i2 ENTERPRISE

(Translation)

4 March 2024

Subject: Invitation for the 2024 Annual General Meeting of Shareholders

Attention: Shareholders of I2 Public Company Limited

Enclosures 1. Registration Form

- 2. Copy of the Minutes of the 2023 Annual General Meeting of Shareholders
- Annual report 2023 comprising the consolidated financial statement ended as at
 December 2023 in QR-Code form
- 4. Profiles of the Company's auditor for the year 2024
- 5. Profiles of the nominated directors to replace those retired by rotation and Definition of the Independent Director
- 6. Documents or evidence showing the identity of the shareholder or proxy of the shareholder entitled to attend the meeting.
- 7. Company's articles of association relating to shareholders' meeting.
- 8. Proxy form.
- 9. Profiles of Independent Directors being nominated as proxies.
- 10. Procedures for attending the 2024 Annual General Meeting of Shareholders.
- 11. Map of the venue for the meeting.

The Board of Directors of I2 Enterprise Public Company Limited ("the Company") has resolved to hold the 2024 Annual General Meeting of Shareholders on April 25, 2024, 14.00 p.m., Meeting Room 211-212 Bangkok International Trade & Exhibition Centre (BITEC) 88 Debaratna road (km.1), Bangna Tai,Bangna, Bangkok, 10260, to consider matters under the agenda as follows:

Agenda 1. To consider and adopt the Minutes of the 2023 Annual General Shareholders' Meeting

Facts and Rationales: The 2023 Annual General Meeting of Shareholders of the Company was held on 28 April 2023. And it was accurately recorded of the meeting according to the law and publishes it on the company's website. www.i2enterprise.com A copy of the minutes of the 2023 Annual General Meeting of Shareholders is attached here with Enclosure 2

Board's Opinion: The Board of Directors deemed it appropriate to propose to the shareholders meeting to certify the Minutes of the 2023 Annual General Meeting of Shareholders. Held on 28 April 2023 and it was accurately recorded according to the meeting resolution.

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



Agenda 2. To acknowledge the Company's operating result report of the year 2023

Facts and Rationales: Summary of the Company's operating results and its subsidiaries for the fiscal year ended on 31 December 2023:

(Unit: Million Baht)

Current Assets	1,855.53
Total Assets	2,041.34
Current Liabilities	649.22
Total Liabilities	1,422.87
Equity Attributable to Equity Holders of Parent	618.47
Total Revenue	1,427.91
Net Profits	85.34
Earnings Per Share	0.24 Baht

Detailed information on the Company's performance has been provided in the Annual Report 2023 in OR-Code format.

Board's Opinion: The Board of Directors deemed it appropriate to propose to the shareholders' meeting to acknowledge the Company's operating results and its subsidiaries for the year 2023.

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

Agenda 3. To consider and approval of the Financial Statements as at December 31, 2023.

Facts and Rationales: According to the Public Limited Companies Act B.E. 2535 (1992), Section 112, and Company Regulations, Section 39 and 40. The Company prepared the balance sheet and profit/loss statement for the year ending 31December 2023 which will be forwarded to the AGM for consideration and approval. The financial statements were audited by the auditors and reviewed by the Audit Committee and the board which agreed on the statements' accuracy, completeness, and sufficiency according to the generally accepted accounting principles. These financial statements were shown in Annual Registration Statement/ Annual Report 2023. The board agreed to propose the AGM to review and approve the balance sheet and profit/loss statement for the year ending 31 December 2023.

Board's Opinion: The Board of Directors deemed it appropriate to propose to the shareholders meeting to consider and approve the consolidated financial statements as of the end of 31 December 2023 which reviewed by the Company's auditor. Details revealed in the Annual Report, has provided to Shareholders together with the AGM invitation. attached hereto see details in Enclosure 3.

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

12 ENTERPRISE

Agenda 4. To consider the approval of the appropriation of profits and dividend payment.

Facts and Rationales: Regarding to section 115 of the Public Limited Companies Act B.E. 2535

(1992), no dividends shall be paid otherwise than out of profits. In the case where a company

has incurred accumulated losses, no dividend must be paid. The Board of Directors may pay

the interim dividends to the shareholders from time to time when viewed that the Company

had a reasonable profit to do so. After the dividends paid, the company must report in the next

shareholders' meeting.

