, 47/10 Soi Amornphan 4 Vibhavadirangsit Road, Ladyao, Chatuchak, Bangkok, or such other date, time and place as the meeting may be held.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting shall be deemed to be the actions performed by myself/ourselves.

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

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

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

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

**หมายเหตุ/Remarks**

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder shall appoint only one proxy holder to attend the meeting and cast a vote. The shareholder cannot split his/her shares and appoint more than one proxy holder in order to split votes.



หนังสือมอบฉันทะ แบบ ข.

Proxy Form B.

(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่จะเลือกตั้งเจ้านและตายตัว)

(Form with fixed and specific details authorizing proxy)

(ปิดอากรแสตมป์ 20 บาท)

(Please attach stamp duty of Baht 20)

เลขทะเบียนผู้ถือหุ้น \_\_\_\_\_  
Shareholder registration number

เขียนที่ \_\_\_\_\_  
Written at

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

(1) ข้าพเจ้า \_\_\_\_\_ สัญชาติ \_\_\_\_\_  
I/We \_\_\_\_\_ Nationality  
อยู่เลขที่ \_\_\_\_\_ ซอย \_\_\_\_\_ ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_  
Residing/located at no. Soi Road Sub-District  
อำเภอ/เขต \_\_\_\_\_ จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
District Province Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท สหกลอควิพเมนต์ จำกัด (มหาชน) ("บริษัท")  
Being a shareholder of Sahakol Equipment Public Company Limited ("Company")

โดยถือหุ้นจำนวนทั้งสิ้นรวม \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
ดั่งนี้

Holding the total number of \_\_\_\_\_ shares and have the rights to vote equal to votes as follows

☐ หุ้นสามัญ \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
Ordinary share \_\_\_\_\_ shares and have the rights to vote equal to votes  
☐ หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
Preference share \_\_\_\_\_ shares and have the rights to vote equal to votes

(3) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)  
Hereby appoint (Please choose one of followings)

กรณีเลือกข้อ .1 กรุณาทำเครื่องหมาย  
☒ และระบุรายละเอียดของผู้รับมอบ  
ฉันทะ  
If choosing No.1, please mark ☒  
and provide the details of the  
proxy (proxies).

☐ 1. ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี อยู่บ้านเลขที่ \_\_\_\_\_  
Name age years residing/located at no.  
ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ \_\_\_\_\_  
Road Sub-District District  
จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
Province Postal Code

หรือ

Or

ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี อยู่บ้านเลขที่ \_\_\_\_\_  
Name age years residing/located at no.  
ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ \_\_\_\_\_  
Road Sub-District District  
จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
Province Postal Code

กรณีเลือกข้อ 2. กรุณาทำเครื่องหมาย ☒ และเลือกกรรมการอิสระคนใดคนหนึ่ง  
If choosing No. 2, please mark ☒ and select one of the independent directors.

☐ 2. ให้กรรมการอิสระของบริษัท คือ

The independent director of the Company as follows:

☐ นายศิริชัย โตวิริยะเวช **หรือ**  
Mr. Sirichai Towiriyawate **Or**

☐ นางกิงเทียน บางอ้อ **หรือ**  
Mrs. Kingthien Bang-or **Or**

☐ ดร.มงคล เหล่าวรพงศ์  
Dr. Mongkon Laoworapong

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระคนอื่นเป็นผู้รับมอบฉันทะแทน (รายละเอียดประวัติกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 9 ของหนังสือเชิญประชุมสามัญผู้ถือหุ้นประจำปี 2565) In case where the independent director who is appointed as the proxy is unable to attend the meeting, one of the other independent directors shall be appointed as the proxy in replacement (details of the independent director of the Company are specified in Enclosure 9 of the Invitation of the 2022 Annual General Meeting of Shareholders).

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในประชุมสามัญผู้ถือหุ้นประจำปี 2565 ในวันที่ 22 เมษายน 2565 เวลา 14.00 น. ณ ห้องประชุมใหญ่ ชั้น 1 อาคารสำนักงานใหญ่ บริษัท สหกลีโควิปเม้นท์ จำกัด (มหาชน) เลขที่ 47/10 ซอยอมรพันธ์ 4 ถนนวิภาวดีรังสิต แขวงลาดยาว เขตจตุจักร กรุงเทพมหานคร หรือที่แจ้งเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย  
Anyone of the above as my/our proxy to attend and vote on my/our behalf at the 2022 Annual General Meeting of Shareholders on April 22, 2022 at 2.00 p.m. at Meeting Room of Sahakol Equipment Public Company Limited, 1<sup>st</sup> floor, 47/10 Soi Amornphan 4 Vibhavadirangsit Road, Ladyao, Chatuchak, Bangkok, or such other date, time and place as the meeting may be held.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้  
I/we hereby grant my/our proxy to attend and cast vote at the Meeting on my/our behalf as follows:

วาระที่ 1

Agenda item no. 1

เรื่องที่ประธานแจ้งให้ที่ประชุมทราบ

Matter to be informed by the Chairman

(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 2

Agenda item no. 2

พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2564

To consider and adopt the Minutes of the 2021 Annual General Meeting of Shareholders

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย  
Approve

☐ ไม่เห็นด้วย  
Disapprove

☐ จดออกเสียง  
Abstain

วาระที่ 3

Agenda item no. 3

พิจารณารับทราบรายงานผลการดำเนินงานของบริษัท สำหรับรอบระยะเวลาบัญชี สิ้นสุด ณ วันที่ 31 ธันวาคม 2564

To consider and acknowledge the Company's operating performance of the fiscal year ended December 31, 2021

(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 4

Agenda item no. 4

พิจารณาอนุมัติรายงานและงบการเงินรวมของบริษัท สำหรับรอบระยะเวลาบัญชี สิ้นสุด ณ วันที่ 31 ธันวาคม 2564

To consider and approve the Company's report and consolidated financial statement for the fiscal year ended December 31, 2021

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

**วาระที่ 5**

Agenda item no. 5

**พิจารณานุมัติการจัดสรรกำไรสำหรับผลการดำเนินงานของบริษัท สำหรับรอบระยะเวลาบัญชีสิ้นสุดวันที่ 31 ธันวาคม 2564 เป็นทุนสำรองตามกฎหมาย และการจ่ายเงินปันผล สำหรับรอบระยะเวลาบัญชี สิ้นสุด ณ วันที่ 31 ธันวาคม 2564**

