



TEERAPORN

By. Dr. Choladhis  
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## Invitation to the 2024 Annual General Meeting of Shareholders

Thursday, April 25, 2024 at 2.00 p.m. through Electronic Means (E-AGM)  
The electronic meeting system will be available at 1.00 p.m.

AESTHETIC CONNECT PUBLIC COMPANY LIMITED

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TRP.S-24003

March 25, 2024

Subject: Invitation to the 2024 Annual General Meeting of Shareholders through the format of electronic media (e-AGM) only.

To: Shareholders of Aesthetic Connect Public Company Limited

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11. Contact Channel for more Information

Aesthetic Connect Public Company Limited (the "Company") wishes to inform you that the Board of Directors passed the resolution to call the holding of the 2024 Annual General Meeting of Shareholders on Thursday, 25 April 2024, at 14.00 hours, which will be held through the format of electronic media (e-AGM) only. The e-Shareholder Meeting will be proceeded according to the law governing electronic meetings, under the virtual meeting room named "Annual General Meeting 2024 - Aesthetic Connect Public Company Limited". The meeting shall be held to consider the following agendas:

Agenda 1 Matters to be informed by the Chairman.

This agenda is for acknowledgement and does not require voting.

Agenda 2 To consider and accept The Minute of 2023 Annual General Meeting of shareholders held on March 16, 2023

Purpose and Rationale:

The Annual General Meeting of shareholders was held on 16 March 2023, which the copy of the minutes is attached as Enclosure 1.

The Board of Director's Opinion:

The Board of Directors deemed it appropriate to propose to the Meeting of Shareholders to consider and accept the minutes of 2023 Annual General Meeting of shareholders considered that it was accurately and completely recorded according to the meeting resolution.

Passing Resolution:

Resolution of this agenda shall be passed by a majority of the total number of votes of the shareholders who attend the meeting and cast their votes.

Agenda 3 To consider and acknowledge the result of the Company's operations for the year 2023

Purpose and Rationale:

The Company has summarized the performance as well as significant changes in 2023 as shown in the Annual Report 2023 (Form 56-1 One Report) presented in QR Code format, and submitted to the Shareholders together with this invitation to the shareholders' Meeting as Enclosure 2.

The Board of Director's Opinion:

The Board of Directors deemed appropriate to report its business operations for the year 2023 to the shareholders for acknowledgement.

Passing Resolution:

This agenda is for acknowledgement and does not require voting.

Agenda 4 To consider and approve the Company's Financial Statements for the fiscal year ended on December 31, 2023 which have been audited by the certified public accountant.

Purpose and Rationale:

In order to comply with Section 112 of the Public Limited Companies Act B.E. 2535 (including amendments) ("Public Company Act") and Article 49 of the Company's Regulations stipulate that the board of directors must arrange for the preparation of a balance sheet and profit and loss account to be presented to the shareholders at the annual general meeting.

Therefore, it was considered appropriate to propose this to the shareholder's meeting to consider and approve the Company's financial statements for the year 2023 ending on December 31, 2023, which have been considered by the Company's Audit Committee and have been audited by a certified public accountant. The main details are summarized as follows.

Unit: Million Baht



Description	2023	2022
Total Assets	1,795.46	802.81
Total Liabilities	116.86	233.48
Total Shareholder's Equity	1,678.60	569.33
Total revenues	713.02	854.07
Net Profit for the year	192.56	270.27
Earnings Per Share (Baht : Share)	0.69	1.04

Other details appear in the copy of the company's financial statements for the year 2023, ending on December 31, 2023 (Enclosure 2).

The Board of Director's Opinion:

The Board of Directors deemed appropriate to propose to the shareholders' meeting to consider approving the Company's financial statements for the year 2023, ending on December 31, 2023, which have been considered by the Company's Audit Committee and have been audited by a certified public accountant according to the details presented above in all respects.

Passing Resolution:

Resolution of this agenda shall be passed by a majority of the total number of votes of the Shareholders who attend the meeting and cast their votes.

- Agenda 5 To consider and approve the allocation of net profit as legal reserve and the dividend payment for the year 2023.

Purpose and Rationale:

According to Section 116 of the Public Company Act and Article 55 of the Company's Regulations, the company must allocate part of its annual net profits as a reserve fund, not less than 5 percent of its annual net profits. Deducted by the amount of accumulated losses brought forward (if any) until the reserve fund is not less than 10 percent of the registered capital. Therefore, it was proposed that the meeting consider approving the allocation of net profits. For the operating results for the year 2023 ending on December 31, 2023, there is legal reserve of 4,500,000 baht with a total legal reserve of 17,500,000 baht.

In addition, the company has a policy to pay dividends in the amount of not less than 50 percent of the net profits after the deduction of the corporate income tax and legal reserve funds each year (if any). The company will consider paying dividends by taking into account various factors. In order to provide maximum benefits to the shareholders, the payment of dividends must not have a significant impact on the normal operations of the company. However, such dividend payment is subject to change depending on operating results and financial status, liquidity, business expansion plans, necessity and suitability in the future and other factors. involved in the management of the company according to the appropriate opinion of the Board of Directors.

the company had a net profit of 192,561,147.42 baht the year 2023, 4,500,000 baht was allocated as a legal reserve and proposed to the meeting to consider paying dividends for the company's operating results

for the year 2023 at the rate of 0.30 baht per share, equivalent to a total value of 105,000,000 baht. All dividends will be subject to withholding tax at the rate specified by law.

The Company will pay such dividends to shareholders according to the names that appear on the record date for determining the names of shareholders with the rights to receive dividends (Record Date) on May 7, 2024, and will pay dividends to shareholders on May 23, 2024. However, the rights to receive such dividends is still uncertain. Until it is approved by the 2024 Annual General Meeting of shareholders  
In addition, it was proposed that the meeting acknowledge the payment of interim dividends from net profits for operating results. The first 9 months of 2023, ending on September 30, 2023, will be given to shareholders in the amount of 350,000,000 shares at the rate of 0.10 baht per share, equivalent to a dividend of 35,000,000 baht. The company has already paid interim dividends on December 8, 2023.

Comparative information on dividend payments

Details of Dividend Payment	Year 2023	Year 2022
Net Profit for the year (Million Baht)	192.56	270.27
Legal Reserve (Million Baht)	4.50	1.40
Net Profit for Dividend Payment (Million Baht)	188.06	268.87
Number of shares (Million shares)	350.00	260.00
<b>Cash dividend</b>		
Interim cash dividend (million baht)	35.00	-
Final cash dividend (million baht)	105.00	267.02
Total dividend paid per year (million baht)	140.00	267.02
Dividend payment per share (baht:share)	0.400	1.027
<b>Dividend Payout Ratio</b>	<b>74.44%</b>	<b>99.31%</b>

Dividend payments for operating results in 2023 accounted for 74.44% of profits after deducting legal reserves. This is in accordance with the company's dividend payment policy.

The Board of Director's Opinion:

The Board of Directors deemed appropriate to propose that the shareholder's meeting consider approving the allocation of profits as a legal reserve of 4,500,000 baht, for a total legal reserve of 17,500,000 baht, and the payment of additional dividends in cash for the Company's operating results for the year 2023 at the rate of 0.30 baht per share, totaling 105,000,000 baht to shareholders according to the names appearing on the date of determining the list of shareholders with right to receive dividends (Record Date) on May 7, 2024 and dividend payment scheduled to shareholders on May,23 2024, including acknowledgment of interim dividend payments according to the details presented above in all respects.

Passing Resolution:

Resolution of this agenda shall be passed by a majority of the total number of votes of the shareholders who attend the meeting and cast their votes.

Agenda 6 To consider and approve the appointment of directors replacing those retire by rotation

Purpose and Rationale:

Section 71 of the PLCA and Article 22 of the Articles of Association of the Company stipulate that “At every annual general meeting of shareholders, one-third of the total number of directors must retire by rotation. If the number of directors cannot be divided into three, the closest number to one-third shall retire. The retired directors are eligible for re-election.

After the registration of the Company, the retiring directors in the first and second year shall conduct a draw on whether who shall be retiring. In the later year, the directors who have the longest staying period shall retire from the position.”

At the 2024 Annual General Meeting of shareholders, There are 9 directors of the company with 3 directors retiring by rotation. Therefore, it is proposed that the meeting considers approving the appointment of directors to replace those who will retire from their positions at the end of their terms. Three persons returned to serve as directors of the company for another term, namely:

- |                                   |   |
|-----------------------------------|---|
| 1. Prof. Dr. Apichati Sivayathorn | Chairman of the Board / Independent Director /<br>Audit Committee |
| 2. Dr. Choladhis Sinratchanant    | Director  |
| 3. Dr. Chaiyot Denariyakul        | Director  |

The Board of Directors excluding interested directors (as approved by the Nomination and Remuneration Committee) has considered history, qualifications, experience, expertise, and suitability including the performance of directors who have left their positions after their terms have expired. It is seen that the directors nominated this time have gone through the screening process. The Board of Directors has carefully considered that they have all the qualifications and are suitable for the Company's business operations, with knowledge, abilities, specialized expertise, experience, vision, and reliability, and does not have prohibited characteristics as specified by law. Those who hold the position of independent director have the qualifications of independent director according to the requirements of the Securities and Exchange Commission and is suitable to hold the position of independent director of the company. (Details according to Enclosure 3)

In addition, the Company invited shareholders to nominate qualified candidates for directorship through the Company's website from January 18, 2024 to February 18, 2024. Despite the invitation, no candidates were proposed.

Board of Director's Opinion:

The Board of Directors (according to the approval of the Nomination and Remuneration Committee) considered appropriate to propose to the shareholder meeting to consider and approve the election of directors to replace those who will retire by rotation for the year 2024, namely:

(1) Prof. Dr. Apichati Sivayathorn (2) Dr. Choladhis Sinrachtanant and (3) Dr. Chaiyot Denariyakul return to serve as directors of the company for another term according to the details presented above in all respects.

Passing Resolution:

Resolution of this agenda shall be passed by a majority of the total number of votes of the shareholders who attend the meeting and cast their votes. The resolution of this agenda shall be made for each director on an individual basis.

Agenda 7 To consider and approve the directors' remuneration and remuneration of sub-committees for the year 2024

Purpose and Rationale:

According to Section 90 of the Public Company Act and the Company's Articles of Association, Article 35, directors are entitled to receive director's remuneration from the Company in accordance with the Company's regulations or as determined by the shareholder meeting and pass a resolution with a vote of not less than two-thirds of the total number of votes of shareholders present at the meeting. The remuneration of directors may be set at a fixed amount or laid down according to specific criteria. This may be specified from time to time or effective until the shareholder meeting resolves to change otherwise.

The Board of Directors has considered and established a policy for the remuneration of company directors and sub-committees in a fair and reasonable manner in accordance with the principles of good corporate governance. The Nomination and Remuneration Committee has been assigned the responsibility of determining compensation that is appropriate and consistent with the strategic long term goals, the Company performance and assigned duties and responsibilities by comparing with companies listed on the stock exchange in the same industry group and companies of similar sizes to set remuneration at an appropriate and sufficient levels to attract and retain quality directors.

In this regard, the Board of Directors' meeting jointly considered the remuneration structure for the Company's directors and sub-committees as proposed by the Nomination and Remuneration Committee. It is seen that the compensation structure for company directors This will help to support and promote the performance of the duties of the Board of Directors.

Therefore, it was proposed that the meeting considers and approves the determination of directors' remuneration and remuneration for sub-committees for the year 2024 (as approved by the Nomination and Remuneration Committee), with details of remuneration compared to 2023 as follows:

Item	Year 2024 (Proposing Year)	year 2023
<b><u>Remuneration of Directors</u></b>		
<b><u>Director Meeting fee</u></b>		
Chairman of the Board	10,000 Baht per 1 meeting	10,000 Baht per 1 meeting
Directors	8,000 Baht per 1 meeting	8,000 Baht per 1 meeting
<b><u>Director Bonus</u></b>		
Chairman of the Board and Director	200,000 per person/year	-None-



Item	Year 2024 (Proposing Year)	year 2023
<u>Remuneration of sub-committees</u>		
<u>Meeting Allowance for non-executive directors</u>		
Chairman	10,000 Baht per 1 meeting	10,000 Baht per 1 meeting
Directors	8,000 Baht per 1 meeting	8,000 Baht per 1 meeting
<b>Other benefits</b>	- None -	- None -

The Board of Director's Opinion:

The Board of Directors has (according to the approval of the Nomination and Remuneration Committee) deemed appropriate to propose to the shareholder meeting to consider and approve the remuneration of directors and remuneration of sub-committees for the year 2024 according to the details presented above in all respects.

Passing Resolution:

Resolution of this agenda shall be passed by an affirmation vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting.

Agenda 8 To consider and approve the appointment of auditors and to determine auditors' remuneration for the year 2024

Purpose and Rationale:

In order to comply with Section 120 of the Public Company Act and Article 51 of the Company's Regulations, which requires that the annual general meeting appoint the company's auditor and determine the amount of the audit fee for the auditor, and the auditor who has vacated his position has the right to be re-elected to take the position again.

The Audit Committee had considered the selection of auditors for the year 2024 and proposed to the Board of Directors to consider and further propose to the Shareholder's Meeting for consideration and approval of the appointment of three auditors, from Pitisevi Company Limited which is a certified auditor by the Securities and Exchange Commission, who are the same auditors of the Company as last year, as the auditors of the Company for the year 2024 (the accounting period from 1 January 2024 to 31 December 2024), namely:

1. Ms.Chaovana Viwatpanachati Certified Public Accountant (Thailand) No. 4712 or
2. Ms.Wanpen Unrun Certified Public Accountant (Thailand) No. 7750 or
3. Ms.Pornpip Amornchailertpattana Certified Public Accountant (Thailand) No. 9589

In this regard, one of the above-named auditors can act severally in auditing, reviewing, and providing auditor's opinion to the Company's financial statements. In addition, none of the proposed auditors has any relationship with nor interest in the Company, subsidiaries, management, major shareholders or the related persons of such persons and, therefore, they are independent to audit and give opinion on the Company's financial statements. The brief information and the details of remuneration of the auditors are appeared in the Enclosure 4.

In the event that the above-named auditors are unable to perform their duties, the Board of Directors shall have the authority to assign Pitisevi Company Limited to provide other auditors from its office as the supplemental auditor, to audit and to provide auditor's opinion to the Company's financial statements.

The audit fee for the year 2024.

1. The annual audit fees of 420,000 Baht and quarterly review fees for 3 Quarters and the rate of 150,000 Baht per quarter. Total audit fee for the year 2024 equals to 870,000 Baht.
2. Allowances for auditing staff working Observe the inventory count on public holidays as follows. Allowances for senior level officials are 400 baht per person per day. Allowances for assistant level officials are 300 baht per person per day.
3. Expenses for observing product destruction are 5,000 baht per time.
4. Other related expenses actual charge.

Comparison of audit fees for the current and previous year.

Auditor's Remuneration	2024 (Proposing Year)	2023
Quarterly review fees	450,000 Baht	450,000 Baht
Annual audit fees	420,000 Baht	420,000 Baht
Total audit fee	870,000 Baht	870,000 Baht

The Board of Director's Opinion:

The Board of Directors deemed appropriate to propose the shareholder Meeting to consider and approve the appointment of Ms.Chaovana Viwatpanachati Certified Public Accountant (Thailand) No. 4712 or Ms.Wanpen Unrun Certified Public Accountant (Thailand) No. 7750 or Ms.Porntip Amornchailert-pattana Certified Public Accountant (Thailand) No. 9589 of Office of Pitisevi Company Limited by designating one of the auditors on the list as mentioned above the person who audits and expresses opinions on the company's financial statements for the year 2024 and to approve the auditor's remuneration for the year 2024 in the amount of 870,000 Baht (excluding out-of-pocket expenses). According to the details presented above in all respects.

Passing Resolution:

Resolution of this agenda shall be passed by a majority of the total number of votes of the shareholders who attended the meeting and cast their votes.