The Company has a dividend policy to pay dividends at a minimum rate of 40% of its net

profits after tax (under the separate financial statements) and legal reserves. However, the

Company may pay dividends at any rate lower than the policy, depending on its operations

and expansion and other factors relating to the management of its business, as the Board and/or

shareholders see fit.

According to the Company's operating results for the fiscal year ended 31 December 2023,

the Company had its net profits of 85.34 Million Baht.

Board's Opinion: The Board of Directors deemed it appropriate to propose to the shareholders

meeting to consider and approve the legal reserve allocation at amount of Baht 4.26 Million

and dividend payment from profits of the operation results for the fiscal year ended

31 December 2023 at Baht 0.1 per share, totaling Baht 42 Million, of which 0.032 Baht per share

totaling Baht 13.44 Million was paid as an interim dividend on 12 January 2024. The final

payment will be 0.068 Baht per share totaling Baht 28.56 million, and approved to schedule

the date to determine the shareholders' name, entitled to receive the dividend on May 24,2024

(Record Date) and the dividend payment date is scheduled on 5 March 2024 ,The granting of

such rights by the company remains uncertain pending approval at the shareholders' meeting.

Resolution: This agenda requires the majority of votes of the shareholders in attendance and

exercise their votes.

Agenda 5. To consider the appointment of the auditors and determine the audit fee.

Facts and Rationales: According to the Public Company Limited Act B.E. 2535 (1992), Section

120 and Company Regulations, Section 36 requires at the Annual General Meeting of

shareholders of each year shall appoint the auditor of the company and determine the audit

fee. In appointing the auditor, the former auditor may be re-appointed.

In addition, the notification of the Capital Market Supervisory Board requires that the

Company shall rotate its auditor if that auditor has rendered his/her service for seven accounting

periods. Such rotation needs not to change the audit firm as the latter may nominate its other

auditors to assume the duties in replace of the former auditor.

T: 66 (02) 044-0134-5



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

Mr. Khitsada Lerdwana CPA Registration No. 4958 or
 Miss Kosum Cha-Em CPA Registration No. 6011 or
 Mrs. Poonnard Paocharoen CPA Registration No. 5238

From EY Office Limited as the Company's auditor for the year 2024. The audit's fee is not exceeding 1,800,000 Baht, excluded other expenses.

Comparison of the auditors' remuneration

Unit: Baht

Auditors' remuneration	The Fiscal Year 2024 (As proposed)	The Fiscal Year 2023
1. Audit Fees	1,800,000	1,500,000
2. Other Expenses	Per actual	300,000
		The carryover audit fee from the previous
		auditor.

Board's Opinion: The Board of Directors proposes to the shareholders meeting to consider and approve the appointment of

Mr. Khitsada Lerdwana CPA Registration No. 4958 or
 Miss Kosum Cha-Em CPA Registration No. 6011 or
 Mrs. Poonnard Paocharoen CPA Registration No. 5238

From EY Office Limited as the Company's auditor for the year 2023. Any person shall be responsible for reviewing and expressing the opinion on the financial statements of the Company. In case, the mentioned auditors above are unable to perform their duty, EY Office Limited authorized to choose any of its certified public accountants as a substitute to audit and express opinions on the Company's financial statements. The above-nominated auditors do not give any other services to the company as well as do not have any relationship or interest with or in the Company or any of its executives, major shareholders or any other party related thereto. In this regard, the nominated auditors have performed their functions as the Company's auditor for the 2nd year and the auditors' remuneration for the year 2024 of not exceeding 1,800,000 Baht, excluded from other expenses. attached hereto see details in Enclosure 4.

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

T: 66 (02) 044-0134-5



Agenda 6. To consider the election of the Company's directors to replace those who retired by rotation.