To consider and approve the allocation of profit from the Company's operating performance for the fiscal year ended December 31, 2021 as a legal reserve and the dividend payment from the Company's operating performance for the fiscal year ended December 31, 2021

ก. **พิจารณานุมัติการจัดสรรกำไรสำหรับผลการดำเนินงานของบริษัทฯ สำหรับรอบระยะเวลาบัญชีสิ้นสุด ณ วันที่ 31 ธันวาคม 2564 เป็นทุนสำรองตามกฎหมาย**

A. To consider and approve the allocation of the profits from the operation of the Company for the fiscal year ended December 31, 2021 as a legal reserve

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

ข. **พิจารณานุมัติการจ่ายเงินปันผลสำหรับรอบระยะเวลาบัญชีสิ้นสุด ณ วันที่ 31 ธันวาคม 2564**

B. To consider and approve the dividend payment for the fiscal year ended December 31, 2021

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

**วาระที่ 6**

Agenda item no. 6

**พิจารณานุมัติการเลือกตั้งกรรมการแทนกรรมการที่ต้องออกจากตำแหน่งตามวาระ**

To consider and approve the appointment of directors to replace the directors who retired by rotation

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:

ก. ☐ **เลือกตั้งกรรมการทั้งชุด**

A. Election of entire group of nominated directors

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

ข. ☐ เลือกตั้งกรรมการเป็นรายบุคคล

B. Election of each nominated directors individually

1. ชื่อกรรมการ นายนพพนธ์ป์ เมืองโคตร

Director's name Mr. Noppun Muangkote

☐ เห็นด้วย  
Approve

☐ ไม่เห็นด้วย  
Disapprove

☐ จดออกเสียง  
Abstain

2. ชื่อกรรมการ นายกวิตม์ ศิริสรพ์

Director's name Mr. Kavut Sirison

☐ เห็นด้วย  
Approve

☐ ไม่เห็นด้วย  
Disapprove

☐ จดออกเสียง  
Abstain

3. ชื่อกรรมการ นายชาลี รัชสุธี

Director's name Mr. Charlee Ruksuthee

☐ เห็นด้วย  
Approve

☐ ไม่เห็นด้วย  
Disapprove

☐ จดออกเสียง  
Abstain

4. ชื่อกรรมการ นายพิเชษฐ มหันต์สุคนธ์

Director's name Mr. Pichate Mahantasukol

☐ เห็นด้วย  
Approve

☐ ไม่เห็นด้วย  
Disapprove

☐ จดออกเสียง  
Abstain

วาระที่ 7

Agenda item no. 7

พิจารณาอนุมัติการกำหนดค่าตอบแทนกรรมการบริษัทประจำปี 2565

To consider and approve the remuneration of Directors of the Company for the year 2022

☐ ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย  
Approve

☐ ไม่เห็นด้วย  
Disapprove

☐ จดออกเสียง  
Abstain

วาระที่ 8

Agenda item no. 8

พิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนผู้สอบบัญชีประจำปี 2565

To consider and approve the appointment of the auditor and fix the audit fee for the year 2022

☐ ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย  
Approve

☐ ไม่เห็นด้วย  
Disapprove

☐ จดออกเสียง  
Abstain

วาระที่ 9

Agenda item no. 9

พิจารณาอนุมัติการลดทุนจดทะเบียนของบริษัทโดยการตัดหุ้นจดทะเบียนที่ไม่ได้มีการใช้สิทธิซื้อหุ้นสามัญตามใบสำคัญแสดงสิทธิ (ESOP Warrant) และการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิข้อ 4. ของบริษัทเพื่อให้สอดคล้องกับทุนจดทะเบียน

To consider the decrease of the Company's registered capital by cutting off remaining ordinary share from unexercised ESOP Warrant and the amendment of section 4. of the Memorandum of Association to be in line with the decrease of the Company's registered capital

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:
- |  |  |  |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย<br>Approve | <input type="checkbox"/> ไม่เห็นด้วย<br>Disapprove | <input type="checkbox"/> งดออกเสียง<br>Abstain |
|--|--|--|

#### วาระที่ 10

Agenda item no. 10

#### พิจารณานุมัติการออกและเสนอขายหุ้นกู้บริษัทอีก 700 ล้านบาท ซึ่งจะทำให้วงเงินรวมของหุ้นกู้ทั้งหมดไม่เกิน 2,300 ล้านบาท

To consider and approve the issuance and offering of debenture for Baht 700 million, making the total limit of debentures at any time not exceeding Baht 2,300 million

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:
- |  |  |  |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย<br>Approve | <input type="checkbox"/> ไม่เห็นด้วย<br>Disapprove | <input type="checkbox"/> งดออกเสียง<br>Abstain |
|--|--|--|

#### วาระที่ 11

Agenda item no. 11

#### พิจารณาเรื่องอื่น ๆ (ถ้ามี)

To consider other matters (If any)

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:
- |  |  |  |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย<br>Approve | <input type="checkbox"/> ไม่เห็นด้วย<br>Disapprove | <input type="checkbox"/> งดออกเสียง<br>Abstain |
|--|--|--|

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น  
If the proxy does not vote in accordance with my/our voting intentions as specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the Company's shareholders.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
In the event that I/we have not specified my/our voting intention on any agenda item or have 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.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำให้ในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ ถือเสมือนว่าข้าพเจ้าได้กระทำการทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote in accordance with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

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

#### หมายเหตุ/Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.

2. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

In case where the statement exceeds those specified above, additional details may be specified in the Attachment to this Proxy Form B. provided.

**ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.**  
**Attachment to Proxy Form B.**

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท สหกลอติวิปเมนต์ จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้นประจำปี 2565 วันที่ 22 เมษายน 2565 เวลา 14.00 น. ณ ห้องประชุมใหญ่ ชั้น 1 อาคารสำนักงานใหญ่ บริษัท สหกลอติวิปเมนต์ จำกัด (มหาชน) เลขที่ 47/10 ซอยอมรพันธ์ 4 ถนนวิภาวดีรังสิต แขวงลาดยาว เขตจตุจักร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

A proxy is granted by a shareholder of Sahakol Equipment Public Company Limited at the 2022 Annual General Meeting of Shareholders on April 22, 2022 at 2.00 p.m. at Meeting Room of Sahakol Equipment Public Company Limited, 1<sup>st</sup> floor, 47/10 Soi Amornphan 4 Vibhavadirangsit Road, Ladyao, Chatuchak, Bangkok, or such other date, time and place as the meeting may be held.