Agenda 9 To consider and approve the revision of the Company's Articles of Association

Purpose and Rationale:

Agreed to propose the Annual General Meeting of Shareholders to consider and approve the amendment of the Company's Articles of Association to be in line with the Ministerial Regulation on Criteria and Procedures for Share Repurchases, Sale of Repurchased Shares, and Write-Off of Repurchased Shares by the Company (No. 2) B.E. 2022, with details as follows:

No.	Existing Version	Proposed Version
14.	The repurchase of shares by the Company shall be subject to prior	The repurchase of shares by the Company shall be subject to prior approval from the



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No.	Existing Version	Proposed Version
	<p>approval from the shareholders meeting, except in the case where any repurchase of shares represents no more than ten (10) <b>percent of its paid-up capital</b>, which shall be within the scope of authority of the Board of Directors of the Company to approve such repurchase of shares.</p> <p>In this regard, if the number of shares repurchased exceeds ten (10) percent <b>of the paid-up capital</b>, the Company must obtain approval from the shareholders' meeting, and the Company must buy back the shares within one (1) year from the date of approval by the shareholders' meeting.</p>	<p>shareholders meeting, except in the case that any repurchase of shares representing no more than ten (10) percent <b>of its total paid-up shares</b>, which shall be within the scope of authority of the Board of Directors of the Company to approve such repurchase of shares.</p> <p>In this regard, if the number of shares repurchased exceeds ten (10) percent <b>of the total paid-up shares</b>, the Company must obtain approval from the shareholders' meeting, and the Company must buy back the shares within one (1) year from the date of approval by the shareholders' meeting.</p>

In addition, for the registration of amendments to the Articles of Association of the Company to be convenient and orderly, therefore, it is deemed appropriate to propose to the shareholders' meeting to consider and approve the authorization of the authorized directors of the Company and/or persons authorized by the authorized directors of the Company to be authorized to register with the Ministry of Commerce, including having the power to take necessary and appropriate actions in order to comply with the Public Company registrar and within the relevant laws.

The Board of Director's Opinion:

The Board of Directors deemed it appropriate to propose the shareholders' meeting considers and approves the amendment to the Company's regulations. To comply with ministerial regulations establishing rules and procedures for the repurchase of shares. Selling repurchased shares and the deduction of the company's treasury shares (No. 2) B.E. 2022 and approve authorizations by the authorized directors of the Company to be authorized to register with the Ministry of Commerce, including having the power to take necessary and appropriate action in order to comply with the Public Company Registrar and within the relevant laws according to the details presented above in all respects.

Passing Resolution:

Resolution of this agenda shall be passed by an affirmation vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote.



Agenda 10 To consider other business (if any)

The Board of Director has no other matters to propose for the consideration of the shareholders' meeting. The Company provided an opportunity for the shareholders to propose additional agenda for the Shareholders' Meeting from January 18, 2024 to February 18, 2024, but no Shareholder proposing any additional agenda.

Schedules of the 2024 Annual General Meeting of Shareholders are as the follow:

Descriptions	Date
1. Specify the name list of shareholders who are eligible to attend the Shareholders meeting.	March 12, 2024
2. Convening the 2024 Annual General Meeting of the Shareholders to be held through an electronic media (e-AGM) only	April 25, 2024 14:00 hours.

Therefore, the company wishes to invite the Shareholders to attend the 2023 Annual General Meeting of Shareholders which is to be held through electronic media (e-AGM) only. The Shareholders are recommended to study the details for meeting attendance in Enclosure 8 and Enclosure 9. If you have any questions, please contact us via the contact channel provided in Enclosure 11.

If any shareholder wishes to appoint another person as a proxy to attend the meeting and vote, please fill in and sign the attached proxy form. (Enclosure No.5) and deliver the proxy form before attending the meeting to Company Secretary Department, Aesthetic Connect Company Limited, 5th Floor, No. 2 Charoen Nakhon Road, Khlong San Subdistrict, Khlong San District, Bangkok 10600 by 15 April 2024.

Yours sincerely,

Aesthetic Connect Public Company Limited



(Prof. Dr. Apichati Sivayathorn)

Chairman of the Board

Note: In the event that shareholders wish to inquire about information related to the meeting on any agenda of the company, shareholders can send questions in advance to the company by April 15, 2024 at the Company Secretary Department, Aesthetic Connect Public Company Limited. No. 2 Charoen Nakhon Road, Khlong San Subdistrict, Khlong San District, Bangkok 10600 or at [daranee.d@teerapornclinic.com](mailto:daranee.d@teerapornclinic.com)

You can download the form from the website: [www.teerapornclinic.com/overview-for-investor/](http://www.teerapornclinic.com/overview-for-investor/)





**Minutes of the 2023 Annual General Meeting of Shareholders**  
**Aesthetic Connect Public Company Limited**

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**Date, Time, and Venue of the Meeting**

The meeting was convened on Thursday 16 March 2023, at 16.00 hrs. at the Meeting Room 5th floor, Aesthetic Connect Public Company Limited, 2 Charoen Nakhon Road, Khlong San, Bangkok

**Directors in attendance:**

- |                                  |   |
|----------------------------------|---|
| 1. Prof. Dr. Apichat Sivayathorn | Chairman of the Board / Independent Director /<br>Audit Committee |
| 2. Dr. Chaiyot Denariyakul       | Director / Vice President CEO                                     |
| 3. Cdr. Suwannee Jirayangyuen    | Director / Chief Administrative Officer                           |
| 4. Mr. Chakchalat Sinrachatanant | Director / Chief Marketing Officer                                |
| 5. Dr. Kongsak Techawibunphon    | Director / Chief Operating Officer                                |

**Attendee at a meeting**

- |                              |   |
|------------------------------|---|
| 1. Mr. Paramate Chokelamlert | Legal Advisor                               |
| 2. Mr. Park Thanthananon     | Financial Advisor                           |
| 3. Ms. Sasima Sirimachan     | Financial Advisor                           |
| 4. Ms. Maneenet Srithong     | Audit Manager from PITISEVI CO., LTD.       |
| 5. Mrs. Daranee Dhubkaen     | Chief Financial Officer / Company Secretary |

**Start of the meeting**

Prof. Dr. Apichat Sivayathorn, the Chairman of the Board of Directors, presided as Chairman of the meeting (the “Chairman”). At the commencement of the meeting, there were 15 shareholders both presenting in person and by proxies, holding in aggregate 241,900,000 shares, 10 shareholders present in person, holding in aggregate 225,600,000 shares, and 5 by proxies, holding in aggregate 16,300,000 shares, representing 93.04 percent of the total issued and outstanding shares of the Company, thus, forming a quorum, in accordance with the law and the Company’s Articles of Association able to start the meeting.

The Chairman declared the 2023 Annual General Meeting open (the “Meeting”) and assigned Mrs. Daranee Dhubkaen, Company Secretary, to act as the Moderator (the “Moderator”) and to conduct the meeting according to the agenda and be the meeting secretary.

Mrs. Daranee Dhubkaen, the Company Secretary also explained the Criteria, the law, and the Company’s Articles of Association at the Annual General Meeting.

• **Quorum of the Shareholders’ Meeting.**

The meeting will begin when the shareholders or proxies (if any) who represent not less than twenty-five (25) persons or holding in the aggregate not less than one-half (1/2) of the total number of shares sold and must have a holding in aggregate not less than one-third (1/3) of the total number of shares sold.

• **The conduct a meeting**

The meeting follows the sequence of the agenda in the invitation to the Annual General Meeting letter.

- **The Process of Counting Votes**

Each shareholder shall have the votes in the number equivalent to the number of shares they each held, where one vote equals to one share.

- **Resolution of the Meeting as follows:**

Agenda 1, 3, 4, 5, 7, and agenda 9 require a simple majority vote of the shareholders attending the Meeting and casting their votes.

Agenda 2 is for acknowledgment, and thus there is no vote casting.

Agenda 6 shall be approved by two-thirds of the total number of votes of the shareholders attending the meeting.

Agenda 8 shall be approved by three-fourths of the total number of votes of the eligible shareholders attending the meeting.

After clarification was completed, The Moderator began proceeding with the agenda items in sequence.

**Agenda 1      To consider and approve the minutes of the Extraordinary General Meeting of Shareholders No.1/2023 held on 9 February 2023**

The Chairman assigned the Moderator to present the information to the Meeting.

The Moderator informed the Meeting that the Company held an Extraordinary General Meeting of Shareholders No. 1/2023, held on February 9, 2023. The minutes of the meeting were prepared correctly and completely. within the period specified by law Details appear in the copy of the minutes of the Extraordinary General Meeting of Shareholders No. 1/2023. **(Enclosure 1)**

The Board of Directors deemed it appropriate to propose that the Meeting adopt the Minutes of the Extraordinary General Meeting of Shareholders No.1/2023 held on February 9, 2023.

The Chairman then allowed the Meeting to comment and inquire about the current agenda item.

However, no comment or query was made. The Chairman then requested the Meeting to cast their votes in this agenda item.

**Resolution      After consideration, the Meeting unanimously resolved to adopt the minutes of the Extraordinary General Meeting of Shareholders No.1/2023 held on February 9, 2023, where the voting results were as follows:**

Approval	241,900,000	votes	representing	100.00
Disapproval	0	votes	representing	0.00
Abstention	0	votes	representing	0.00

**Agenda 2      To consider and acknowledge the report on the results of the Company's business operation for the year 2022**

The Chairman assigned the Moderator to present the information to the Meeting.

The Moderator informed the Meeting of the results of the Company's business operation for the year 2022 the details of which were as follows:

The results of the Company's business operation for the year 2022, The company had total assets as of 31 December 2022, of 802.81 million Baht, divided into current assets of 362.04 million baht.

This increase is due to the rise in revenue from core business activities, resulting in higher cash and



bank deposits. Non-current assets amount to 440.77 million baht, which increased from 303.48 million baht in 2021 because the company purchased land for constructing its buildings, valued at 306.26 million baht. Overall, the total assets increased from the previous year, amounting to 332.52 million baht, equivalent to 70.71 percent. The company's total liabilities and shareholders' equity as of 31 December 2022, consisted of current liabilities amounting to 124.51 million Baht and non-current liabilities amounting to 108.97 million Baht, The company's shareholders' equity amounted to 569.33 million Baht, The company's total liabilities and shareholders' equity amounting to 802.81 million Baht, The company had a revenue of 854.07 million Baht, which increased from 2021 by an amount of 426.31 million Baht, or an increase of 99.66 percent. The company had expenses amounting to 514.54 million baht, accounting for 60.25 percent of income. The income tax expense was 69.26 million baht. Net profit was 270.27 million baht, accounting for 31.64 percent of income. In addition, there was additional reporting on financial ratios, details of which appear in the committee's report regarding the Company's operating results for the year 2022. (**Enclosure 2**)

In this regard, the committee has considered, it is appropriate to propose that the Meeting considers acknowledging the report of the Board of Directors regarding the Company's operating results for the year 2022 according to the details presented above.

The Chairman then allowed the Meeting to comment and inquire about the current agenda item. However, no comments or queries were made.

**Resolution** The Meeting acknowledged the Board of Directors' report on the Company's performance for the year 2022. This agenda is for acknowledgment, and thus there is no vote casting.

**Agenda 3** **To consider and approve the Company's financial statement for the fiscal year ended 31 December 2022**

The Chairman assigned the Moderator to present the information to the Meeting.

The Moderator informed the Meeting that according to Section 112 of the Public Limited Company Act B.E. 2535 (1992) (as amended) (the "PLC Act") and Article 49 of the Company's Articles of Association, The board of directors must prepare financial statements and the comprehensive profit and loss statement at the end of each fiscal year to be proposed to the shareholders' meeting for consideration and approval at an annual general meeting of every year. Therefore, it was deemed appropriate to propose that the 2023 Annual General Meeting of Shareholders consider and approve the Company's financial statements for the fiscal year ended December 31, 2022, audited by the certified auditor and reviewed by the Audit Committee. Key information of the Company's financial statements was summarized as follows.



unit: Million Baht

	As of		Change	
	2021	2022	Amount	%
<b>Assets</b>				
Current Assets	333.00	362.04	29.04	8.72
Non-Current Assets	137.29	440.77	303.48	221.02
<b>Total Assets</b>	<b>470.29</b>	<b>802.81</b>	<b>332.52</b>	<b>70.71</b>
<b>Liabilities and Shareholders' Equity</b>				
Current Liabilities	88.16	124.51	36.35	41.23
Non-Current Liabilities	23.24	108.97	85.73	368.89
Shareholders' Equity	358.89	569.33	210.44	58.64
<b>Total Liabilities and Shareholders' Equity</b>	<b>470.29</b>	<b>802.81</b>	<b>332.52</b>	<b>70.71</b>
<b>Total Revenue</b>	<b>427.76</b>	<b>854.07</b>	<b>426.31</b>	<b>99.66</b>
<b>Profit for the period</b>	<b>112.68</b>	<b>270.27</b>	<b>157.59</b>	<b>139.86</b>

The details of which were as shown in a copy of the Company's financial statement for the fiscal year ended 31 December 2022, and was delivered to all shareholders together with the invitation to the Meeting. **(Enclosure 3)**

Therefore, it was deemed appropriate to propose the Meeting consider and approve the Company's financial statements for the fiscal year ended December 31, 2022, audited by the certified auditor and reviewed by the Audit Committee in the details of above.

The Chairman then allowed the Meeting to comment and inquire about the current agenda item.

However, no comments or queries were made. The Chairman then requested the Meeting to cast their votes in this agenda item.

#### Resolution

The meeting considered resolved to approve the Company's financial statements for the fiscal year ended 31 December 2022, audited by the certified auditor and considered by the Audit Committee as proposed, with a unanimous vote as follows:

Approval	241,900,000	votes	representing	100.00
Disapproval	0	votes	representing	0.00
Abstention	0	votes	representing	0.00

#### Agenda 4

**To consider and approve the allocation of net profit as legal reserve and the dividend payment from the company's operating results for the year 2022**

The Chairman assigned the Moderator to present the information to the Meeting.

The Moderator informed the Meeting that according to Section 116 of the Public Limited Company Act and Article 55 of the Company's Articles of Association, the Company must set aside at least 5 percent of the annual net profit after deducting deficit brought forward (if any) as a statutory reserve until such statutory reserve should



reach at least 10 percent of the registered capital, To propose to the Meeting to approve the allocation of net profit from the company's operating results for the year ended December 31, 2022, as legal reserve in the amount of Baht 1,396,336.04 Consequently, the Company will have a legal reserve totaling Baht 13,000,000.

And to propose to the Meeting for the approval of dividend payment from 2022's operating result, by cash dividend at the rate of Baht 1.027 per share, in the amount of Baht 267.02 million, Dividends paid to shareholders are subject to a withholding tax.

The Company sets the date for dividend payment on March 31, 2023. The right to receive the dividend depends upon the approval of the Annual General Meeting 2023.

The Board of Directors deemed it appropriate to approve the allocation of net profit as legal reserve and the dividend payment for the year 2022 at the rate of Baht 1.027 per share, in the amount of Baht 267.02 million.

The Chairman then allowed the Meeting to comment and inquire about the current agenda item.

However, no comments or queries were made. The Chairman then requested the Meeting to cast their votes in this agenda item.

#### Resolution

The meeting considered and resolved to approve the allocation of net profit as legal reserve and the dividend payment for the year 2022 at the rate of Baht 1.027 per share, in the amount of Baht 267.02 million in the details above with a unanimous vote as follows:

Approval	241,900,000	votes	representing	100.00
Disapproval	0	votes	representing	0.00
Abstention	0	votes	representing	0.00

#### Agenda 5

**To consider and approve the appointment of directors replacing those retired by rotation.**

The Chairman assigned the Moderator to present the information to the Meeting.

The Moderator informed the Meeting that according to Section 71 of the Public Limited Company Act and Article 22 of the Company's Articles of Association, at least one-third of the total number of the directors must retire by rotation at the Annual General Meeting of Shareholders each year 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 would be eligible for re-election.

Currently, there are a total of 9 directors of the company. In this regard, at the Annual General Meeting of Shareholders of the Company, 3 directors must retire by rotation, Therefore, it was deemed appropriate to propose that the Meeting consider and approve the election of all three directors who must retire by rotation to resume their position, as follows:

1. Mr. Chakchalat Sinrachatanant Director
2. Mr. Palapong Chayangsu Director
3. Mr. Kirkchai Chaiyatham Independent Director / Audit Committee



The Board of Directors excluding interested directors (As approved by the Nomination and Remuneration Committee) has considered history, qualifications, experience, expertise, and suitability Including the performance of directors who must retire by rotation. The directors nominated this time to have through the screening process and careful consideration by The Board of Directors that they have all the qualifications and are suitable for the Company's business operations, with knowledge, abilities, specialized expertise, experience, vision, and reliability, and do not have prohibited characteristics as specified by law.

In this regard, The Board of Directors has considered (According to the approval of the Nomination and Remuneration Committee), it appropriate to propose to the Meeting to consider and approve the election of directors to replace those who will retire by rotation for the year 2023, (1) Mr. Chakchalat Sinrachatanant (2) Palapong Chayangsu and (3) Mr. Kirkchai Chaiyatham to continue their office for another term, according to the details presented above.

The Chairman then allowed the Meeting to comment and inquire about the current agenda item.