Facts and Rationales: According to the Public Company Limited Act B.E. 2535 (1992), Section 71 and Company Regulations, Section 17 at least one-third of the directors must vacate their office by rotation at each annual general meeting of shareholders, and if the number of directors is not a multiple of 3, the nearest number of 1/3 must retire by rotation. There must be a drawing by lots to determine the directors retiring on the first and the second year following the registration of the Company. In each subsequent year, the directors who occupy the position for the longest period must retire. The 2024 Annual General Meeting is the two meeting since the company transformed to a public company limited. The directors who shall retire by a drawing lots are:

1) Mr. Sompote Valyasevi Chairman of Board / Independent Directors

2) Mr. Yutthachai Toonpun Directors

Candidates nominated to be appointed as Directors have been considered and screened by the Board of Directors of the company. The Board has considered the structure of the Board itself and the qualifications of directors in various fields individually and viewed that two directors with appropriate qualifications, knowledge, competence, and experience. Their performance as a director in the past has been useful to the Company, not possessing any prohibited characteristics, and do not engage or hold shares in any business that competes with the Company's operations. Profiles of the nominated directors to replace those retired by rotation and Definition of the Independent Director in Enclosure 4.

Details of shareholdings by nominated directors (as of Record date on 31 December 2023)

Nominated Persons	Number of Shares	Voting rights
1. Mr. Sompote Valyasevi	200,000	200,000
2. Mr. Yutthachai Toonpun	34,430,000	34,430,000

Board's Opinion: The Board of Directors has deliberately considered through the screening process, excluding the directors who have interests in this matter, deemed it to propose to the Meeting of Shareholders to approve the re-appointment directors for another term as following:

1) Mr. Sompote Valyasevi Chairman / Independent Directors

2) Mr. Yutthachai Toonpun Directors

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

T: 66 (02) 044-0134-5



Agenda 7. To consider the directors' remuneration of year 2024.

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

Board's Opinion: The Board of Directors has deliberately considered, deemed it to propose to the Shareholders' meeting to consider and approve on Directors' remuneration for the year 2024 in the form of meeting allowance, monthly compensation, and bonus. The details are listed as follows.

Unit: Baht

	Meet	ting	Month	ly	1	Bonus
Directorship /	Allowa	ance	Compens	ation		
Composition of remuneration	(Person/N	Meeting)	(Person/Me	eeting)		
	2023	2024	2023	2024	2023	2024
- Chairman of Board	15,000	15,000	22,000	22,000	-	
- Director	10,000	10,000	16,000	12,000	-	
- Chairman of the Audit Committee	12,000	12,000	18,000	18,000	-	
- The Audit Committee	10,000	10,000	15,000	-	-	
- Chairman of the Risk Management	10,000	10,000	18,000	18,000	-	Not exceed
Committee						1.2 Millon
- The Risk Management Committee	8,000	8,000	15,000	-	-	Baht
- Chairman of the Nomination and	10,000	10,000	18,000	18,000	-	
Remuneration Committee						
- The Nomination and Remuneration	8,000	8,000	15,000	-	-	
Committee						

Executive board members will not receive monthly compensation and meeting allowances. Scope of duties and responsibilities of the Board of Directors and the sub-committees appear in the annual report under the heading, "Management and Corporate Governance."

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

T: 66 (02) 044-0134-5



Agenda 8. Other business (if any)

This agenda is set for the shareholders to ask questions and/or the Board of Directors to answer questions or make clarification (if any) without proposing any issues for approval or resolution.

Yours faithfully,

- Signed -

(Mr. Sompote Valyasevi)

Chairman of the Board of Directors



(Translation)

Minutes of the Annual General Meeting of Shareholders

12 Enterprise Public Company Limited April 28, 2023

The meeting commenced at 10:15 a.m. at the Company's Conference Room on the 5th floor, 104 Soi Nakniwat 6, Nakniwat Road, Latphrao, Ladtphrao, Bangkok. The directors in attendance were as follows:

Directors attending the meeting

1.	Mr. Sompote Valyasevi	Chairman of the Board of Directors/Chairman of the Audit
		Committee/Independent Director

2. Mr. Chanakan Sriratanaban Nomination and Remuneration Committee/Audit

Committee/Independent Director

3. Mr. Somchai Wongrassamee Chairman of the Risk Management Committee/Audit

Committee/Independent Director

4. Mr. Siriwat Vongjarukorn Director

5. Mr. Atiporn Limcharoen Chief Executive Officer/Director/Risk Management

Committee/Nomination and Remuneration Committee

6. Mr. Phaithoon Pramounchaikun Director/Risk Management Committee/Executive Committee

7. Mr. Yutthachai Toonpun Director/Executive Committee

The directors attended the meeting, accounting for 100 percent of the total number of directors.