☐ วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_

Agenda item no.      Re :

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right to consider and approve on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

☐ วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_

Agenda item no.      Re :

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right to consider and approve on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

☐ วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_

Agenda item no.      Re :

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right to consider and approve on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

☐ วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_

Agenda item no.      Re :

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right to consider and approve on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

แบบหนังสือมอบฉันทะ แบบ ค.

Proxy Form C.

(ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น)

(For the shareholders who are specified in the register as foreign investor and has appointed a custodian in Thailand to be a share depository and share keeper)

(ปิดอากรแสตมป์ 20 บาท)

(Please attach stamp duty of Baht 20)

เลขทะเบียนผู้ถือหุ้น  
Shareholder registration number

เขียนที่  
Written at

วันที่ เดือน พ.ศ.  
Date Month Year

(1) ข้าพเจ้า สัญชาติ  
I/We Nationality  
อยู่เลขที่ ซอย ถนน ตำบล/แขวง  
Residing/located at no. Soi Road Sub-District  
อำเภอ/เขต จังหวัด รหัสไปรษณีย์  
District Province Postal Code

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ

As the custodian of

ซึ่งเป็นผู้ถือหุ้นของ บริษัท สหกลจักรวิปเมนต์ จำกัด (มหาชน) ("บริษัท")

Who is the shareholder of Sahakol Equipment Public Company Limited ("Company")

โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง  
ดังนี้

Holding the total number of shares and have the rights to vote equal to votes as follows

☐ หุ้นสามัญ หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง  
ordinary share shares and have the rights to vote equal to votes

☐ หุ้นบุริมสิทธิ หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง  
preference share shares and have the rights to vote equal to votes

(2) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)

Hereby appoint (Please choose one of followings)

กรณีเลือกข้อ 1. กรุณาทำเครื่องหมาย  
☒ และระบุรายละเอียดของผู้รับมอบ  
ฉันทะ  
If choosing No. 1, please mark ☒  
and provide the details of the proxy  
(proxies).

☐ 1. ชื่อ อายุ ปี อยู่บ้านเลขที่  
Name age years residing/located at no.  
ถนน ตำบล/แขวง อำเภอ  
Road Sub-District District  
จังหวัด รหัสไปรษณีย์  
Province Postal Code

หรือ/Or

ชื่อ อายุ ปี อยู่บ้านเลขที่  
Name age years residing/located at no.  
ถนน ตำบล/แขวง อำเภอ  
Road Sub-District District



จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_

Province \_\_\_\_\_ Postal Code \_\_\_\_\_

คนหนึ่งคนใดเพียงคนเดียว

Any one of these persons

กรณีเลือกข้อ 2. กรุณาทำเครื่องหมาย  
☒ และเลือกกรรมการอิสระคนใดคน  
หนึ่ง

If choosing No. 2, please mark ☒  
and select one of the independent  
directors.

☐ 2. ให้กรรมการอิสระของบริษัท คือ

The independent director of the Company as follows:

☐ นายศิริชัย โตวิริยะเวช **หรือ**  
Mr. Sirichai Towiriyawate **Or**

☐ นางกิงเทียน บางอ้อ **หรือ**  
Mrs. Kingthien Bang-or **Or**

☐ ดร.มงคล เหล่าวรพงศ์  
Dr. Mongkon Laoworapong

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระ  
คนอื่นเป็นผู้รับมอบฉันทะแทน (รายละเอียดประวัติกรรมการอิสระปรากฏตามสิ่งที่ส่ง  
มาด้วย 9 ของหนังสือเชิญประชุมสามัญผู้ถือหุ้นประจำปี 2565)

In case where the independent director who is appointed as the proxy is unable  
to attend the meeting, one of the other independent directors shall be appointed  
as the proxy in replacement (details of the independent director of the Company  
are specified in Enclosure 9 of the Invitation of the 2022 Annual General Meeting  
of Shareholders).

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในประชุมสามัญผู้ถือหุ้นประจำปี 2565 ในวันที่ 22 เมษายน 2565  
เวลา 14.00 น. ณ ห้องประชุมใหญ่ ชั้น 1 อาคารสำนักงานใหญ่ บริษัท สหกล่อควิปเมนต์ จำกัด (มหาชน) เลขที่ 47/10 ซอยอมรพันธ์ 4 ถนน  
วิภาวดีรังสิต แขวงลาดยาว เขตจตุจักร กรุงเทพมหานคร หรือที่ข้าพเจ้าจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy to attend and vote on my/our behalf at the 2022 Annual General Meeting of Shareholders on April 22, 2022 at  
2.00 p.m. at Meeting Room of Sahakol Equipment Public Company Limited, 1<sup>st</sup> floor, 47/10 Soi Amornphan 4 Vibhavadirangsit  
Road, Ladyao, Chatuchak, Bangkok, or such other date, time and place as the meeting may be held .

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมในครั้งนี้ ดังนี้  
I/We hereby grant my/our proxy to attend and vote at the Meeting and cast votes on my/own behalf as follows:

☐ มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้  
Grant proxy in accordance with the total amount of my/our shares and having the right to vote.