However, no comments or queries were made. The Chairman then requested the Meeting to cast their votes on this agenda item.

#### Resolution

The meeting considered It was resolved to approve the election of directors to replace those who will retire by rotation for the year 2023, Mr. Chakchalat Sinrachatanant, Mr. Palapong Chayangsu, and Mr. Kirkchai Chaiyatham, to continue their office for another term, according to the details presented above with the voting results were as follows:

1. The resolution was passed by a unanimous vote. Approved the appointment of Mr. Chakchalat Sinrachatanant Returned to the position of director as follows:

Approval	241,900,000	votes	representing	100.00
Disapproval	0	votes	representing	0.00
Abstention	0	votes	representing	0.00

2. The resolution was passed by a unanimous vote. Approved the appointment of Mr. Palapong Chayangsu Returned to the position of director as follows:

Approval	241,900,000	votes	representing	100.00
Disapproval	0	votes	representing	0.00
Abstention	0	votes	representing	0.00

3. The resolution was passed by a unanimous vote. Approved the appointment of Mr. Kirkchai Chaiyatham Returned to the position of director as follows:

Approval	241,900,000	votes	representing	100.00
Disapproval	0	votes	representing	0.00
Abstention	0	votes	representing	0.00



**Agenda 6 To consider and approve the determination of directors' remuneration and remuneration of sub-committees for the year 2023**

The Chairman assigned the Moderator to present the information to the Meeting.

The Moderator informed the Meeting that according to Section 90 of the Public Limited Company Act and Article 35 of the Company's Articles of Association, the Company's directors were eligible to receive remuneration from the Company under the Company's regulations or as the shareholders will consider and vote by not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting.

The directors' remuneration may be fixed in a certain amount or set as specific criteria and will be scheduled periodically or until the shareholders meeting is resolved otherwise.

The Board of Directors has considered and established a policy for remunerating the Company's directors and sub-committees fairly and reasonably by the principles of good corporate governance. The Nomination and Remuneration Committee has been assigned the responsibility of determining compensation that is appropriate and consistent with the strategy, long-term goals Company performance, and assigned duties and responsibilities, and comparison with remunerations of Directors of other listed companies of similar size in the same industry to set remuneration at an appropriate and sufficient level to attract and retain quality directors.

In this regard, the Board of Directors' meeting jointly considered the remuneration structure for the Company's directors and sub-committees as proposed by the Nomination and Remuneration Committee. It is seen that the remuneration structure for the Company's directors will support and promote the performance of duties of the board of directors. Therefore, it was proposed that the meeting consider and approve the determination of the Board of Directors' remuneration and sub-committees' remuneration for the year 2023 (as approved by the Nomination and Remuneration Committee), with details of remuneration as follows.

**Meeting Allowance for the Board of Directors**

Chairman	Baht 10,000 per meeting
Director	Baht 8,000 per meeting

**Meeting Allowance for Sub-committees**

Chairman	Baht 10,000 per meeting
Director	Baht 8,000 per meeting

It should be noted that committee members who are the Company's executives shall not be entitled to remunerations of the sub-committees. In addition to the compensation details above, Company directors and sub-committees have no other additional remuneration.

In this regard, the Board of Directors has considered (According to the approval of the Nomination and Remuneration Committee) it is therefore deemed appropriate to propose to the Meeting to consider and approve the remuneration of directors and the remuneration of sub-committees for the year 2023 according to the details presented above.

The Chairman then allowed the Meeting to comment and inquire about the current agenda item. However, no comments or queries were made. The Chairman then requested the Meeting to cast their votes on this agenda item.

**Resolution**

The meeting considered and resolved to approve the remuneration of directors and the remuneration of sub-committees for the year 2023 according to the details presented above in all respects with a unanimous vote as follows:

Approval	241,900,000	votes	representing	100.00
Disapproval	0	votes	representing	0.00
Abstention	0	votes	representing	0.00

**Agenda 7**

**To consider and approve the appointment of auditors and to determine auditors' remuneration for the year 2023**

The Chairman assigned the Moderator to present the information to the Meeting.

The Moderator informed the Meeting that according to Section 120 of the Public Limited Company Act and Article 51 of the Company's Articles of Association, the annual general meeting to appoint the company's auditor and determine the amount of the audit fee for that auditor. The auditor who has vacated his position has the rights to be re-elected to return to his position after the consideration of the Audit Committee and the Company's Board of Directors. Therefore, to propose to the Meeting to consider approving the appointment of auditors and determination of auditor compensation for the year 2023 (as approved by the Audit Committee) as follows.

1. Ms.Chaovana Viwatpanachati Licensed Auditor no. 4712 or
2. Ms.Wanpen Unrun Licensed Auditor no. 7750 or
3. Ms.Pomtip Amornchailertpattana Licensed Auditor no. 9589 or
4. Ms.Nantira Kun-Ngam Licensed Auditor no. 12707 or
5. Ms.Natcha Sriapai Licensed Auditor no. 11116

Certified Public Accountant from Pitisevi Company Limited is the Company's auditor for the year 2023 for the period from 1 January 2023 to 31 December 2023. It is considered appropriate to propose that the compensation be determined as follows.

1. Quarterly audit fee for 3 quarters, 150,000 baht per quarter, annual audit fee of 420,000 baht, total audit fee of 870,000 baht.
2. The service fees for explaining the audit of accounts to the Securities and Exchange Commission is 50,000 baht per day, with one officer at the level of partner, manager, and senior assistant in each position participating in the explanation.
3. Allowances for accounting staff who observe and count inventories on public holidays. Allowances for senior-level officials are 400 baht per person per day. Allowances for assistant-level officials are 300 baht per person per day.
4. Other related expenses are charged according to actual expenses.



5. Expenses for observing product destruction are 5,000 baht per time.

If the above-mentioned certified public accountants are unable to perform their duties, Pitisevi Office Company Limited may arrange for another certified public accountant from the same office instead. The Chairman then allowed the Meeting to comment and inquire about the current agenda item. However, no comments or queries were made. The Chairman then requested the Meeting to cast their votes on this agenda item.

**Resolution** The meeting considered and resolved to approve the appointment of auditors from Pitisevi Office Company Limited, with any one of the auditors listed above to audit and express opinions on the company's annual financial statements 2023 including determining the annual remuneration of the company's auditors 2023, according to the details presented above with a unanimous vote as follows:

Approval	241,900,000	votes	representing	100.00
Disapproval	0	votes	representing	0.00
Abstention	0	votes		

**Agenda 8** **To consider and approve the increase in the company's registered capital and the amendment to Clause 4 of the company's memorandum of association to be consistent with the increase in the company's registered capital.**

The Chairman assigned the Moderator to present the information to the Meeting.

The Moderator informed the Meeting that The Company intends to increase its registered capital according to the plan to issue and offer shares to the public for the first time (Initial Public Offering) and to list the Company's shares on the Market for Alternative Investment (MAI) ("IPO and Listing"). In this regard, the Board of Directors considered and proposed to the shareholder meeting to consider approving an increase in the registered capital of the company of 45,000,000 baht from a registered capital of 130,000,000 baht to a registered capital of 175,000,000 baht by issuing new shares of a single type of common stock, amounting to 90,000,000 shares, 0.50 baht per share by offering new shares all at the same time to the general public for the first time, including directors, executives, employees of the company, related persons and benefactors.

To propose the meeting to consider and approve the amendment to the Company's Memorandum of Association, Clause 4, to be consistent with the increase in the Company's registered capital as follows.

Section 4.	Registered capital	175,000,000 baht	(One hundred seventy-five million baht)
	Divided into	350,000,000 shares	(Three hundred and fifty million shares)
	Value per share	0.50 baht	(Zero point five bath)
	Separated into		
	Common shares	350,000,000 shares	(Three hundred and fifty million shares)
	Preferred shares	- shares	

Including approving the authorization of the authorized directors of the Company and/or any persons designated by the authorized directors of the Company as the authorized person to determine the conditions and details of the relevant procedures regarding the capital increase. As well as, to change words or phrases of the minutes of the shareholders' meeting, the Company's Memorandum of Association, and/ or any application and/ or any proceeding to comply with the registrar in order to file registration of the increase of registered capital and amendment of the Company's Memorandum of Association to the Department of Business Development, the Ministry of Commerce.

The Chairman then allowed the Meeting to comment and inquire about the current agenda item.

However, no comments or queries were made. The Chairman then requested the Meeting to cast their votes on this agenda item.

#### Resolution

The meeting considered approving the increase in the company's registered capital of 45,000,000 baht from a registered capital of 130,000,000 baht to a registered capital of 175,000,000 baht by issuing 90,000,000 new common shares with a value of 0.50 baht per share and approved the amendment of the memorandum of association, Clause 4, to be consistent with increasing registered capital Including the delegation of related powers. according to the details presented above with a unanimous vote as follows:

Approval	241,900,000	votes	representing	100.00
Disapproval	0	votes	representing	0.00
Abstention	0	votes	representing	0.00

#### Agenda 9

**To consider and approve the allocation of the Company's newly issued ordinary shares to the general public for the first time, including directors, executives, employees of the company, related persons, and benefactors and considering and approving the granting of the relevant authority**

The Chairman assigned the Moderator to present the information to the Meeting.

The Moderator informed the Meeting that the company wishes to increase the registered capital of the company by 45,000,000 baht from the registered capital of 130,000,000 baht to the registered capital of 175,000,000 baht by issuing 90,000,000 new common shares with a value of 0.50 baht per share to comply with the IPO and Listed. In this regard, the Board of Directors has considered complying with the law and proposed to the meeting to consider approving the allocation of 90,000,000 additional common shares with a par value of 0.50 baht per share to be offered for sale to the public for the first time (Initial Public Offering IPO) which includes the allocation of additional common shares to directors, executives, employees, benefactors of the company (benefactors mean people who create benefits for companies that issue equity instruments, such as customers, raw material suppliers, etc.) and people who have relationships with the company (Relationship person means the person who has a relationship as a director, executive, major shareholder controlling and persons related to the company) totaling not more than 25 percent of the shares offered to the public for the first time. However, the proportion of shares allocated to benefactors must not exceed 15 percent of Stocks issued and offered for sale to the public for the first time In accordance with the provisions of the announcement of the Capital Market Supervisory Board No.40/2014 regarding the



sale of newly issued securities in the category of shares and warrants to purchase shares of companies issuing equity instruments, dated 7 November 2014 (including those with additional amendments) (“Announcement of the Capital Market Supervisory Board No.40/2014”)

In this regard, the distribution of shares must comply with the announcement of the Capital Market Supervisory Board No.40/2014 as well as other related criteria which require companies issuing equity instruments to separate the equity instruments allocated to various parties and disclose information on the allocation of such equity instruments in the securities offering registration form and prospectus according to the procedures and methods prescribed by law.

To propose that the meeting consider approving the authorization of the authorized directors and/or the Board of Directors and/or the person authorized by the authorized directors. And/or the Board of Directors is authorized to consider and determine the conditions and details related to the offering of shares, such as the offering price, the offering period, conditions, amounts, and other details related to the allocation of such additional common shares including the authorization.

- (1) Offer for sale and/or allocate additional common shares of the Company to the public, including but not limited to directors, executives, employees, and Persons in relationship with the company, benefactors As the Board of Directors deems appropriate.
- (2) To consider specifying and/or changing conditions and other details related to the initial public offering of additional common shares to the public (Initial Public Offering), such as the offering price, offering period, conditions, methods, Offer for sale Payment of shares, Allocation of shares remaining from subscription the amount and other details related to the allocation of such shares in accordance with relevant regulations, including the power to take any action necessary or related to the said share offering in all respects. Including appointing distributors and underwriters and preparing applications and various supporting documents for submission to the Securities and Exchange Commission and other agencies related and entering other contracts related to operations.
- (3) To relevant actions to achieve the objectives in the matter under relevant announcements, regulations, criteria, and laws, including delegating authority or withdrawing authorization from any representative to carry out the objectives in the matter.

The Chairman then allowed the Meeting to comment and inquire about the current agenda item.

However, no comments or queries were made. The Chairman then requested the Meeting to cast their votes on this agenda item.

**Resolution**

The meeting considered and approved the allocation of 90,000,000 additional common shares of the company at 0.50 baht per share to the general public for the first time, including directors, executives, and employees of the company person in relationships and benefactors including the delegation of related powers, according to the details presented above in all respects with a unanimous vote as follows:

Approval	241,900,000	votes	representing	100.00
Disapproval	0	votes	representing	0.00
Abstention	0	votes	representing	0.00

**Agenda 10 To consider any other business (if any)**

As no other shareholders and the proxies made any inquiry, the Chairman expressed his appreciation to all shareholders and declared the 2023 Annual General Meeting of Shareholders adjourned at 4.40 p.m.



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(Prof. Dr. Apichati Sivayathorn)  
Chairman of the Meeting / Chairman of the Board



**Annual information disclosure form/annual report (Form 56-1 One Report) for the year 2023 with the company's financial statements. for the year ending December 31, 2023, which has been audited by a certified public accountant in QR Code format.**





### Definition of Independent Directors

The Company requires its independent directors to hold the following qualifications:

- A. Hold no more than 1% of total voting shares of the Company, its parent company, subsidiary, associated company, major shareholder or controlling person; inclusive of the shares held by related persons of such independent director.
- B. Is not an executive director, employee, staff, advisor with salary, or controlling person of the Company, its parent company, subsidiary, associated company, subsidiary company of the same level, major shareholder or controlling parties Unless, it has been at least two years after the person has held the position. However, such prohibited characteristic shall not include the case where the independent director used to be a government official or advisor of a government unit who is a major shareholder or controlling person of the Company.
- C. Is not related, whether by blood or legal registration as father, mother, spouse, sibling and child, including spouse of the offspring of other directors, executives, major shareholders, controlling parties, or persons who will be nominated as directors, executives, or controlling parties of the company or subsidiary.
- D. Not having or never had any relations with the Company, its parent company, subsidiary, associated company, major shareholder or controlling person, in the manner which such relation may impede the person from having independent judgment, the person should not currently be or never be a significant shareholder or controlling person of any person having a business relationship with the Company, its parent company, subsidiary, associated company, major shareholder or controlling person. Unless, it has been at least two years after the person has held the position.

The term “business relationship” under the first paragraph shall include any commercial transaction in the ordinary course of business; the rental or leasing out of immovable properties; transactions relating to assets or services or the provision or receipt of financial assistance by means of receiving or granting loans, guarantees; the pledge of assets as security against debt repayment; as well as other circumstances of the same nature which result in the Company or its contractual party having indebtedness in favor of the other party in the amount of three percent or more of the net tangible assets of the Company, or at the minimum amount of THB 20 million, whichever is lower. In this regard, such indebtedness shall be calculated in accordance with the method for calculating the value of connected transactions under the Notification of the Capital Market Supervisory Board governing the criteria on connected transactions, mutatis mutandis. However, the consideration of the abovementioned indebtedness shall include the indebtedness that occurred during the one-year period prior to the date on which the business relationship with the person commenced.

The term “significant shareholder” under the first paragraph shall include any person who owns 10 percent or more of the total combined voting power of all classes of stock of such corporation entitled to vote.



- E. Not being or never been the auditor of the company's, its parent company, subsidiary, associated company, major shareholder or controlling person and is not a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the Company, the Company's parent company, subsidiary company, associated company, major shareholder or controlling person. Unless, it has been at least two years after the person has held the position.

the term "partner" means a person assigned by an audit firm or a provider of professional services to affix signature on the audit report or the professional service report (as the case may be) on behalf of such juristic person.

- F. Not providing or never provided professional services, legal consulting, nor financial consulting services who received fees exceeding THB 2 million per year from the Company, its parent company, subsidiary, associated company, major shareholder or controlling person, and is not a significant shareholder, controlling person or partners of the such services providers. Unless, it has been at least two years after the person has held the position.
- G. Not a director appointed as a representative of the Company's director, major shareholder, or shareholder who is related to major shareholders.
- H. Not undertake any business in the same nature and in competition to the business of the Company or the Company's subsidiary, or is not a significant partner in a partnership nor an executive director, employee, staff, advisor with salary or holding shares exceeding one percent of the total number of shares with voting rights of another company which undertakes business in the same nature and in competition to the business of the Company or its subsidiary company.
- I. Not possess any other characteristics that deter the ability to express independent opinions with regards to the Company's business operations.