Executives attending the meeting

1. Mrs. Anchalee Kaewbunpot Executive Committee/Chief Financial Officer

Executive Committee/Chief of Technology Officer and Business 2. Mr. Thaneth Watanakosin

Deveopment

Other attendees

1. Miss Siriwara Suwan Company Secretary

2. Miss Onanong Kaewphitaksakun Secretary

Miss Siriwara Suwan, acting as the meeting facilitator for the ordinary shareholders' meeting, welcomed the attendees to the annual general meeting for the year 2023 of I2 Enterprise Public Company Limited.

Prior to the meeting, the Company welcomed the attendees with a VDO Presentation Company Profile to provide an understanding of the Company's operations.

Enclosures 2



Start of the Meeting

Miss Siriwara Suwan, the Meeting Facilitator, reported the number of shareholders attending the meeting: there were two shareholders attending in person and three shareholders by proxy, totaling five shareholders, representing 300,000,000 shares or 100 percent of the total issued shares of the Company according to the number of shares registered, exceeding one-third of the total number of issued shares. The Company has 300,000,000 issued shares, constituting a quorum in accordance with Section 103 of the Public Limited Companies Act B.E. 2535 (1992) and Article 32 of the Company's Articles of Association. She then introduced the Company's directors and executives.

Miss Siriwara Suwan, the Meeting Conductor, explained the meeting procedures and voting methods for shareholders on each agenda item as follows:

- 1. The meeting will consider the matters in the order listed in the invitation letter. A presentation will be given on each agenda item, and shareholders will have an opportunity to ask questions before any resolutions are made for that agenda item.
- 2. Shareholders who attend the meeting in person, as well as those who have appointed proxies to vote on their behalf, have cast their votes at the meeting. For shareholders who appointed proxies to attend the meeting and cast votes as specified in the proxy forms, including those who appointed the Company's independent director, Mr. Somchai Wongrassamee, to attend and vote on their behalf, the Company has already recorded such votes as indicated in the proxy forms. After you have been briefed on each agenda item, if any shareholder disapproves or abstains from voting on any item, please raise your hand to indicate this during the meeting.
- 3. Each shareholder is entitled to one vote per share. Shareholders who have a conflict of interest in any agenda item will not have the right to vote on that particular agenda item.
- 4. For vote counting, the Company will deduct the disapproval and abstention votes from the total number of votes present. The remaining votes will be considered as approval votes for that agenda item. In the event that there are no objections or other expressions of dissent, the meeting shall be deemed to have approved the matter unanimously. In cases where there is a tie in the votes, the chairman of the meeting shall cast an additional vote as a casting vote.

Miss Siriwara Suwan, the meeting facilitator, explained the meeting agenda, stating that the resolutions of this shareholders' meeting shall be in accordance with the Company's Articles of Association and the Public Limited Companies Act B.E. 2535 (1992), comprising the following voting requirements:

- 1. Agenda Items 1, 3, 4, 5, and 6 require approval by a majority vote of the shareholders present and eligible to vote.
- 2. Agenda Item 2 is for acknowledgment; therefore, no voting is required.
- 3. Agenda Item 7 requires approval by no less than two-thirds of the votes of the shareholders present and eligible to vote.

T: 66 (02) 044-0134-5



- 4. Agenda Item 8 requires approval by no less than three-fourths of the votes of the shareholders present and eligible to vote.
- 5. Agenda Item 9 is for considering other matters. In addition to considering other matters, this agenda item provides an opportunity for shareholders to raise questions.

Next, Mr. Sompote Valyasevi, the Chairman of the Board of Directors, as the Chairman of the Meeting (Chairman), declared the 2023 Annual General Meeting of Shareholders open and requested the meeting to consider the matters according to the following agenda:

Agenda Item 1: To consider and adopt the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2565

The Chairman assigned Mr. Atiporn Limcharoen, Chief Executive Officer, to present this agenda item to the meeting.

Mr. Atiporn Limcharoen proposed that the meeting consider and adopt the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2565, which was held on July 1, 2022. The Company has reviewed the Minutes and deemed that they were correctly recorded and reflected the factual events of the meeting. The Company has also sent a copy of the Minutes to the shareholders along with the invitation letter to this Annual General Meeting. Therefore, it was deemed appropriate to propose the Minutes to the shareholders' meeting for adoption.