☐ มอบฉันทะบางส่วน คือ  
Grant partial of my/our proxy as follows:

☐ หุ้นสามัญ \_\_\_\_\_ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ \_\_\_\_\_ เสียง  
ordinary share shares and have the rights to vote equal to votes

☐ หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ \_\_\_\_\_ เสียง  
preference share shares and have the rights to vote equal to votes

รวมสิทธิออกเสียงลงคะแนนทั้งหมด \_\_\_\_\_ เสียง  
Total voting right Votes

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้  
I/we hereby grant my/our proxy to attend and cast vote at the Meeting on my/our behalf as follows:

วาระที่ 1  
Agenda item no. 1

**เรื่องที่ประธานแจ้งให้ที่ประชุมทราบ**  
Matter informed by the Chairman  
(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 2  
Agenda item no. 2

**พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2564**  
To consider and adopt the Minutes of the 2021 Annual General Meeting of Shareholders

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:

<input type="checkbox"/> เห็นด้วย	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Approve		Disapprove		Abstain	

วาระที่ 3  
Agenda item no. 3

**พิจารณารับทราบรายงานผลการดำเนินงานของบริษัท สำหรับรอบระยะเวลาบัญชี สิ้นสุด ณ วันที่ 31 ธันวาคม 2564**  
To consider and acknowledge the Company's operating performance of the fiscal year ended December 31, 2021  
(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 4  
Agenda item no. 4

**พิจารณาอนุมัติรายงานและงบการเงินรวมของบริษัท สำหรับรอบระยะเวลาบัญชีสิ้นสุด ณ วันที่ 31 ธันวาคม 2564**  
To consider and approve the Company's report and consolidated financial statement for the fiscal year ended December 31, 2021

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:

<input type="checkbox"/> เห็นด้วย	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Approve		Disapprove		Abstain	

วาระที่ 5  
Agenda item no. 5

**พิจารณาอนุมัติการจัดสรรกำไรสำหรับผลการดำเนินงานของบริษัท สำหรับรอบระยะเวลาบัญชี สิ้นสุด ณ วันที่ 31 ธันวาคม 2564 เป็นทุนสำรองตามกฎหมาย และการจ่ายเงินปันผล สำหรับรอบระยะเวลาบัญชี สิ้นสุด ณ วันที่ 31 ธันวาคม 2564**  
To consider and approve the allocation of profit from the Company's operating performance for the fiscal year ended December 31, 2021 as a legal reserve and the dividend payment from the Company's operating performance for the fiscal year ended December 31, 2021

ก. **พิจารณาอนุมัติการจัดสรรกำไรสำหรับผลการดำเนินงานของบริษัทฯ สำหรับรอบระยะเวลาบัญชีสิ้นสุด ณ วันที่ 31 ธันวาคม 2564 เป็นทุนสำรองตามกฎหมาย**

A. To consider and approve the allocation of the profits from the operation of the Company for the fiscal year ended December 31, 2021 as a legal reserve

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

ข. พิจารณานุมัติการจ่ายเงินปันผลสำหรับรอบระยะเวลาบัญชีสิ้นสุด ณ วันที่ 31 ธันวาคม 2564

B. To consider and approve the dividend payment for the fiscal year ended December 31, 2021

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

วาระที่ 6

Agenda item no. 6

พิจาณานุมัติการเลือกตั้งกรรมการแทนกรรมการที่ต้องออกจากตำแหน่งตามวาระ

To consider and approve the appointment of directors to replace the directors who retired by rotation

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:

ก. ☐ เลือกตั้งกรรมการทั้งชุด

A. Election of entire group of nominated directors

<input type="checkbox"/> เห็นด้วย	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Approve	Votes	Disapprove	Votes	Abstain	Votes

ข. ☐ เลือกตั้งกรรมการเป็นรายบุคคล

B. Election of each nominated directors individually

1. ชื่อกรรมการ นายนพพันธ์ เมืองโคตร

Director's name Mr. Noppun Muangkote

<input type="checkbox"/> เห็นด้วย	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Approve	Votes	Disapprove	Votes	Abstain	Votes

2. ชื่อกรรมการ นายกวิทย์ ศิริสรพ์

Director's name Mr. Kavut Sirison

<input type="checkbox"/> เห็นด้วย	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Approve	Votes	Disapprove	Votes	Abstain	Votes

3. ชื่อกรรมการ นายชาลี รัชสุธี

Director's name Mr. Charlee Ruksuthee

<input type="checkbox"/> เห็นด้วย	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Approve	Votes	Disapprove	Votes	Abstain	Votes

4. ชื่อกรรมการ นายพิเชษฐ มหันตสุคนธ์

Director's name Mr. Pichate Mahantasukol

<input type="checkbox"/> เห็นด้วย	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Approve	Votes	Disapprove	Votes	Abstain	Votes

**วาระที่ 7**

Agenda item no. 7

**พิจารณาอนุมัติการกำหนดค่าตอบแทนกรรมการบริษัทประจำปี 2565**

To consider and approve the remuneration of the Directors of the Company for the year 2022

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:
- |   |  |   |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย _____ เสียง | <input type="checkbox"/> ไม่เห็นด้วย _____ เสียง | <input type="checkbox"/> งดออกเสียง _____ เสียง |
| Approve                                       | Votes Disapprove                                 | Votes Abstain                                   |

**วาระที่ 8**

Agenda item no. 8

**พิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนผู้สอบบัญชีประจำปี 2565**

To consider and approve the appointment of the auditor and fix the audit fee for the year 2022

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:
- |   |  |   |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย _____ เสียง | <input type="checkbox"/> ไม่เห็นด้วย _____ เสียง | <input type="checkbox"/> งดออกเสียง _____ เสียง |
| Approve                                       | Votes Disapprove                                 | Votes Abstain                                   |

**วาระที่ 9**

Agenda item no. 9

**พิจารณาอนุมัติการลดทุนจดทะเบียนของบริษัทโดยการตัดหุ้นจดทะเบียนที่ไม่ได้มีการใช้สิทธิซื้อหุ้นสามัญตามใบสำคัญแสดงสิทธิ (ESOP Warrant) และการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิข้อ 4. ของบริษัทเพื่อให้สอดคล้องกับทุนจดทะเบียน**

To consider the decrease of the Company's registered capital by cutting off remaining ordinary share from unexercised ESOP Warrant and the amendment of section 4. of the Memorandum of Association to be in line with the decrease of the Company's registered capital

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:
- |   |  |   |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย _____ เสียง | <input type="checkbox"/> ไม่เห็นด้วย _____ เสียง | <input type="checkbox"/> งดออกเสียง _____ เสียง |
| Approve                                       | Disapprove                                       | Abstain   |

**วาระที่ 10**

Agenda item no. 10

**พิจารณาอนุมัติการออกและเสนอขายหุ้นกู้บริษัทอีก 700 ล้านบาท ซึ่งจะทำให้วงเงินรวมของหุ้นกู้ทั้งหมดไม่เกิน 2,300 ล้านบาท**

To consider and approve the issuance and offering of debenture for Baht 700 million, making the total limit of debentures at any time not exceeding Baht 2,300 million

appropriate.