## Profiles of the nominated directors to replace those retired by rotation. (No.1)

<b>Name-Surname</b>	Mr. APICHATI SIVAYATHORN	
<b>Current Position</b>	Chairman of the Board of Director/ Independent Director/Audit Committee	
<b>Nominated Position</b>	Director	
<b>Age</b>	76 Years	
<b>Nationality</b>	Thai	
<b>Percent of Shareholding</b>		
<ul style="list-style-type: none"> <li>• <b>Director</b></li> <li>• <b>Spouse</b></li> <li>• <b>Minor</b></li> </ul>	100,000 Shares (0.03%) None None	
<b>Highest Academic Qualification</b>	Doctor of Medicine (M.D.) Faculty of Medicine Siriraj Hospital, Mahidol University Certificate of Dermal Pathology Temple University, USA	
<b>Training</b>	Director Accreditation Program (DAP) class 197/2022	
<b>Work Experience and Position held in other companies or organizations</b>		
<ul style="list-style-type: none"> <li>• <b>Listed</b></li> <li>• <b>Non-Listed</b></li> </ul>	None 2017 - Present Chairman of the Board of Director SIVAYATORN COMPANY LIMITED 2015 - Present Chairman of the Board of Director PIYA - DHAM REGISTERED COMPANY LIMITED 2006 - Present Director SIVATEL COMPANY LIMITED	
<b>Work experience</b>	2006 – 2012 Director of Quality Bumrungrad Hospital 1980 – 2006 Professor, Faculty of Medicine Siriraj Hospital 1974 – 1980 Doctor, Skin Diseases Institute	
<b>Position of director or executive in other companies which might incur conflict of interest or which is a competitor against the Company</b>	None	
<b>Duration in the Director position</b>	1 Year 8 Months (from the date the company transforms into a public limited company (February 10, 2023))	
<b>Percent of Attendance</b> (Since converting to a public limited company ending 31 December 2023)	Shareholders' Meeting 1/1 Board of Directors' Meeting 5/5 Audit Committees' Meeting 3/4	



<b>Family Relationship between Director and Executives</b>	None
<b>Illegal Record in Part 10 Years</b>	None
<b>Special Interest in any agenda of the 2024 Annual General Meeting</b>	Agenda 7: To consider and approve the directors' remuneration for the year 2023.
<b>Qualifications of Director</b>	Qualified according to the definition of director which is in accordance with the rules and regulations of Securities and Exchange Commission and Stock Exchange of Thailand
<b>The performance in the past Year (Brief details)</b>	<ol style="list-style-type: none"> <li>1. Participated in considering and determining agenda of Board of Directors Meeting, together with the Chairman of the Executive Committee, the Chief Executive Officer, and an Independent Director.</li> <li>2. Encouraged Directors to attend the Board of Directors Meeting and Shareholders' Meeting, also led and supervised the meetings to achieve results effectively.</li> <li>3. Encouraged the Board of Directors to participate in the meetings, allocated sufficient time for the management or related persons to present information, supported and offered an opportunity to Directors to raise questions and express opinions freely, also control discussion issues and conclude meeting results.</li> <li>4. Provided assistance, suggestions and comments that are beneficial to the Company's business operation.</li> <li>5. Considered matters that may have conflicts of interest to ensure accuracy and transparency.</li> <li>6. Encouraged the Board of Directors to perform duties within the scope of authority, duties and responsibilities of the Board of Directors in accordance with laws, Charters and the principles of good corporate governance.</li> <li>7. Fostered good relationships among Directors whether they are independent directors or non executive directors or executive directors, including the relationship between directors and management.</li> </ol>



Profiles of the nominated directors to replace those retired by rotation. (No.2)	
<b>Name-Surname</b>	Mr.CHOLADHIS SINRACHTANANT
<b>Current Position</b>	Chief Executive Officer/Director
<b>Nominated Position</b>	Director
<b>Age</b>	76 Years
<b>Nationality</b>	Thai
<b>Percent of Shareholding</b>	
<ul style="list-style-type: none"> <li>● <b>Director</b></li> </ul>	None
<ul style="list-style-type: none"> <li>● <b>Spouse</b></li> </ul>	Cdr.Suwannee Jirayangyuen 80,000,000 shares (22.86%)
<ul style="list-style-type: none"> <li>● <b>Minor</b></li> </ul>	Mr.Tanachak Sinrachatanant 400,000 shares (0.11%) Mr.Chakchalat Sinrachatanant 400,000 shares (0.11%) Mr.Choladhorn Sinrachatanant 400,000 shares (0.11%)
<b>Highest Academic Qualification</b>	Doctor of Medicine (M.D.) Faculty of Medicine Siriraj Hospital, Mahidol University Certificate of Clinical Fellowship Training Program in Pediatric Otolaryngology Mahidol University
<b>Training</b>	Director Accreditation Program (DAP) class 197/2022
<b>Work Experience and Position held in other companies or organizations</b>	
<ul style="list-style-type: none"> <li>● <b>Listed</b></li> </ul>	None
<ul style="list-style-type: none"> <li>● <b>Non-Listed</b></li> </ul>	None
<b>Work experience</b>	1973 – 2012 Professor, Department of Ear, Nose and Throat, Siriraj Hospital
<b>Position of director or executive in other companies which might incur conflict of interest or which is a competitor against the Company</b>	None
<b>Duration in the Director position</b>	1 Year 8 Months (from the date the company transforms into a public limited company (February 10, 2023))
<b>Percent of Attendance</b> (Since converting to a public limited company ending 31 December 2023)	Shareholders' Meeting 0/1 Board of Directors' Meeting 4/5 Executive Committees' Meeting 4/5 Corporate Social Responsibility Committees' Meeting 4/4
<b>Family Relationship between Director and Executives</b>	None
<b>Illegal Record in Part 10 Years</b>	None





<b>Special Interest in any agenda of the 2024 Annual General Meeting</b>	Agenda 7: To consider and approve the directors' remuneration for the year 2023.
<b>Qualifications of Director</b>	Qualified according to the definition of director which is in accordance with the rules and regulations of Securities and Exchange Commission and Stock Exchange of Thailand
<b>The performance in the past Year (Brief details)</b>	<ol style="list-style-type: none"> <li>1. Determined the Company's vision, strategy, business direction, policies, goals, and main management structure in the Company's business operations and followed up on the operations and management guidelines in various fields to be efficient and effective.</li> <li>2. Considered the budget allocation of each year</li> <li>3. Considered and screened the proposal from the Management with respect to the formulating the investment policy, financial plan, annual report, annual budget and information technology investment</li> <li>4. Followed up the operational results of the Company to be in compliance with policy frameworks and goals approved by the Board of Directors; and overseeing the operation be effectively and efficiently.</li> <li>5. Considered transaction relating to normal business of the Company</li> <li>6. Considered transactions with the bank or financial institution</li> </ol>



Profiles of the nominated directors to replace those retired by rotation. (No.3)

<b>Name-Surname</b>	Mr. CHAIYOT DENARIYAKUL	
<b>Current Position</b>	Director	
<b>Nominated Position</b>	Director	
<b>Age</b>	63 Years	
<b>Nationality</b>	Thai	
<b>Percent of Shareholding</b>		
• Director	2,650,000 Shares (0.76%)	
• Spouse	None	
• Minor	None	
<b>Highest Academic Qualification</b>	Doctor of Medicine (M.D.) Faculty of Medicine Siriraj Hospital, Mahidol University Diploma of the Thai Board of Otolaryngology Faculty of Medicine Siriraj Hospital, Mahidol University Master of Public Administration Chulalongkorn University	
<b>Training</b>	Director Accreditation Program (DAP) class 197/2022	
<b>Work Experience and Position held in other companies or organizations</b>		
• Listed	None	
• Non-Listed	None	
<b>Work experience</b>	2019 – 2021 Director, Rajapipat Hospital 2017 – 2019 Director, Vejkarunarat Hospital 1994 – 2017 Doctor, Klang Hospital 1985 – 1994 Doctor, Chaiyaphum Hospital	
<b>Position of director or executive in other companies which might incur conflict of interest or which is a competitor against the Company</b>	None	
<b>Duration in the Director position</b>	1 Year 8 Months (from the date the company transforms into a public limited company (February 10, 2023))	
<b>Percent of Attendance</b> (Since converting to a public limited company ending 31 December 2023)	Shareholders' Meeting 1/1 Board of Directors' Meeting 5/5 Executive Committees' Meeting 5/5 Risk Management Committees' Meeting 8/8 Corporate Social Responsibility Committees' Meeting 4/4	
<b>Family Relationship between Director and Executives</b>	None	

<b>Illegal Record in Part 10 Years</b>	None
<b>Special Interest in any agenda of the 2024 Annual General Meeting</b>	Agenda 7: To consider and approve the directors' remuneration for the year 2023.
<b>Qualifications of Director</b>	Qualified according to the definition of director which is in accordance with the rules and regulations of Securities and Exchange Commission and Stock Exchange of Thailand
<b>The performance in the past Year (Brief details)</b>	<ol style="list-style-type: none"> <li>1. Considered the budget allocation of each year</li> <li>2. Considered and screened the proposal from the Management with respect to the formulating the investment policy, financial plan, annual report, annual budget and information technology investment</li> <li>3. Followed up the operational results of the Company to be in compliance with policy frameworks and goals approved by the Board of Directors; and overseeing the operation be effectively and efficiently.</li> <li>4. Considered transaction relating to normal business of the Company</li> <li>5. Considered transactions with the bank or financial institution</li> </ol>



Information of the Proposed Auditors for 2024

**Name** Ms.Chaovana Viwatpanachati

**CPA Registration Number** 4712

**Audit Office** Pitisevi Company Limited

**Education**

- Master of Accountancy, Chulalongkorn University, Thailand
- Master of Management, University of Wollongong, New South Wales, Australia
- Graduated Diploma in Auditing, Thammasat University



**Relationships or conflict of interest with the Company, executives, major shareholders or other connected party:**

None

**Years of being Auditors of Company** Signed on the Company's financial statements since 2021, totaling 3 years

**Years of being Auditors of Subsidiaries** No subsidiary

**Name** Ms.Wanpen Unrun

**CPA Registration Number** 7750

**Audit Office** Pitisevi Company Limited

**Education**

- Master of Science, Major Accounting, Thammasat University
- Graduated Diploma in Auditing, Chulalongkorn University



**Relationships or conflict of interest with the Company, executives, major shareholders or other connected party:**

None

**Years of being Auditors of Company** Never signed on the Company's financial statements.

**Years of being Auditors of Subsidiaries** No subsidiary

**Name** Ms.Porntip Amornchailertpattana

**CPA Registration Number** 9589

**Audit Office** Pitisevi Company Limited

**Education**

- Diploma in Auditing , Chulalongkorn University
- Graduated Diploma in Auditing, Chulalongkorn University



**Relationships or conflict of interest with the Company, executives, major shareholders or other connected party:**

None

**Years of being Auditors of Company** Never signed on the Company's financial statements.

**Years of being Auditors of Subsidiaries** No subsidiary



**PROXY FORM A (SIMPLE FORM)**

**According to Regulation of Department of Business Development**

**Re: Form of Proxy (No.5) B.E. 2550**

Duty Stamp  
20 Baht

Written at .....

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

(1) I/We ..... Nationality .....  
Address No. .... Road ..... Sub-district .....  
District ..... Province ..... Postal Code .....

(2) Being a shareholder of **Aesthetic Connect Public Company Limited**,

Holding the total amount of ..... shares with the voting right of ..... votes as follow:

Ordinary share ..... shares with the voting right of ..... votes

Preferred share ..... shares with the voting right of ..... votes

(3) Do hereby appoint either one of the following persons:

(1) ..... Age .....  
Years ..... Address No. .... Road ..... Sub-district .....  
District ..... Province ..... Postal Code ..... or

(2) ..... Age ..... Years  
Address No. .... Road ..... Sub-district .....  
District ..... Province ..... Postal Code ..... or

(3) ..... Age ..... Years  
Address No. .... Road ..... Sub-district .....  
District ..... Province ..... Postal Code .....

Only one person above is my/our proxy to attend and vote on my/our behalf at **the 2024 Annual General Meeting of Shareholders to be held on Thursday, April 25, 2024, at 2.00 p.m.**, in the form of Electronic Meeting (E-AGM), the regulations for attending the Shareholders' meeting by electronic meeting or at any adjournment thereof to any other date, time and venue or other methods.

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me/us in all respect.



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

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

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

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

**Remark:**

The shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.



**PROXY FORM B (SPECIFIC DETAILS FORM)**  
**According to Regulation of Department of Business Development**  
**Re: Form of Proxy (No.5) B.E. 2550**

Duty Stamp  
20 Baht

Written at .....  
 Date ..... Month ..... Year .....

(1) I / We ..... Nationality .....  
 Address No. .... Road ..... Sub-district .....  
 District ..... Province ..... Postal Code .....

(2) Being a shareholder of **Aesthetic Connect Public Company Limited**,

Holding the total amount of ..... shares with the voting right of ..... votes as follow:

- Ordinary share ..... shares with the voting right of ..... votes  
 Preferred share ..... shares with the voting right of ..... votes

(3) Do hereby appoint either one of the following persons:

- (1) ..... Age ..... Years  
 Address No. .... Road ..... Sub-district .....  
 District ..... Province ..... Postal Code ..... or  
 (2) ..... Age ..... Years  
 Address No. .... Road ..... Sub-district .....  
 District ..... Province ..... Postal Code ..... or  
 (3) Mr. SOMBOON WONGRASSAMEE Age .62 Years Position Chairman of the Audit Committee/  
Independent Director Address No.233/425 ..... Soi Nanthanon 14, Nantawan Village, Srinakarin Rd.  
 Subdistrict Bang Mueang, District Mueang Samutprakarn, Province Samutprakarn Postal Code 10270 .....

Only one person above is my/our proxy to attend and vote on my/our behalf **at the 2024 Annual General Meeting of Shareholders to be held on Thursday, April 25, 2024, at 2.00 p.m.**, in the form of Electronic Meeting (E-AGM), the regulations for attending the Shareholders' meeting by electronic meeting or at any adjournment thereof to any other date, time and venue or other methods.

(4) I/We authorize my/our Proxy to cast the votes according to my/our intentions as follows:

**Agenda 1 Matters to be informed by the Chairman.**

- Acknowledgement Agenda, No Voting-

**Agenda 2 To consider and Accept The Minute of 2023 Annual General Meeting of Shareholders held on March 16, 2023**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
- Approve       Disapprove       Abstain

**Agenda 3 To consider and acknowledge the result of the Company's operations for the year 2023**  
- Acknowledgement Agenda, No Voting-

**Agenda 4 To consider and approve the Company's Financial Statements for the fiscal year ended December 31,2023 which have been audited by the certified public accountant.**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
- Approve       Disapprove       Abstain

**Agenda 5 To consider and approve the allocation of net profit as legal reserve and the dividend payment for the year 2023.**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
- Approve       Disapprove       Abstain

**Agenda 6 To consider and approve the appointment of directors replacing those retire by rotation.**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
- Approve       Disapprove       Abstain

Name of Director Prof. Dr. Apichati Sivayathorn.....

- Approve       Disapprove       Abstain

Name of Director Dr. Choladhis Sinratchanant.....

- Approve       Disapprove       Abstain

Name of Director Dr. Chaiyot Denariyakul.....

- Approve       Disapprove       Abstain

**Agenda 7 To consider and approve the directors' remuneration and remuneration of sub-committees for the year 2024.**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
- Approve       Disapprove       Abstain



**Agenda 8 To consider and approve the appointment of auditors and to determine auditors' remuneration for the year 2024**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
  - Approve       Disapprove       Abstain

**Agenda 9 To consider and approve the revision of the Company's Articles of Association.**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
  - Approve       Disapprove       Abstain

**Agenda 10 To Consider Other business (if any)**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
  - Approve       Disapprove       Abstain

(5) Vote of the proxy in any Agenda which is not in accordance with this Proxy Form shall be invalid and shall not be the vote of mine/us as the shareholders.

(6) In the case that I/We did not specify a vote in an agenda or such vote is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the proxy shall be authorized to consider and vote the matter on my/our behalf as the proxy deems appropriate.

For any act performed by the Proxy at the meeting, unless the proxy does not vote as I/We have specified, shall be deemed as such acts had been done by me/us in all respects.

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

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

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

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

**Remark:**

1. The shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
2. For agenda election of directors, either the whole nominated candidates or an individual nominee can be elected.
3. In case there is any further agenda apart from specified above brought into consideration in the meeting, the Grantor may use the Regular Continued Proxy Form B as attached.



**REGULAR CONTINUED PROXY FORM B**

Authorization on behalf of the Shareholders of **Aesthetic Connect Public Company Limited**

At the 2024 Annual General Meeting of Shareholders to be held on Thursday, April 25, 2024, at 2.00 p.m., in the form of Electronic Meeting (E-AGM), the regulations for attending the Shareholders' meeting by electronic meeting or at any adjournment thereof to any other date, time and venue or other methods.