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:
- |   |  |   |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย _____ เสียง | <input type="checkbox"/> ไม่เห็นด้วย _____ เสียง | <input type="checkbox"/> งดออกเสียง _____ เสียง |
| Approve                                       | Disapprove                                       | Abstain   |

**วาระที่ 11**

Agenda item no. 11

**พิจารณาเรื่องอื่น ๆ (ถ้ามี)**

To consider other matters (If any)

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

If the proxy does not vote in accordance with my/our voting intentions as specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the Company's shareholders.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the event that I/we have not specified my/our voting intention on any agenda item or have 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.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote in accordance with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

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

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

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

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

**หมายเหตุ/Remarks**

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น  
This Proxy form C. is only used for the shareholder who is specified in the register as a foreign investor and has appointed a custodian in Thailand to be a share depository and keeper.
2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ  
The documents needed to be attached to this Proxy form are:
  - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน  
Power of attorney from the shareholder empowering the custodian to sign this Proxy form on his/her behalf
  - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)  
Document confirming that the person who signed the proxy form is permitted to operate the custodian business
3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้  
The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.
4. ในกรณีที่มิววาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ

In case where the statement exceeds those specified above, additional details may be specified in the Attachment to Proxy Form C. provided.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.  
Attachment to Proxy Form C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท สหกลีโควิปเม้นท์ จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2565 วันที่ 22 เมษายน 2565 เวลา 14.00 น. ณ ห้องประชุมใหญ่ ชั้น 1 อาคารสำนักงานใหญ่ บริษัท สหกลีโควิปเม้นท์ จำกัด (มหาชน) เลขที่ 47/10 ซอยอมรพันธ์ 4 ถนนวิภาวดีรังสิต แขวง ลาดยาว เขตจตุจักร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

A proxy is granted by a shareholder of Sahakol Equipment Public Company Limited at the 2022 Annual General Meeting of Shareholders on April 22, 2022 at 2.00 p.m. at Meeting Room of Sahakol Equipment Public Company Limited, 1<sup>st</sup> floor, 47/10 Soi Amornphan 4 Vibhavadirangsit Road, Ladyao, Chatuchak, Bangkok, or such other date, time and place as the meeting may be held.

☐ วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_

Agenda item no. Re :

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right to consider and approve on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง
Approve	Disapprove	Abstain
Votes	Votes	Votes

☐ วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_

Agenda item no. Re :

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right to consider and approve on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง
Approve	Disapprove	Abstain
Votes	Votes	Votes

☐ วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_

Agenda item no. Re :

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right to consider and approve on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง
Approve	Disapprove	Abstain
Votes	Votes	Votes

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Approve	Disapprove	Abstain
Votes	Votes	Votes

Profile of the independent directors who act as a shareholder proxy																		
Name	Mr. Sirichai Towiriyawate																	
Age (Year)	58																	
Address	20/217 Moo 9, Bangtan Sub-District, Parkkerd District, Nontaburi 11120																	
Current Position	Independent Director / Chairman of Audit Committee																	
Director Training	- Director Certification Program (DCP) 244/2017 - Risk Management Program for Corporate Leader (RCL) 1/2015 - Director Accreditation Program (DAP) 79/2009																	
Education	- Bachelor degree of Engineering, Chulalongkorn University - Master degree of Business Administration University of Florida, USA																	
Working Experiences	<table border="0"> <tr> <td>2015–Present</td> <td>Independent Director/Chairman of the Audit Committee</td> <td>Sahakol Equipment PCL.</td> </tr> <tr> <td>2015–Present</td> <td>Adviser of the Investment</td> <td>Principal Capital PCL.</td> </tr> <tr> <td>2016–Present</td> <td>Member of Audit Committee</td> <td>Fire Trade Engineering PCL.</td> </tr> <tr> <td>2014-2015</td> <td>Managing Director</td> <td>TEN M.D. Nakornsawan Co.,Ltd.</td> </tr> <tr> <td>2014-2015</td> <td>Director</td> <td>Alliance Medical Asia Co.,Ltd.</td> </tr> </table>			2015–Present	Independent Director/Chairman of the Audit Committee	Sahakol Equipment PCL.	2015–Present	Adviser of the Investment	Principal Capital PCL.	2016–Present	Member of Audit Committee	Fire Trade Engineering PCL.	2014-2015	Managing Director	TEN M.D. Nakornsawan Co.,Ltd.	2014-2015	Director	Alliance Medical Asia Co.,Ltd.
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2014-2015	Director	Alliance Medical Asia Co.,Ltd.																
Illegal Action Record in the past 10 years	- None -																	
Familial Relationship with the Directors and Executives	- None -																	
Agenda of this Meeting with Conflict of Interest	Agenda 7 - To consider and approve the remuneration of Directors of the Company for the year 2022																	
Conflict of Interest in this Meeting	- None -																	
Having the following interests in the company / its parent company/ its subsidiaries / its affiliates or any legal entities which may result in conflict at present or in the past 2 years																		
1. Being a director who participates in day-to-day management, an employee, or an advisor who receives regular remuneration		- None -																
2. Being a professional service provider (i.e. Auditor, Legal Counsel)		- None -																
3. Having significant business relationship which may affect the ability to perform independently		- None -																



Profile of the independent directors who act as a shareholder proxy													
Name	Mrs.Kingtien Bang-Or												
Age (Year)	77												
Address	88/63 Soi Sridam 22 Srinakarin Road. BangkeawSub-District, Bangplee District, Sumutprakarn 10540												
Current Position	Independent Director / Audit Committee												
Director Training	- Director Certification Program (DCP) 53/2005 - Director Accreditation Program (DAP) 1/2007												
Education	- Bachelor degree of Accounting, Thammasat University - Master degree of Business Administration, Thammasat University												
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2. Being a professional service provider (i.e. Auditor, Legal Counsel)	- None -												
3. Having significant business relationship which may affect the ability to perform independently	- None -												

Profile of the independent directors who act as a shareholder proxy																											
Name	Dr.Mongkol Laoworapong																										
Age (Year)	52																										
Address	61 Soi Sathupradit 6 thungwatdon Sathorn Bangkok 10120																										
Current Position	Independent Director / Audit Committee																										
Director Training	<ul style="list-style-type: none"> <li>- Director Accreditation Program (DAP) BJC/2004</li> <li>- Director Certification Program (DCP) 88/2007</li> <li>- Audit Committee Program (ACP) 18/2007</li> <li>- Monitoring the Internal Audit Function (MIA) 3/2008</li> <li>- Successful Formulation &amp; Execution of Strategy (SFE) 15/2012</li> <li>- How to Measure the Success of Corporate Strategy (HMS) 3/2013</li> <li>- Chartered Director Class (CDC) 8/2014</li> <li>- Boardroom Success through Financing and Investment (BFI) 5/2018</li> </ul>																										
Education	<ul style="list-style-type: none"> <li>- Bachelor degree of Accounting Thammasat University</li> <li>- Master degree of Accounting Thammasat University</li> <li>- Ph.D. Business Administration (Accounting) Thammasat University</li> </ul>																										
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### **Definition of Independent Director of Sahakol Equipment Public Company Limited**

The appointment of an independent director will require a joint consideration by the Board of Directors on the qualifications as set out in the Public Limited Companies Act BE 2535 (1992), the Securities and Exchange Act, the Notification of the Capital Market Supervisory Board and other relevant regulatory requirements. In considering the candidates, The Board of Directors will select an independent director based on professional qualifications and experiences, and other relevant attributes before proposing the appointment of the candidate at the shareholder's meeting. The number of directors employed by the company is limited to at least one-third of the total number of Company's directors and must appoint a minimum of three directors.

The Board of Directors has determined the qualifications of Independent Directors as follows:

1. An Independent Director must not own more than one percent of total voting shares of the Company, its parent Company, its subsidiaries, its joint ventures, major shareholders or be an Executive with controlling authority. The Independent Director's shares must include those held by related persons to that Independent Director.
2. An Independent Director must not be a director involved in the management of employees or consultants who receive regular remuneration, or be a person with controlling authority of the company, its parent company, its subsidiaries, its joint ventures, its affiliates, major shareholders or persons with controlling authority, with the exception that the person has ceased to be in such positions for a duration no less than two years prior to the date of filing the application with the Securities and Exchange Commission.
3. An Independent Director must not be a person with familial (blood ties) or legal relations to individuals such as a parent, a spouse, sibling or child, including being a spouse or child of another Director, Executive, major shareholder, an Executive with controlling authority of the Company and any of its subsidiaries.
4. An Independent Director must not be in, or have ever been in a business relationship with the Company, its parent company, its subsidiaries, affiliates, major shareholders or individuals with controlling authority in a manner that may impede their independent use of discretion. The Independent Director must not be or have been a significant shareholder or be a person with controlling authority over any persons who have business relations with the Company, the parent company, its subsidiaries, its joint ventures, major shareholders or those who have controlling authority of the Company, with the exception that the person has ceased to be in such positions for a duration no less than two years from the date of the appointment.
5. An Independent Director must not be or have ever been an auditor of the Company, its parent company, its subsidiaries, its joint ventures, major shareholders, those with controlling authority, and must not be a person holding significant shares, or be an Executive with controlling authority or be a shareholder or partner of the audit firm where the auditors of the Company, its parent company, its

subsidiaries, its joint ventures, major shareholders or persons with controlling authority works. The exception will be made in the case where the Independent Director who used to hold any of the aforementioned positions have left such positions for a minimum of two years prior to appointment to the position.

6. The Independent Director must not have been a professional service provider, including providing legal counsel and financial advisory services and receiving remuneration amounting over two million baht per year from the Company, its parent company, its subsidiary, its joint ventures, major shareholders or persons with controlling authority of the company, and must not be a significant shareholder, a controlling authority or partner of the professional service provider. An exception is made if such Independent Director has ceased to provide any professional services for no less than two years from the date of appointment.

7. The Independent Director must not have been appointed as a Director to represent the Company's Directors, its major shareholders, or to represent shareholders who are affiliated with major shareholders.

8. The Independent Director must not operate any business that is similar to and is in direct competition with the Company or its subsidiaries, or be a partner in a partnership, or be a director involved with management of employees and advisers receiving regular remuneration, or hold more than one percent of total voting shares of other companies that operate any business similar to and is in direct competition with the Company or its subsidiaries.

9. The Independent Director must not have any other impediments that may constrain their ability to provide independent discretion regarding operations of the Company.

**Articles of Association  
of  
Sahakol Equipment Public Company Limited**

**CHAPTER 5**

**The Board of Director**

16. The board of directors shall be elected at the shareholder's meeting in accordance with the criteria and procedures as follows:
- (1) Each shareholder shall have one (1) share for one (1) vote;
  - (2) Each shareholder may exercise all the votes he or she has under (1) to elect one or several persons as director or directors. If several persons are to be elected as directors, the shareholder cannot divided his or her votes to any person in any number; and
  - (3) Persons who receive the highest votes arranged in order from higher to lower in a number equal to that of directors to be appointed are elected to be the directors of the Company. In the event of a tie at a lower place, which would make the number of directors greater than that required, the chairman of the meeting should have a casting vote.
17. At every annual ordinary shareholder's meeting one-third (1/3) of the directors or, if the number of directors cannot be divided exactly into three parts, the number of directors nearest to one-third (1/3) shall vacate office.
- A vacating director may be eligible for re-election.
- The directors to vacate office in the first and second years following the registration of the conversion of the Company shall be drawn by lots. In subsequent years, the directors who have remained in office for the longest time shall vacate office.

**CHAPTER 6**

**Meeting of Shareholders**

31. The board of directors shall convene an annual general meeting of shareholders within (4) four months from the end of every fiscal year of the Company.
- Any shareholders' meetings other than the one referred to in the first paragraph shall be called an "extraordinary general meeting". The board of directors may call the extraordinary general meeting any time as the board of directors deems appropriate.
- Any shareholder(s) holding shares of no less than one-fifth (1/5) of the total amount of issued shares or no less than twenty five (25) shareholders holding shares of no less than one-tenth (1/10) of the total amount of issued shares, may submit a request in writing to the board of directors to convene an extraordinary general meeting at any time as they deem appropriate, provided that the reason to convene such extraordinary general meeting is clearly stated in the request. In this case, the board of directors

shall hold an extraordinary general meeting within one (1) month from the receipt of shareholder's request.