-----  
 Agenda No. .... Subject .....

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve       Disapprove       Abstain

Agenda No. .... Subject .....

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve       Disapprove       Abstain

Agenda No. .... Subject .....

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve       Disapprove       Abstain

Agenda No. .... Subject .....

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve       Disapprove       Abstain

Agenda No. .... Subject .....

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve       Disapprove       Abstain





Agenda No. .... **To elect directors (continued)**

Name of Director .....

Approve       Disapprove       Abstain

Name of Director .....

Approve       Disapprove       Abstain

Name of Director .....

Approve       Disapprove       Abstain

Name of Director .....

Approve       Disapprove       Abstain

Name of Director .....

Approve       Disapprove       Abstain

Name of Director .....

Approve       Disapprove       Abstain

Name of Director .....

Approve       Disapprove       Abstain



**PROXY FORM C**  
**(FOR FOREIGN SHAREHOLDER APPOINTING CUSTODIAN IN THAILAND)**

According to Regulation of Department of Business Development

Re: Form of Proxy (No.5) B.E. 2550

Duty Stamp  
20 Baht

Written at .....

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

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

Address No. .... Road ..... Sub-district .....

District ..... Province ..... Postal Code .....

As a custodian for .....

Being a shareholder of **Aesthetic Connect Public Company Limited**,

Holding the total amount of ..... shares with the voting right of ..... votes as follow:

Ordinary share ..... shares with the voting right of ..... votes

Preferred share ..... shares with the voting right of ..... votes

(2) Do hereby appoint either one of the following persons:

(1) ..... Age ..... Years

Address No. .... Road ..... Sub-district .....

District ..... Province ..... Postal Code ..... or

(2) ..... Age ..... Years

Address No. .... Road ..... Sub-district .....

District ..... Province ..... Postal Code ..... or

(3) Mr. SOMBOON WONGRASSAMEE Age 62 Years Position Chairman of the Audit Committee/  
Independent Director Address No.233/425 Soi Nanthanon 14, Nantawan Village, Srinakarin Rd. Subdistrict Bang  
Mueang, District Mueang Samutprakarn, Province Samutprakarn Postal Code 10270

Only one person above is my/our proxy to attend and vote on my/our behalf at **the 2024 Annual General Meeting of Shareholders to be held on Thursday, April 25, 2024, at 2.00 p.m.**, in the form of Electronic Meeting (E-AGM), the regulations for attending the Shareholders' meeting by electronic meeting or at any adjournment thereof to any other date, time and venue or other methods.

(3) I/We authorize my/our Proxy to cast the votes according to my/our intentions as follows:

The voting right in all the voting shares held by us is granted to the proxy.

The voting right in part of the voting shares held by us is granted to the proxy as follows:

Ordinary share ..... shares with the voting right of ..... votes  
 Preferred share ..... shares with the voting right of ..... votes  
 Total ..... votes

(4) I/We authorize my/our Proxy to cast the votes according to my/our intentions as follows:

**Agenda 1 Matters to be informed by the Chairman.**

- Acknowledgement Agenda, No Voting-

**Agenda 2 To consider and Accept The Minute of 2023 Annual General Meeting of Shareholders held on March 16, 2023**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.  
 (b) The Proxy must cast the votes in accordance with my/our following instruction:  
 Approve ..... votes    Disapprove ..... votes    Abstain ..... votes

**Agenda 3 To consider and acknowledge the result of the Company's operations for the year 2023**

- Acknowledgement Agenda, No Voting-

**Agenda 4 To consider and approve the Company's Financial Statements for the fiscal year ended December 31,2023 which have been audited by the certified public accountant.**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.  
 (b) The Proxy must cast the votes in accordance with my/our following instruction:  
 Approve       Disapprove       Abstain

**Agenda 5 To consider and approve the allocation of net profit as legal reserve and the dividend payment for the year 2023.**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.  
 (b) The Proxy must cast the votes in accordance with my/our following instruction:  
 Approve       Disapprove       Abstain

**Agenda 6 To consider and approve the appointment of directors replacing those retire by rotation.**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.  
 (b) The Proxy must cast the votes in accordance with my/our following instruction:  
 Approve       Disapprove       Abstain

Name of Director ..... **Prof. Dr. Apichati Sivayathorn** .....

Approve       Disapprove       Abstain

Name of Director ..... **Dr. Choladhis Sinratchanant** .....

Approve       Disapprove       Abstain

Name of Director **Dr. Chaiyot Denariyakul** .....

Approve       Disapprove       Abstain



+

+

**Agenda 7 To consider and approve the directors' remuneration and remuneration of sub-committees for the year 2024.**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
  - Approve       Disapprove       Abstain

**Agenda 8 To consider and approve the appointment of auditors and to determine auditors' remuneration for the year 2024**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
  - Approve       Disapprove       Abstain

**Agenda 9 To consider and approve the revision of the Company's Articles of Association.**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
  - Approve       Disapprove       Abstain

**Agenda 10 To Consider Other business (if any)**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
  - Approve       Disapprove       Abstain

(5) Vote of the proxy in any Agenda which is not in accordance with this Proxy Form shall be invalid and shall not be the vote of mine/us as the shareholders.

(6) In the case that I/We did not specify a vote in an agenda or such vote is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the proxy shall be authorized to consider and vote the matter on my/our behalf as the proxy deems appropriate.

For any act performed by the Proxy at the meeting, unless the proxy does not vote as I/We have specified, it shall be deemed as such acts had been done by me/us in all respect except for vote of the Proxy which is not in accordance with this Proxy Form.

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

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

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

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



**Remark:**

1. This Proxy Form C shall be applicable only for the Shareholders listed in the share register book as the foreign investors appointing the Custodian in Thailand.
2. The following documents shall be attached with this Proxy Form:
  - (1) Power of Attorney from a shareholder authorizing a custodian to sign the Proxy Form on behalf of the shareholder.
  - (2) Letter certifying that the person signing the Proxy Form is authorized to engage in custodian business.
3. The shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
4. In agenda regarding the election of directors, either the whole nominated candidates or an individual nominee can be elected.
5. In case there is any further agenda apart from specified above brought into consideration in the meeting, the Grantor may use the Regular Continued Proxy Form C as attached.



**REGULAR CONTINUED PROXY FORM C**

Authorization on behalf of the Shareholders of **Aesthetic Connect Public Company Limited**

At the 2024 Annual General Meeting of Shareholders to be held on Thursday, April 25, 2024, at 2.00 p.m, in the form of Electronic Meeting (E-AGM), the regulations for attending the Shareholders' meeting by electronic meeting or at any adjournment thereof to any other date, time and venue or other methods.

-----

- Agenda No. .... Subject .....
  - (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - (b) The Proxy must cast the votes in accordance with my/our following instruction:
    - Approve ..... votes     Disapprove ..... votes     Abstain ..... votes
  
- Agenda No. .... Subject .....
  - (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - (b) The Proxy must cast the votes in accordance with my/our following instruction:
    - Approve ..... votes     Disapprove ..... votes     Abstain ..... votes
  
- Agenda No. .... Subject .....
  - (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - (b) The Proxy must cast the votes in accordance with my/our following instruction:
    - Approve ..... votes     Disapprove ..... votes     Abstain ..... votes
  
- Agenda No. .... Subject .....
  - (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - (b) The Proxy must cast the votes in accordance with my/our following instruction:
    - Approve ..... votes     Disapprove ..... votes     Abstain ..... votes
  
- Agenda No. .... Subject .....
  - (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
  - (b) The Proxy must cast the votes in accordance with my/our following instruction:
    - Approve ..... votes     Disapprove ..... votes     Abstain ..... votes
  
- Agenda No. .... **To elect directors (continued)**
  - Name of Director .....
  - Approve ..... votes     Disapprove ..... votes     Abstain ..... votes
  - Name of Director .....
  - Approve ..... votes     Disapprove ..... votes     Abstain ..... votes





Name of Director .....

Approve .....votes  Disapprove .....votes  Abstain .....votes

Name of Director .....

Approve .....votes  Disapprove .....votes  Abstain .....votes

Name of Director .....

Approve .....votes  Disapprove .....votes  Abstain .....votes

Name of Director .....

Approve .....votes  Disapprove .....votes  Abstain .....votes

Name of Director .....

Approve .....votes  Disapprove .....votes  Abstain .....votes



Profiles of Independent Directors Designed as Proxy



**Mr. SOMBOON WONGRASSAMEE**

**Age:** 62 Years

**Current Position:** Independent Director/  
Director/ Chairman of the Audit  
Committee

**Address :** 233/425 Soi Nanthanon 14  
Nantawan Village Srinakarin Rd. Bang  
Mueang Subdistrict Mueang  
Samutprakarn District, Samutprakarn  
Province 10270

**Highest Academic Qualification:**

Master of Business Administration National Institute of Development  
Administration

Master's Degree Chemical Engineering Oklahoma State University

Bachelor's Degree, Chemical Engineering, Chulalongkorn University

**Training:**

Director Certification Program (DCP) class 37 / 2003

Audit Committee Program (ACP) class 42 / 2013

Board Nomination & Compensation Program (BNCP) Class  
14/2022

**Position held in other companies.**

**Listed:**

2020 – present Independent Director/Audit Committee Next Point  
Public Company Limited

**Non-Listed:**

2018 – present Chief Financial Officer Italthai Engineering  
Company Limited

2019 – present Managing Director Italthai Energy  
Company Limited

2017 – present Director Restination Company  
Limited

2022 – present Independent Director/Audit Committee Siam Inter  
Auction Company Limited

**Special Interest in any agenda of 2024 AGM:** Agenda 7: To  
consider and approve the directors' remuneration for the year 2023.

**Percent of Shareholding:** 200,000 shares (0.06%)

**Family Relationship between Directors and Executives:** - None -



## Articles of Association relating to the Annual General Meeting

### Chapter 5

#### Board of Directors

Article 20. The Board of Directors consists of not less than five (5) directors, of whom not less than half (1/2) of the total number of directors must reside in the Kingdom and all directors of the company must be qualified and not prohibited by law.

Directors may or may not be shareholders of the company.

Article 21. The shareholders' meeting shall elect directors in accordance with the rules and the following methods

- (1) One shareholder has one (1) vote per one (1) share.
- (2) Each shareholder may use all the votes under (1) to elect one or more persons to be directors. In the case of electing several persons to be directors, the votes cannot be divided for any individual.
- (3) Persons who receive a majority vote of the total number of votes of the shareholders attending the meeting and cast their vote and obtaining the highest number of votes in descending order will be elected as directors equal to the number of directors required or expected at that time. In the event that the elected persons in descending order have equal votes which would otherwise exceed the number of directors required or to be elected at that time. The chairman of the meeting shall have a casting vote.

Article 22. At every Annual General Meeting of Shareholders, one-third (1/3) of the total number of directors shall retire from office. If the number of directors cannot be divided exactly into three then the number nearest to one-third (1/3) shall retire from office.

Director who retired may be re-elected as director for another term

The directors who will be retired in the first and second years after the registration of that Company shall be drawn up by lottery method. For the subsequent years, the longest position is the one who must vacate his office.

Article 35. The Company shall not pay the remuneration or asset to the directors unless paid in form of directors' remuneration, in accordance with the Company's rules or as decided by the shareholders' meeting and resolved with a vote of not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting. The directors' remuneration may be determined in a fixed amount or set as specific criteria and may be fixed from time to time or effective until the shareholders' meeting resolves otherwise.

The statement in the first paragraph shall not affect the rights of directors appointed from employees or workers of the Company to receive remuneration and benefits as employees or workers of the Company.

## Chapter 6

### Shareholders' Meeting

Article 39. The board of directors shall convene a shareholders' meeting within four (4) months of the last day of the fiscal year of the Company. This shareholders' meetings shall be called "Annual General Meeting"

The shareholders' meetings other than those specified shall be called "Extraordinary General Meetings of Shareholders". The Board of Directors may call an Extraordinary General Meeting of Shareholders at any time as it is deemed appropriate.

one or several shareholder(s) holding shares in aggregate of not less than ten (10) percent of the total issued shares may at any time jointly subscribe their names in a written notice requesting the board of directors to call an extraordinary meeting, provided that matters and reasons for calling such meeting shall be clearly stated in the said notice. In such case, the board of directors shall convene a shareholders' meeting within forty-five (45) days from the date of the receipt of such notice from the shareholders.

In the case where the board of directors does not convene the meeting within the period specified under paragraph three, the shareholders who have subscribed their names or other shareholders holding shares in the required aggregate number may themselves call the meeting within forty-five (45) days from the end of the period under paragraph three. In this case, such shareholders' meeting shall be deemed to be called by the board of directors, and the Company shall be responsible for any necessary expenses incurred in the course of convening such meeting and shall provide reasonable facilitation.

In the case where, at a shareholders' meeting called by the shareholders under paragraph four, the number of shareholders attending the meeting does not constitute a quorum as prescribed in these Articles of Association, the shareholders under paragraph four shall jointly be responsible to and compensate the Company for the expenses incurred from convening of such meeting.

Article 40. In calling a shareholders' meeting, the Board of Directors shall prepare a notice of the meeting specifying the place, date, time, agenda items, and the matters to be proposed to the meeting, must be approved by the Board of Directors' meeting, together with appropriate details stating clearly whether they will be for acknowledgment, for approval, or for consideration, as the case may be, as well as the opinions of the board of directors on the said matters, and shall send the same to the shareholders and the Registrar for their information not less than seven (7) days prior to the date of the meeting. Publication of the notice of the meeting shall also be made in a newspaper for a period of not less than three (3) consecutive days, at least three (3) days prior to the meeting date.

Article 41. The electronic meeting shall be held in compliance with the standards for maintenance of security for electronic meetings. The meeting shall has controlling system complied with the respective laws and regulations.

Article 42. At a shareholders' meeting, the quorum of the meeting shall consist of shareholders or proxies (if any) who represent not less than twenty-five (25) persons or holding in the aggregate not less than one-half (1/2) of the total number of shares sold and must have a holding in aggregate not less than one-third (1/3) of the total number of shares sold

In the case that, at any shareholders' meeting, one (1) hour has passed since the time for which the meeting is scheduled but the number of shareholders attending the meeting has not met the requirements as stated, if the meeting was requested by the shareholders such meeting shall be cancelled. If such meeting was not called at the request of the shareholders, the meeting shall be re-convened and the notice of such meeting shall be sent to shareholders not less than seven (7) days prior to the date of the meeting. The re-convened meeting shall not require a quorum.

Article 43. At a shareholders' meeting, a shareholder may assign any other person to attend and vote on his / her behalf. A proxy form shall be dated and signed by the principal and shall comply with the form as prescribed by the registrar and must be submitted to the Chairman of the board of directors or other person designated by the Chairman, at the meeting venue before the proxy attending the meeting and shall contain the following particulars:

- (1) The number of shares held by the shareholder;
- (2) The name of the proxy.
- (3) The meeting for which the proxy is appointed and casting votes

The proxy appointment under the first paragraph may be proceeded through electronic means under any method that can be trusted of security and that the proxy is performed by the shareholder in accordance with the guidelines stipulated by the Registrar.

Article 44. The Chairman of the board of directors shall act as chairman of the shareholders' meeting. If the Chairman of the board of directors is not present at the meeting or cannot perform his duty, the Vice - Chairman of the board of directors shall act as chairman of the meeting. If there is no Vice-Chairman of the board of directors or if he/she is cannot perform his/her duty, the shareholders' meeting shall elect a shareholder present at the meeting to be the chairman of the meeting

Article 45. In casting votes at a shareholders' meeting, each share shall have one (1) share have one (1) vote  
Voting shall be made openly, unless at least five (5) shareholders request a secret vote and the meeting resolves accordingly. The method for the secret vote shall be as specified by the chairman of the meeting.

A shareholder who may has the conflict of interest in any matter that will be voted at the meeting, the shareholder shall not vote that matter except voting the agenda of election director.

A resolution of the shareholder meeting shall consist of the following votes;

- (1) The resolutions general, a resolution shall be passed by a majority vote of shareholders present at the meeting and casting their votes. In the event of a tied vote, the chairman of the meeting shall have an additional one (1) casting vote.

- (2) To determine the directors' remuneration, a resolution shall be passed by a two-third (2/3) of shareholders present at the meeting and casting their votes
- (3) In the following circumstances, a resolution shall be passed by a vote of not less than threequarters (3/4) of the total votes of the shareholders present at the meeting and entitled to vote.
  - (3.1) To sell or transfer the whole or important parts of the business of the Company to other persons;
  - (3.2) To acquire or accept the transfer of a business of other private companies or public companies by the Company;
  - (3.3) To make, amend, or terminate agreements concerning the lease of all or an important part of the business of the Company, to assign another person to manage the business of the Company, or to merge the business with other persons for the purposes of sharing profits and losses;
  - (3.4) To amend the Memorandum of Association or the Articles of Association of the Company;
  - (3.5) To increase or decrease the Company's registered capital
  - (3.6) To dissolve the Company;
  - (3.7) To issuance of debentures of the Company;
  - (3.8) To amalgamate the Company's business with another company or wind up the Company;
  - (3.9) To perform any other act as required by law that require the votes of not less than 3/4 of the number of all the votes of shareholders and the proxies of shareholders who are present at the meeting and have the right to vote shall be taken

Article 46. Matters to be conducted at the Annual General Meeting of Shareholders are as follows:

- (1) Acknowledge the Board of Directors' report showing the Company's operations in the past year.
- (2) To consider and approve the balance sheet or statement of financial position and profit/loss account at the end of the company's fiscal year
- (3) To consider approving the allocation of profit and dividend payment
- (4) To consider the election of new directors to replace those who retire by rotation
- (5) To consider and determination of remuneration for directors
- (6) To consider the appointment of an auditor and determine the auditor's remuneration
- (7) Other matters







Registration Process for Attending the DAP e-Shareholder Meeting / Document for Identity Verification in the Registration Process / Method of Attendance / Voting and Vote Counting

Registration will be open through FOQUS Quidlab E-Meeting & Voting System From April 1, 2024 at 8.00 hrs. to April 21, 2024 at 17.00 hrs.

In the event that shareholders can register themselves through the system FOQUS e-Meeting

In the event that shareholders are unable to register themselves through the system FOQUS e-Meeting

- 1. In the case of individual shareholders
1.1 Individual shareholders who registered for the meeting by themselves by using an ID card or use a card or other document such as a government official card, driver's license, passport, etc.
1.2 Individual shareholders which appoints a proxy to another person (Form A.) or assigns a proxy to an independent director (Form B.).
\*Please refer to the required documents in Enclosure 8.1\*

Foreign Shareholder with a custodian in Thailand appoints a Proxy via Proxy Form C.
\*Please refer to the required documents in Enclosure 8.3\*

- 2. In the case of a juristic shareholder
2.1 Juristic representative of the shareholders who registered for the meeting in person
2.2 Juristic shareholder which appoints a proxy to another person (Form A.) or assigns a proxy to an independent director (Form B.).
\*Please refer to the required documents in Enclosure 8.2\*

- Other shareholders such as
- The Administrator of the Estate of the Deceased Shareholder attends the e-Meeting
\*Please refer to the required documents in Enclosure 8.4\*
- The Guardian / Curator of the Shareholder attends the e-Meeting
\*Please refer to the required documents in Enclosure 8.5\*

Register to verify identity through the system of FOQUS e-Meeting https://trp.foqus.vc/registration/ or Scan QR Code
[QR Code]
(Need to use a device capable of taking pictures during the registration process)

Sending documents to the Company By E-mail: daranee.d@teerapornclinic.com and sending original documents by post to: Company Secretary According to the contact channel according to Enclosure 11 No later than April 15, 2024, at 17.00 hrs.

The company checks shareholders' information to approve registration to attend the meeting.

The company checks the information to verify the identity, registers for the meeting, or vote as specified in the proxy form

Shareholders will receive a link to attend the meeting via email by April 24, 2024. Please keep your username and password for attending the meeting. If the shareholder does not receive e-mail, Please contact staff email: info@quidlab.com or phone number 02-013-4322

On the date of e-AGM April 25, 2024 allows the log in to FOQUS Quidlab E-Meeting & Voting System (log in)  
User's Manual [according to Enclosure 9](#) Meeting from 13.00 hrs. and the meeting starts at 14:00 hrs.

Shareholders use the e-Question function for queuing to ask questions. (send inquiry in advance) and  
Use the e-Voting function for voting according to the agenda through the FOQUS Quidlab E-Meeting & Voting System

e-AGM 2024 Aesthetic Connect Public Company Limited Meeting adjourned

## Document for Identity Verification in the Registration Process

### 8.1 Individual Shareholder

#### 8.1.1 The Shareholder attends the e-Meeting by him/herself

- 1) Identification Card of the Shareholder or a copy of the passport (in case of foreigners) which is valid.  
In case of any change of name or surname, the Shareholder is also required to give evidence of such change.

#### 8.1.2 The Shareholder appoints the Proxy

- 1) The Proxy Form according to Enclosure 5, filled in and signed by the Shareholder and the Proxy;
- 2) Signed copy of the identification card or passport (in case of foreigners) which is valid, of the Grantor and the Proxy, including the evidence of name or surname change (if any).

### 8.2 Juristic Person Shareholder

#### 8.2.1 The Authorized Signatory of the Juristic Person Shareholder attends the e-Meeting by him/herself

- 1) Registration Form for Authorized Signatory of Juristic Person Shareholder according to Enclosure 10 filled in and signed by the authorized signatory of the juristic person shareholder affixed with the seal of the Juristic Person (if any).
- 2) Copy of Affidavit of the Juristic Person Shareholder certified true copy by the authorized signatory with the statement indicating that the authorized signatory who attends the meeting has the authority to act on behalf of the Juristic Person Shareholder.
- 3) Signed valid copy of the identification card or passport (in case of foreign representative) of the authorized signatory of the Juristic Person Shareholder.

#### 8.2.2 The Juristic Person Shareholder appoints the Proxy

- 1) Proxy form according to Enclosure 5 filled in and signed by both the authorized signatory affixed with the seal of the Juristic Person as the Grantor and the Proxy.
- 2) Copy of Affidavit of the Juristic Person Shareholder certified true copy by the authorized signatory with the statement indicating that the authorized signatory who attends the meeting has the authority to act on behalf of the Juristic Person Shareholder.
- 3) Signed valid copy of the identification card or passport (in case of foreign representative) of the authorized signatory of the Juristic Person Shareholder.
- 4) Signed valid copy of the identification card or passport (in case of foreign representative) of the Proxy.

### 8.3 Foreign Shareholder with a custodian in Thailand appoints a Proxy via Proxy Form C

#### 8.3.1 Documents from Custodian

- 1) Proxy Form C according to Enclosure 5, completely filled in and signed by the authorized signatory of the Custodian as the Grantor, and the Proxy.
- 2) Letter of confirmation that the Custodian who signed the Proxy received a permit to act as a custodian.
- 3) A copy of the Affidavit of the Custodian, with the statement indicating that the authorized signatory who attends the meeting has the authority to act on behalf of the Custodian.
- 4) Signed valid copy of the identification card or passport (in case of not having Thai nationality) or any other official document of the authorized representative of the Custodian, including the evidence of name or surname change (if any).

#### 8.3.2 Documents from the Shareholder

- 1) Power of Attorney from the Shareholder empowering the Custodian to sign the Proxy Form for its behalf.
- 2) Copy of Affidavit of the Juristic Person Shareholder, signed by the authorized signatory, with the statement indicating that the person signing the Power of Attorney was authorized.
- 3) Signed valid copy of the identification card or passport (in case of not having Thai nationality) or any other official document of the authorized signatory, including the evidence of name or surname change (if any).

#### 8.3.3 Documents from the Proxy

Valid copy of the identification card or passport (in case of foreigner) or any other official documents, including the evidence of name or surname change (if any)

### 8.4 The Administrator of the Estate of the Deceased Shareholder attends the e-Meeting

#### 8.4.1 The Administrator of the Estate of the Deceased Shareholder attends the e-Meeting by him/herself.

- 1) Registration form according to Enclosure 10 filled in and signed by the administrator of the Estate.
- 2) Copy of the court order appointing the administrator of the estate, certified true copy by the administrator of the estate.
- 3) Signed valid copy of the identification card or passport (in case of foreign representative) of the Administrator of the Estate.

#### 8.4.2 The Administrator of the Estate of the Deceased Shareholder appoints the Proxy

- 1) Proxy form according to Enclosure 5 filled in and signed by both the administrator of the estate as the Grantor and the Proxy.
- 2) Copy of the court order appointing the administrator of the estate, certified true copy by the administrator of the estate.
- 3) Signed valid copy of the identification card or passport (in case of foreign representative) of the administrator of the estate.
- 4) Signed valid copy of the identification card or passport (in case of foreign representative) of the Proxy.



## 8.5 The Guardian / Curator of the Shareholder attends the e-Meeting

8.5.1 The Guardian / Curator of the Shareholder attends the e-Meeting by him/herself

- 1) Registration form according to Enclosure 10 filled in and signed by the Guardian / Curator.
- 2) Copy of the court order appointing the Guardian / Curator, certified true copy by the Guardian /Curator.
- 3) Signed valid copy of the identification card or passport (in case of foreign representative) of the Guardian / Curator.

8.5.2 The Guardian / Curator appoints Proxy

- 1) Proxy form according to Enclosure 5 completely filled in and signed by both the Guardian / Curator and the Proxy.
- 2) Copy of the court order appointing the Grantor / Curator, certified true copy by the Guardian / Curator.
- 3) Signed valid copy of the identification card or passport (in case of foreign representative) of the Guardian / Curator.
- 4) Signed valid copy of the identification card or passport (in case of foreign representative) of the Proxy.

In the case of shareholders who are not of Thai nationality or a juristic person established under foreign law (depending on the case) Documents prepared in the language other than Thai or English languages shall be attached with English translation, certified accurate translation by the Shareholder or by the authorized signatory of the Juristic Person Shareholder (as the case may be).

### Appointment of Proxy in all cases

1. Choose to use a proxy document. According to Enclosure 5, any one type Only
  - 1.1 General shareholders can choose to use only one of the Proxy Forms, Form A or Form B.
  - 1.2 Shareholders whose names appear in the register are foreign investors and appoint a Custodian in Thailand to be the depositary and caretaker of the shares will choose to use one of the three types of proxy forms.
2. Shareholder may appoint any person or appoint either **Mr. SOMBOON WONGRASSAMEE** the Company's independent directors, to be his/her Proxy.
3. Shareholders please affix a stamp duty of Baht 20 on the Proxy Form, cross out and write the date of signing thereon.
4. Please deliver the signed Proxy Form, with supporting documents as indicated in clause 8.1 - 8.5 (as the case may be), by April 15, 2024, at 17.00 hours. through the following channels:
  - 1) E-mail: [Daranee.d@teerapornclinic.com](mailto:Daranee.d@teerapornclinic.com)
  - 2) By postage: "Company Secretary" Aesthetic Connect Public Company Limited No.2 Charoen Nakhon Road, Khlong San, Khlong San, Bangkok 10600

The company's officials have time to check the documents and be on time for the meeting to begin. However, shareholders cannot divide the number of shares by appointing multiple proxies to split their votes. Shareholders must appoint a proxy equal to the number of shares they hold. Unable to grant only partial proxy Less than the amount they hold, unless it is a custodian who is a shareholder who is a foreign investor and appointed to be the depositary and caretaker of the shares according to the proxy form C.

### **The meeting attendance**

The Company will begin opening the attendance system for the 2024 Annual General Meeting of Shareholders on Thursday, April 25, 2024 from 1:00 p.m. onwards, with the meeting starting at 2:00 p.m. via electronic media (E-AGM) only by Live broadcast at the meeting room of the company's headquarters.

### **Voting**

#### **Voting process**

1. The chairman of the meeting asks shareholders to vote on each agenda.
2. Shareholders who wish to vote against or abstain from voting Put a checkmark in the Disagree box. or abstain from voting for the system to process.
3. Shareholders who agree or do not check the voting box It will be considered approved by the Chairman. Propose to the meeting.

#### **Criteria for counting votes.**

1. One share is counted as one vote. and the majority vote shall be taken as the resolution. Unless otherwise specified by law. If the votes are equal, the Chairman will have another casting vote, separate from the shareholders.
2. Counting the voting results for each agenda item, the Company will count the votes of shareholders at the meeting who voted against it. and abstain from voting Then it will be deducted from the total number of votes of shareholders who attended the meeting and shareholders who gave proxies that were recorded in advance.
3. Notification of the voting results will indicate the votes for agreeing, disagreeing, and abstaining. In each agenda, the number of shares of the meeting leader will be used.





# **Quidlab E-Meeting & Voting System User's Manual Conferencing Option (Secret Meeting)**

Some options may not be visible





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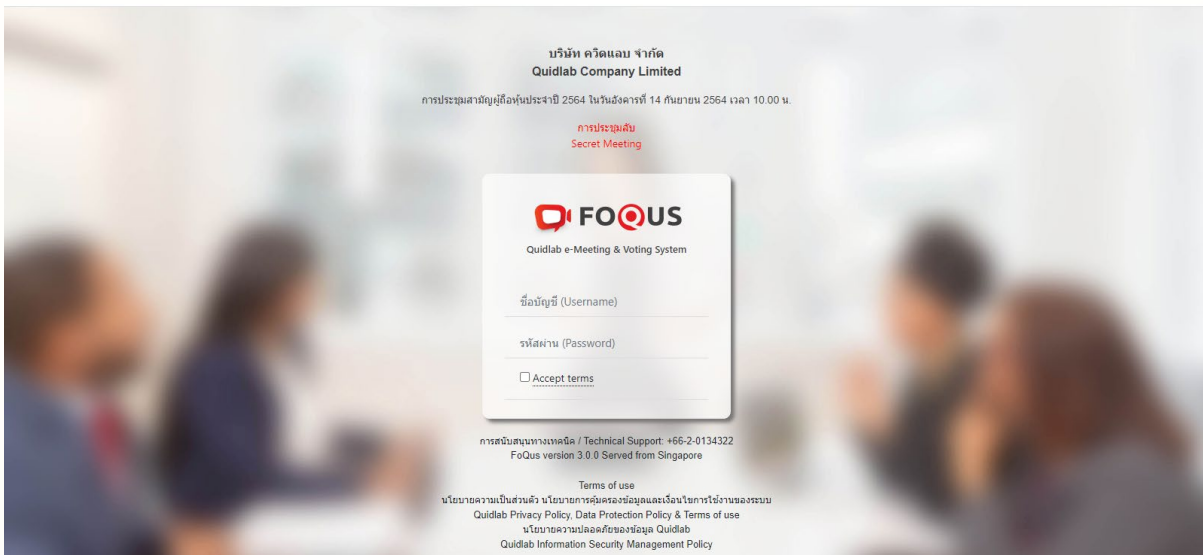
## Introduction

Quidlab E-meeting & Voting System does not require any special application to install. It is very easy to use system and does not require any special skills. You can use any latest updated version of browser e.g. Google Chrome, Microsoft Edge, Apple Safari, Firefox etc. You can also use computer, laptop, tablet or phone.

You will receive an email with username and password. This username and password are valid only for E-Meeting or E-Meeting of company stated in the email. Email also contains a link to join the meeting like <https://subdomain.quidlab.com> (Example Only)

## How to Login

1. Click on link in email or type URL in browser. After clicking you will be taken to E-Meeting website
2. Enter your username & password
3. Click  Accept Terms, then click Login button.