32. Regarding the calling of a general meeting, the board of directors shall prepare an invitation specifying the venue, date time, agenda of the meeting, and the matters to be propose to the meeting together with sufficient detail by indicating clearly whether it is the matter proposed for information, for approval, or for consideration, as the case may be, including the opinion of board of director on such matter. The invitation shall be sent to shareholders and the registrar at least seven (7) days prior to the meeting date. In addition, the invitation of a shareholders' meeting shall be advertised on a newspaper for three (3) consecutive days in the newspaper, for at least three (3) days before the meeting date.

The venue of the shareholders' meeting shall be held in the province in which the Company's head office located, or any other province nearby determined by the board of directors.

33. In every shareholders' meeting, a quorum shall consist of the presence of the shareholders and proxies (if any) of at least twenty five (25) persons or at least half of the total number of shareholders, and shareholders attend the meeting must hold at least one-third (1/3) of the total number of the issued shares.

If within one (1) hour from the time scheduled for the meeting a quorum is not presented, if the meeting is called by request of the shareholders, such meeting shall be adjourned. However, if such meeting is not called by the request of the shareholders, the meeting shall be rescheduled. The invitation to such meeting shall be sent in writing to every shareholder at least seven (7) days before the meeting date. In such postponed meeting, the shareholders present at the meeting shall constitute a quorum.

34. The chairman of the board of directors shall be the chairman of the general meeting. In the case that the chairman of the board of directors is not present at the general meeting or is unable to perform his/her duty, the vice chairman of the board of directors shall act as the chairman of the general meeting. If the vice chairman is not present or is unable to perform his/ her duty, a shareholder shall be elected to be the chairman of the general meeting.

35. Regarding the casting of votes in a general meeting, each shareholder shall have one (1) vote for each share he/she holds. If any shareholder has any conflict of interest in any agenda, such shareholder shall be prohibited from casting his/her vote on that agenda. Except in the voting for the election of directors, the affirmative vote of a resolution of a general meeting shall be made as follows:

- (1) In ordinary case, a majority vote of shareholders who attended the Meeting and cast their votes. In the event of a tied vote, the Chairman shall have an additional vote as a casting vote;
- (2) Each of the following matters requires at least three-fourths (3/4) of the total votes of the shareholders who attend the meeting and have the rights to vote:
  - (a) The sale or transfer of the whole or substantial part of business of the Company to other persons;

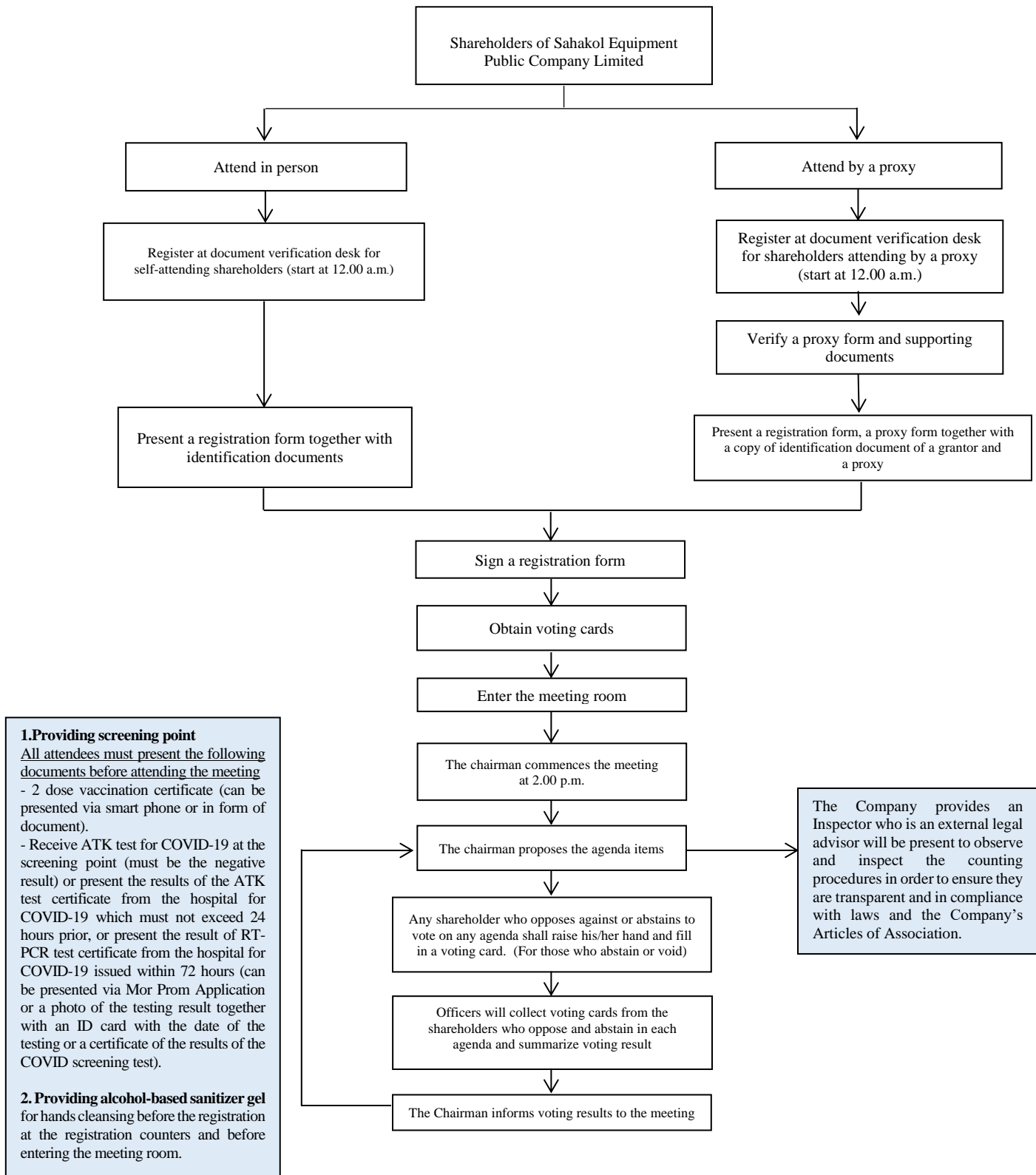
- (b) The purchase or acquisition of the business of other private companies or public companies by the Company;
  - (c) The execution, amendment, or termination of contract with respect to the granting of a lease of the whole and substantial part of business of the Company, the assignment of other person(s) to manage the business of the Company, or the amalgamation of the Company's business with other persons with the purpose of sharing benefits or deficits;
  - (d) The amendment of the Company's Memorandum of Association or Articles of Association;
  - (e) The increase or decrease of the registered capital of the Company;
  - (f) The dissolution of the Company;
  - (g) The issuance of debentures of the Company; or
  - (h) The amalgamation of the Company with another company.
36. The following businesses are to be transacted at the annual general meeting of the shareholders:
- (1) To consider and acknowledge the report of the board of directors relating to the Company's performance in the past fiscal year;
  - (2) To consider and approve the balance sheet and the profit and loss statement;
  - (3) To consider and approve the allocation of profits;
  - (4) To consider and approve the appointment of directors who retire by rotation;
  - (5) To consider and approve the determination of the directors' remunerations;
  - (6) To consider and approve the appointment of the auditor and the determination of audit fee; and
  - (7) To consider any other matters.