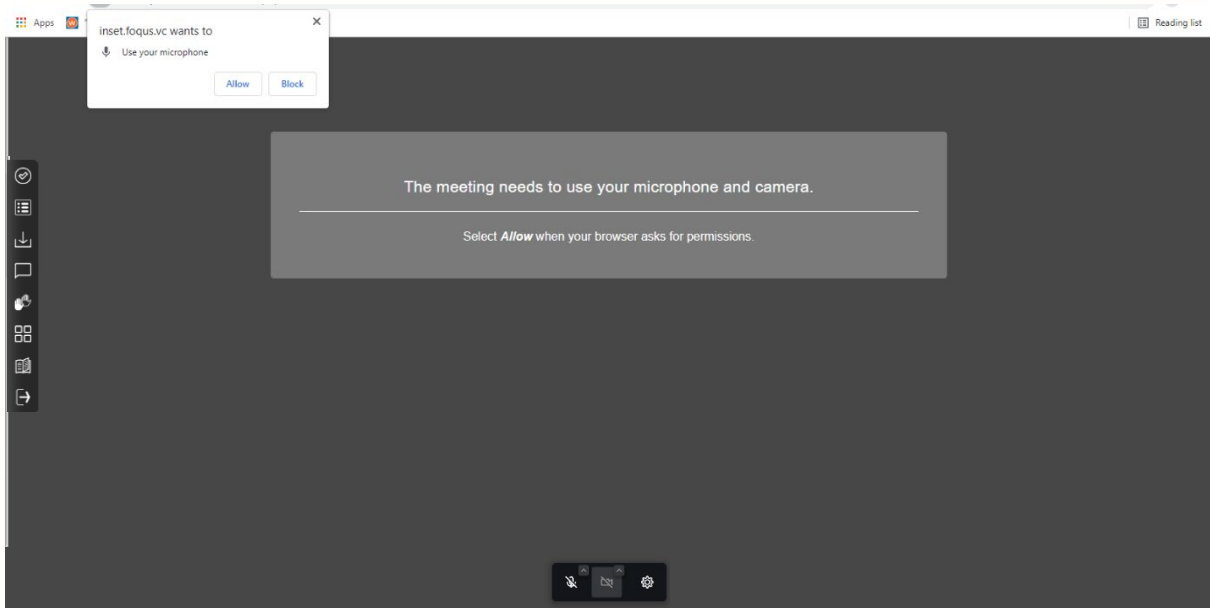


4. Once you click on login button wait for an OTP which will be sent to the registered mobile number, as shown in below screen



5. Enter the OTP. If all the details are correct you will be granted access and below screen will be presented



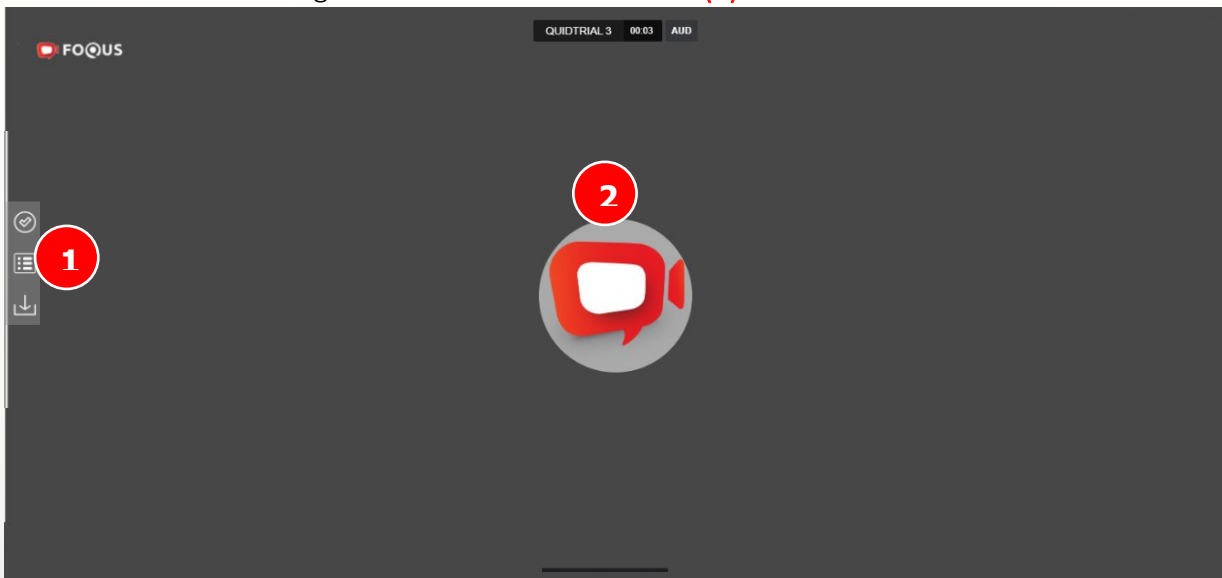


6. You may be asked to allow camera and microphone permissions when you join meeting or when you start the camera and microphone (if you do not grant permission, you can still join the meeting however you may not be heard or seen by other people in case you need to ask questions using microphone).
7. Once permission is granted you will be able to see other participants. Depending on meeting requirements you may be able to see all or only some of participants who have their camera on.

## How to Navigate

E-Meeting system has following parts which can be navigated by menu located on the left side of the screen (1).

Other users of E-Meeting will be shown in this section (2).

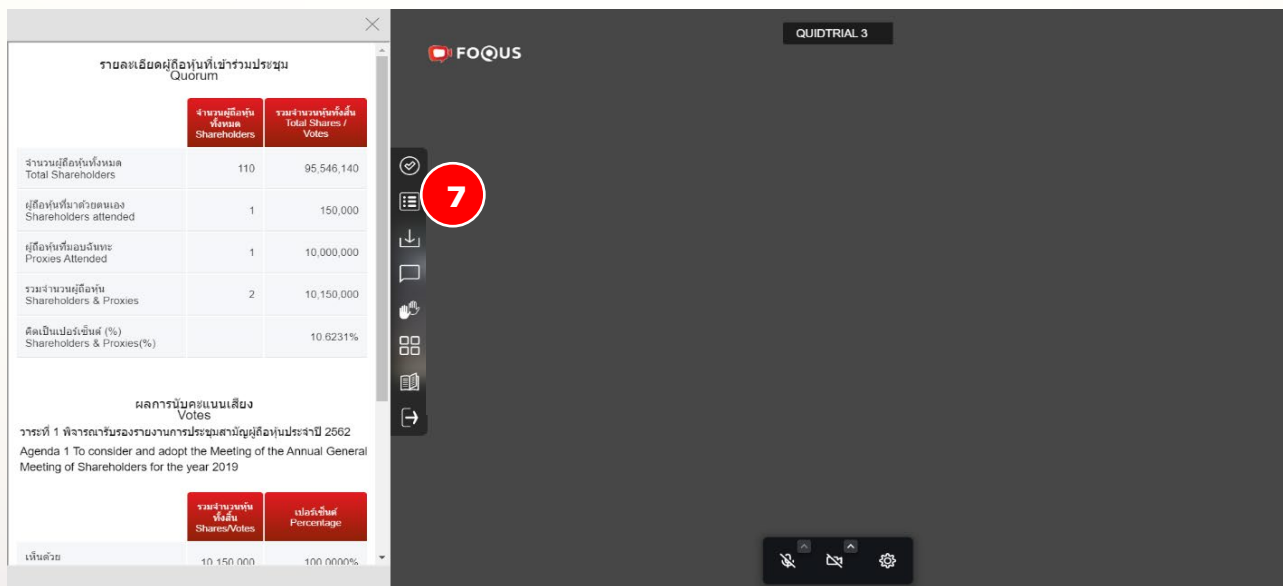
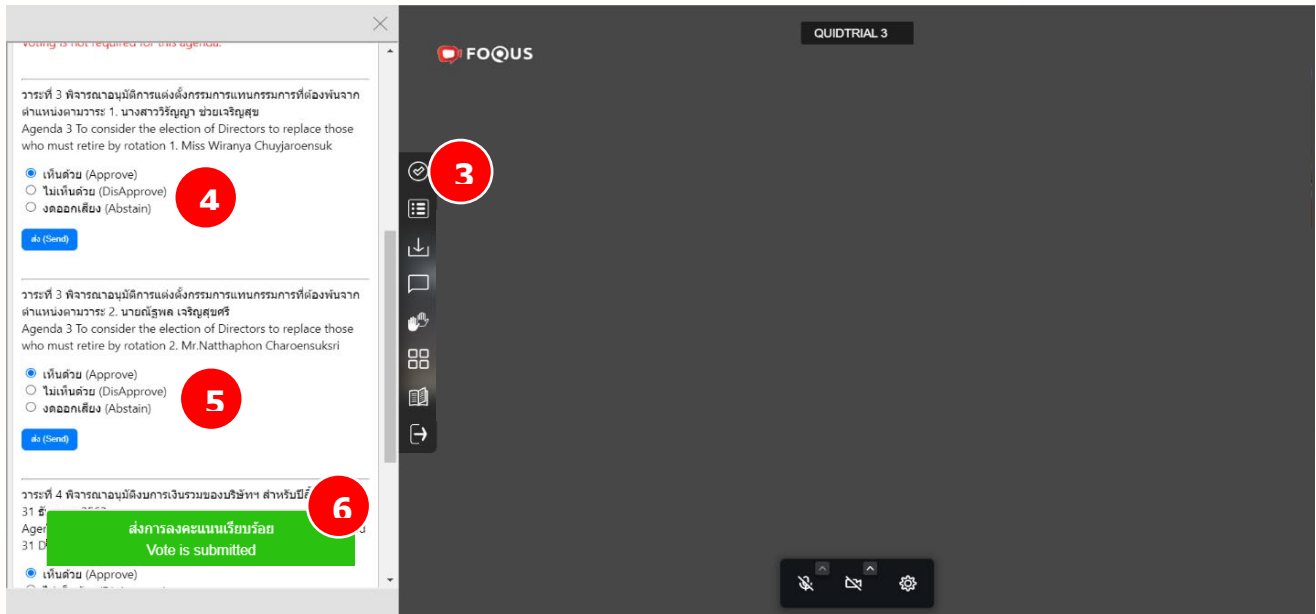


### Vote Menu

Once you click on Vote menu (3), you can navigate to Voting section to cast your vote. You can see all agendas listed here and can cast your vote any time till the time if Agenda is not close. Once Agenda has been discussed and closed you cannot change your vote. (This Agenda has been closed cannot vote)

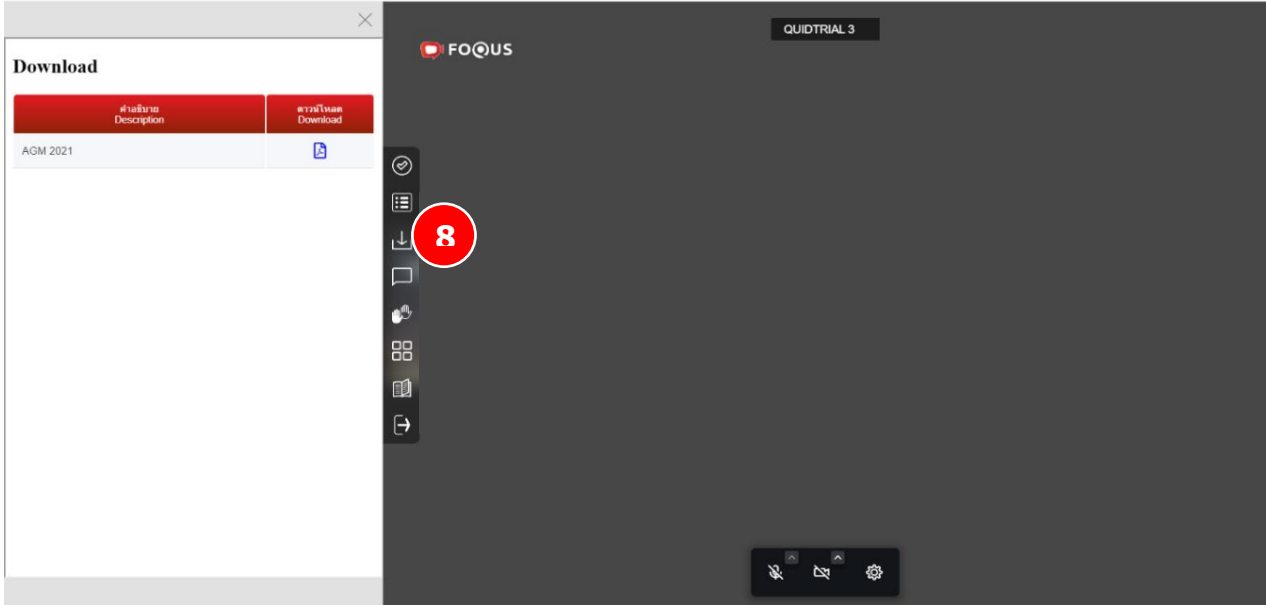
There is a separate Send Button for each agenda. You must click on radio button (4) to choose, “Approve”, “Disapprove” or “Abstain” and then click Send (5).

Once your vote is submitted you will be notified by a pop-up alert message. Voted is submitted (6).



### Download Documents

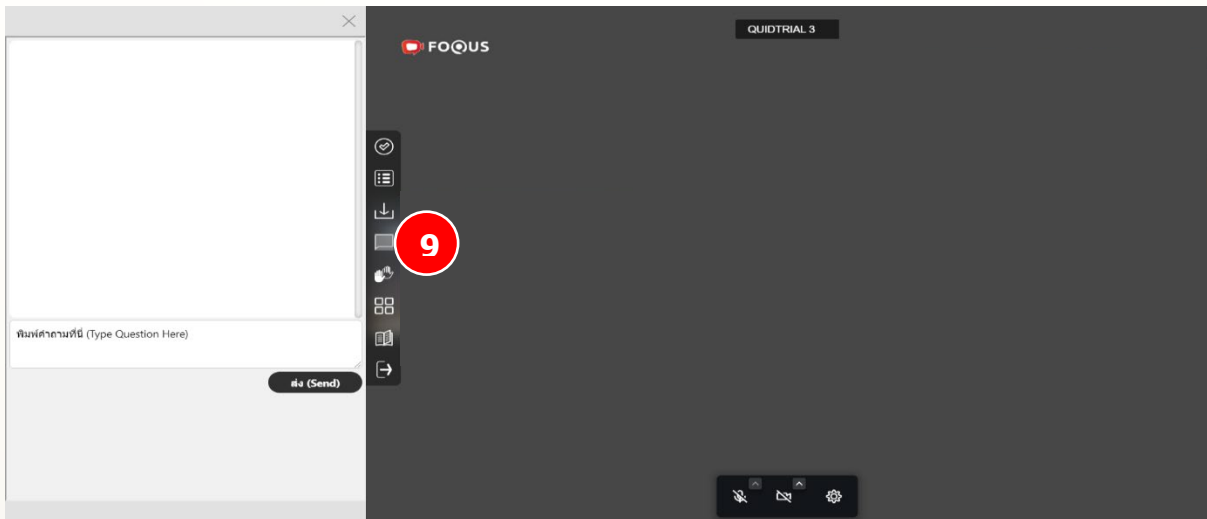
You can download company provided documents, if any e.g., Annual Report, Company presentation etc. by clicking on Download button (8).



### Asking Question

#### Asking Question - by Message

Click on Ask Question button (9) to navigate to Ask Question chat screen. You can type your message in the textbox then click send to send question



- The question will be sent directly to the company officers, they can see all questions, but you will only see your own question.
- The company cannot reply through chat box to the question. The questions must be answered through the voice only.

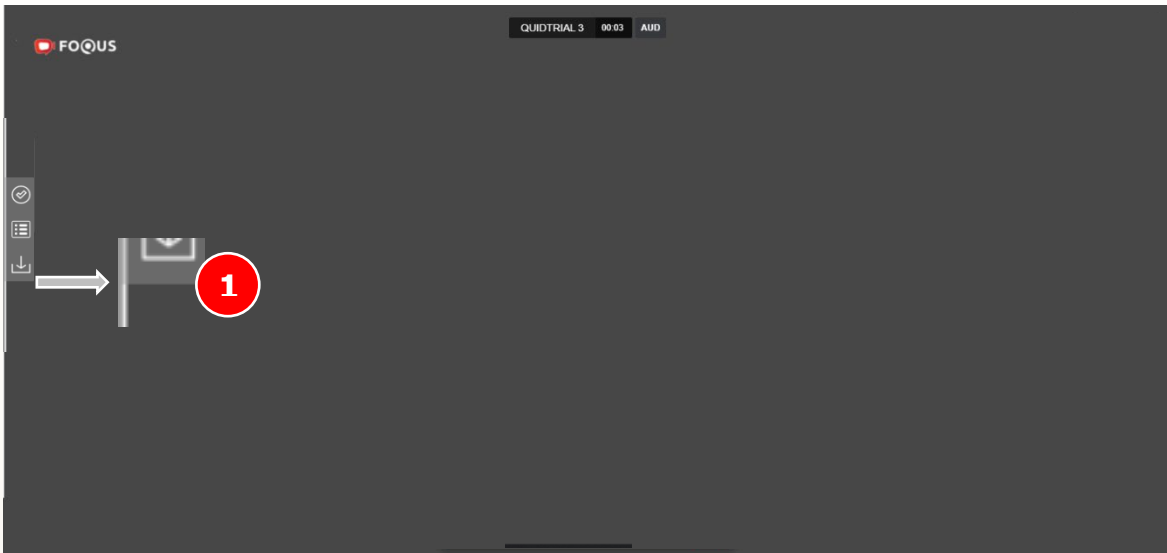
Asking Question - by Voice

Clicking on Hand Button (10), then waiting from the company approved. Once your request will be approved, director or company officer will ask you to unmute your microphone and ask your question. (You may also turn on your camera if required).

This Option is available only in the meeting where camera and microphone access is allowed for users.

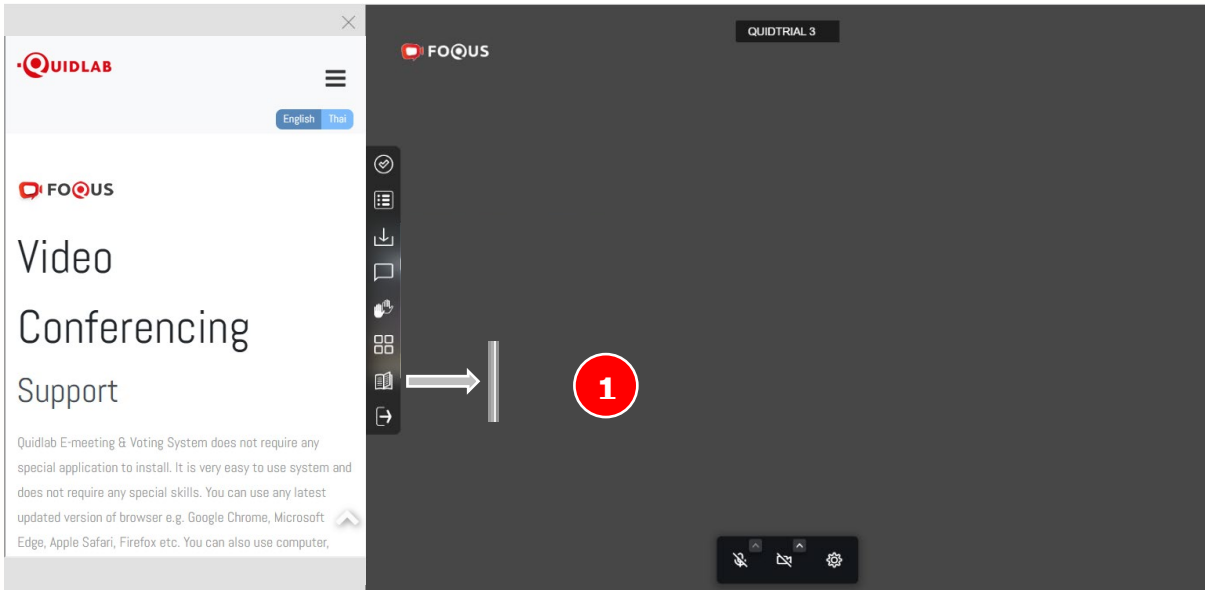


Icon 4 small squares (11) You can choose to watch in a single window to see active speaker in full screen. or multiple windows showing thumbnails of all presenters who have their camera on.





To see the manual, you can click on this icon (12).



### Logout

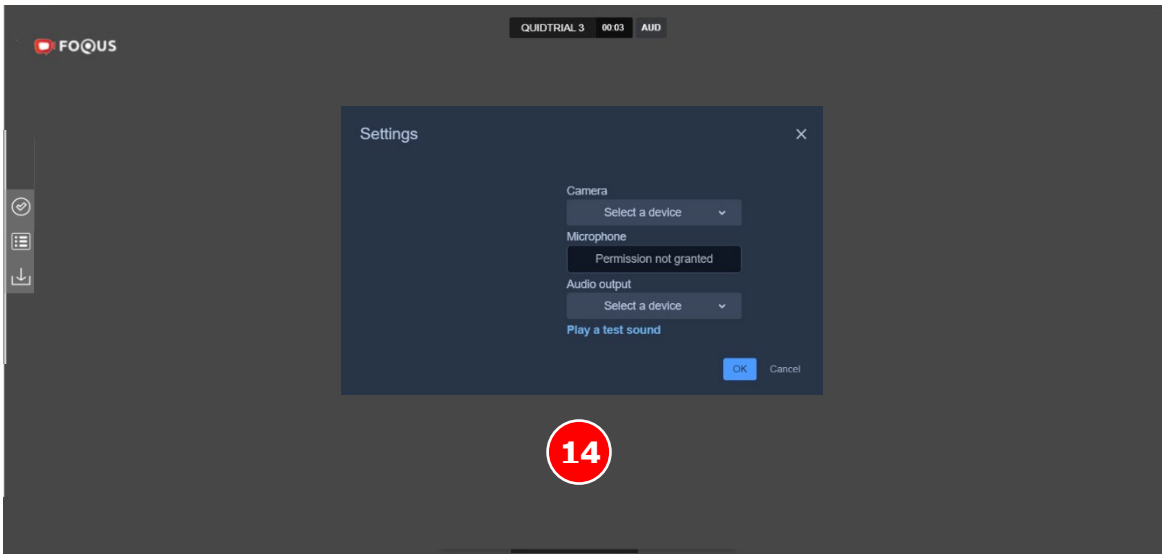
To Logout click on Logout Button (Logout) (13).



## Settings

You can change your camera and microphone settings by clicking on Settings button (14).

**This option is available only if camera and microphone access is allowed**



## Technical Support

If you see the problem accessing the E-Meeting system you can contact Quidlab at via telephone on 080-008-7616 or 02-0134322 or email at [info@quidlab.com](mailto:info@quidlab.com)

Before contacting technical support, please read the Frequently Asked Questions (FAQ) below which may solve your issue. We recommend that you use a computer (PC) or notebook (Laptop).

- The internet used must be stable and strong enough because the meeting runs for more than 1 hour.
- We recommend to keep your microphone muted & camera off when not talking so other users are not disturbed during meeting.
- When contacting technical support please provide full details of problem, any error message received, type of device used, browser name and version etc.

## Minimum System Requirements

Bandwidth	System uses simulcast hence automatically manages video quality or turns off some of videos if bandwidth is low, however for good conference a 5 Mbps bandwidth is recommended.
Video quality	720p
CPU	Video conferencing requires high CPU power, Intel Core i3 or equivalent
Memory	at least 4 GB
Ports	Following ports must be opened for outbound traffic if blocked at firewall
TCP	80 & 443, 5349
UDP	10000



## Frequently Asked Questions (FAQ)

**Question :** Why can't I click a link in my email?

**Answer:** Some email software may show links as text only. You can copy URL then open in browser Chrome / Safari

**Question:** I cannot login?

**Answer:** check the correct username & password provided. Please check if you are copying and pasting username & password correctly. In the most frequent cases, the trailing space for the username and password is copied.

**Question :** I'm out of the system very often?

**Answer:** The internet used must be stable and strong enough because the meeting runs for more than 1 hour / weather conditions may affect the network signal you are using. If you are using WiFi there can be packet drops.

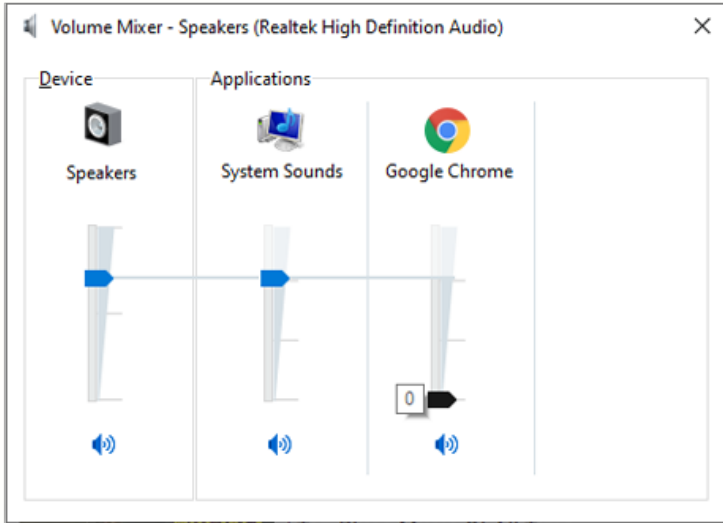


**Question: I can't hear voice**

**Answer:**

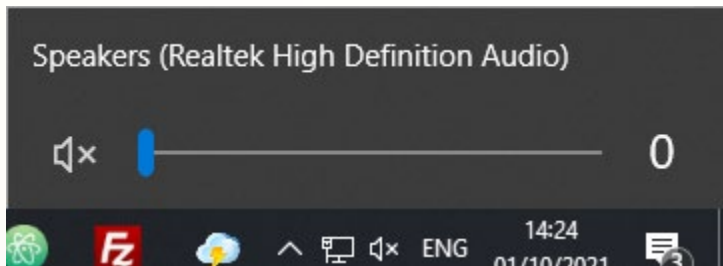
**1. Check Volume Levels and Muting**

- Right-click the speaker icon in the taskbar and select Open Volume Mixer.
- You can set audio level for each application's from here.
- (e.g, If you join meeting by Google Chrome ensure audio level is setup corectly for that browser)



**2. Make sure your computer is using the right speakers or headphones**

- Select the Correct Audio Output Device on Windows
- 1. Left-click the speaker icon.
- 2. Select your preferred playback device.
- 3. Make sure your correct playback device is selected.

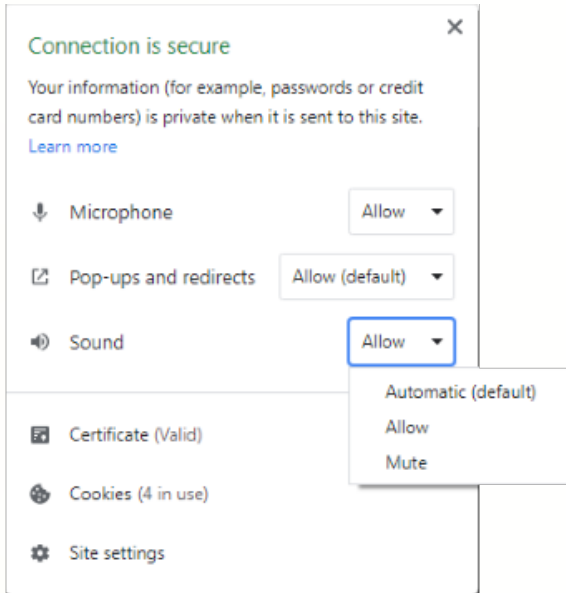


### 3. View site information on your webste browser.

(this option may change depends on browser you are using).

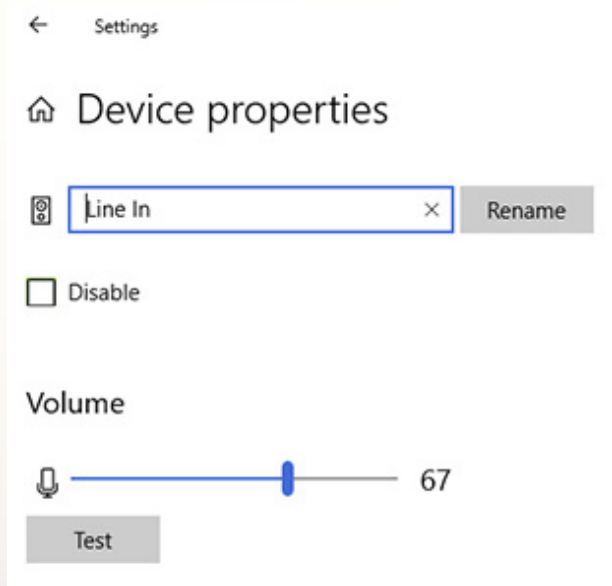
eg. 1 Google Chrome:

1. Select "padlock" icon next to your browser address bar.
2. Sound settings should be set as Automatc (Default) or Allow

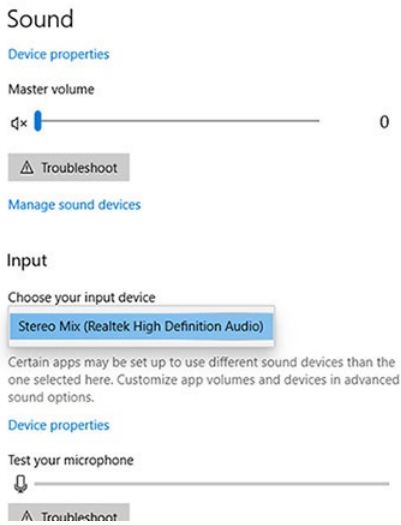


### My microphone is not working

1. Check the Microphone Volume Level on Windows
  - Using your right mouse button, Right click on the speaker in your System Tray, and select Open Sound settings.
  - Under Input, select Device properties.



- Make sure Disable is not checked, and make sure the volume is at a reasonable volume.



**Question:** I cannot hear while using headphone? (Both Bluetooth and wired headphones)

**Answer:** When logging in to the system, check if headphones or headphones are connected to the system or connected to another device. Click setting Settings camera / Microphone or Audio outputs select the name of your headphones or headphone and press OK



Or please check the volume of your device has the sound been muted or not



## Other Questions:

Other login issues can be due to network issue, no internet connection or other business rules (company may allow you to login only for example 1 hour before, you are login too late and meeting may have already been finished etc.), which are alerted to user and are self-explanatory.

**Question:** I can login but getting automatically logged out?

**Answer:** For security reasons each user can login only on one device and if you try to login on another device or different browser on same computer previous login will get logged out automatically. Do not share your username & password with another person.

**Question:** My voting options are locked, not present for some or all of agendas.

**Answer:** There are some business rules which can prevent voting and are clearly marked under each agenda for your reference and are self-explanatory, some common cases are as follows:

- Agenda does not require voting and is for acknowledgement only.
- Agenda is already closed hence it gets locked and you cannot change vote.
- You logged in late and some of agendas were already voted.
- A proxy form B was sent which has already been voted and does not allow you to change vote.

**Question:** Do I have to wait for agenda to be discussed before I can cast my vote? or Do I have to wait till the end of meeting?

**Answer:** You can cast your votes any time after login and all votes will be recorded. You can also change your vote till the time agenda is not closed by company officers. Once agenda is closed you cannot change your vote.

**Question:** : My voting or other windows shows “Connection failed. Please log out and log in again” what should I do?

**Answer:** If internet connection to voting server is lost you may get this message, you can logout and login again to restore connection.

**Question:** Will it affect my voting if I logout and login again?

**Answer:** When you login first time system marks your votes as Approved however you can change your vote any time, even if you logout and login again. Login in and logout several times does not affect your previously casted votes.

**Question:** I have other technical question?

**Answer:** Please get in touch with us. 080 -008-7616 or 02-0134322 or via email: [info@quidlab.com](mailto:info@quidlab.com)

**Question:** How to report a bug or security vulnerabilities?

**Answer:** If you encounter problems send us an email to [info@quidlab.com](mailto:info@quidlab.com) with the details of vulnerabilities or bug report.



Registration Form for Authorized Signatory of Juristic Person Shareholder,  
Or Administrator of the Estate, and Guardian / Curator of the Shareholder

Written at .....

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

Shareholder Name.....

Tax ID Number / ID card Number \*..... Nationality.....

Address.....

A shareholder of Aesthetic Connect Public Company Limited By holding ordinary shares in the total amount of\*  
..... shares/ units and vote equal to\*..... units

Status of the representative (please X where applicable)\*

- The Authorized Signatory of Juristic Person shareholder
- The Administrator of the Estate of the deceased shareholder
- The Guardian / Curator of Incompetent person/quasi-incompetent person shareholder

Representative Name \*..... Nationality.....

ID Card Number\*..... Address.....

Email\*..... Mobile Phone (for receiving OTP)\*.....



Signature..... Authorized Signatory/Administrator of the  
(.....) Estate/Guardian/Curator .

Remark:

- (1) Please correctly and completely fill in the form, especially those specified with (\*). Otherwise, the Company shall not be able to send you the Username & Password and OTP for logging in to the electronic meeting system; and
- (2) Please send this filled in form together with supporting documents as indicated in Enclosure 8, clause 8.2 – 8.5, by 15 April 2024, 17:00 hours. through the following channels:
  - By Send to email: [daranee.d@teerapornclinic.com](mailto:daranee.d@teerapornclinic.com)
  - By postage : Secretary Department, Aesthetic Connect Public Company Limited, No.2 floor 5 Charoen Nakhon Road, Khlong San, Khlong San, Bangkok 10600



Contact Channel for more Information

1. Ask for more information about the meeting, Meeting Documents, and performance

contact: Secretary Department,

Aesthetic Connect Public Company Limited

No.2 floor 5 Charoen Nakhon Road, Khlong San, Khlong San, Bangkok 10600

Tel: 092-3165595

E-mail: [daranee.d@teerapornclinic.com](mailto:daranee.d@teerapornclinic.com)

2. Ask for more information about system usage information.

Quidlab Co. Ltd. (Quidlab)

Tel: 02-013-4322 or 080-008-7616

E-mail: [info@quidlab.com](mailto:info@quidlab.com)

or other channels specified in the e-mail sent by Quidlab





**TEERAPORN**

**AESTHETIC CONNECT PUBLIC COMPANY LIMITED**

2 Charoen Nakhon Rd, Khlong San, Bangkok 10600

Phone: 02 026 265 | [www.teerapornclinic.com](http://www.teerapornclinic.com)