## CHAPTER 7

### Accounts, Finance and Audit

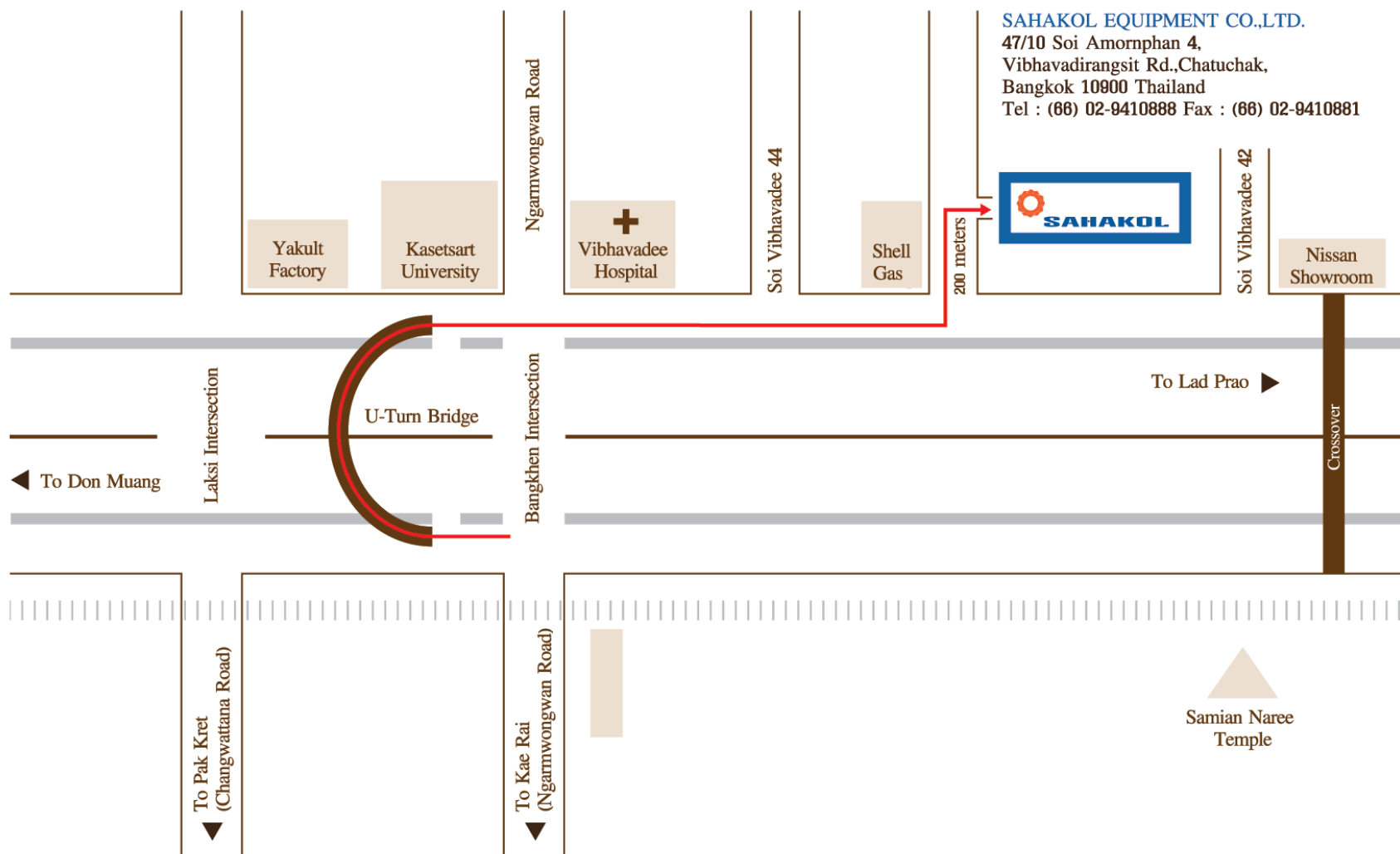
39. The board of directors shall prepare a balance sheet and a profit and loss account as of the end of the company's accounting year to be proposed to the annual general meeting of shareholders for consideration and approval. The board of director shall arrange for the auditor to complete the auditing prior to propose same to the meeting of shareholders.

**Procedures for Attending the 2022 Annual General Meeting of Shareholders  
Sahakol Equipment Public Company Limited  
on Friday, April 22, 2022 at 2.00 p.m.**



*\*Please return voting card of all agenda to the Company's staff after the meeting is closed.*





Requisition Form for Form 56-1 One Report 2021

Please fill in the form and send E-mail: [ircontact@sahakol.com](mailto:ircontact@sahakol.com) or Tel. 02-9410888 Ext.70

Dear: Investor Relations

I, (name).....

Address.....

City..... Country..... Postcode.....

wish to receive a printed copy of the following reports. (Please mark)

☐ Form56-1 One Report 2021