Resolution The Minutes of the Extraordinary General Meeting of Shareholders No. 2/2565 were adopted by a majority vote of the shareholders present and eligible to vote, with the voting results as follows:

Vote	Counting (Votes)	Percentage of Total Votes of Shareholders Present and Eligible to Vote
Agree	300,000,000	100
Disagree	-	-
Abstain	-	-
Total	300,000,000	100

T: 66 (02) 044-0134-5



Agenda Item 2: To acknowledge the Company's operating results for the year 2022

The Chairman assigned Mr. Atiporn Limcharoen, Chief Executive Officer, to present this agenda item to the meeting.

Mr. Atiporn Limcharoen summarized the Company's operating results as follows:

Unit: Million Baht

Operating Results			Increase//Decrease)	
	2021	2022	Increase/(Decrease)	
Total Revenue	1,366	943	(423)	(31%)
Gross Profit Margin	10%	14%		3%
Net Profit	81	45	(36)	(44%)
Net Profit Margin	6%	5%		
Earnings per share (Baht)	0.57	0.18		

If excluding the provision for expected credit losses (ECL), which is expected to occur once after the 17 million baht tax, the Company will have a net profit for the year of 62 million baht, resulting in a net profit margin of 7%.

The decrease in revenue was due to delays in deliveries from suppliers, and the decrease in earnings per share was attributed to the Company's increase in registered capital from 150,000,000 baht to 210,000,000 baht.

Unit: Million Baht

Operating Result			Increase/ (Decrease)	
	2021	2022	increase	(Decrease)
Order received	840	1,245	405	48%
Backlog	827	1,134	307	37%

In 2023, the Company set a revenue target of 1,600 million baht and set a Backlog target of 1,134 million baht, representing a 70% increase from the revenue in 2022

Unit:Million Baht

Company's Financial Statements	<u>2021</u>	<u>2022</u>	Increase/ (Decrease)
Total Asset	601	794	32%
Total Liabilities	<u>386</u>	<u>543</u>	41%
Equity and Premium on Ordinary Share	109	189	
Retained Earnings	<u>105</u>	<u>62</u>	
Shareholders' equity	<u>214</u>	<u>251</u>	17%

T: 66 (02) 044-0134-5



The Company has a Debt-to-Equity (D/E) ratio of 2.17. In the previous year, the Company secured a major project that required substantial investment. The Company utilized bank loans for the investment and the Return on Equity (ROE) stands at 19%, indicating that the Company still possesses a strong profitability capability.

On July 1, 2022, the Extraordinary General Meeting of Shareholders approved a change in the par value of the Company's shares from 100 baht per share to 0.50 baht per share. This resulted in an increase in the number of shares from 1,500,000 shares to 300,000,000 shares. Additionally, the Company registered a capital increase of 60 million baht, raising the registered capital from 150 million baht to 210 million baht.

Resolution: The meeting acknowledged the Company's operating results for the year 2022. Note: This agenda item is for acknowledgment; therefore, no voting is required.

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

The Chairman assigned Mrs. Anchalee Kaewbunpot, Chief of Finance Officer, to present this agenda item to the meeting.

Mrs. Anchalee Kaewbunpot informed the meeting that, to comply with the Public Limited Companies Act B.E. 2535 (1992), Section 112, and the Company's Articles of Association, Articles 39 and 40, the Company has prepared balance sheet and statement of comprehensive Income for the year ended December 31, 2022. The financial statements have been audited by the Company's auditor and reviewed by the Audit Committee and the Board of Directors, who have deemed them to be accurate, complete, and sufficient in compliance with Generally Accepted Accounting Principles. Therefore, it was deemed appropriate to propose that the meeting consider and approve the Company's financial statements for the fiscal year ended December 31, 2022, with the following details:

Unit: Million Baht

Balance Sheet as of December 31, 2022		
Assets	794	
Current Assets	604	
Non-Current Assets	190	
Liabilities	543	
Current Liabilities	449	
Non-Current Liabilities	94	
Equity and Premium on Ordinary Share	189	
Retained Earnings	62	
Shareholder's Equity	250	
Total Liabilities and Shareholder's Equity	794	

T: 66 (02) 044-0134-5





Unit: Million Baht

Statement of Comprehensive Income for the Year Ended December 31, 2022		
Total Revenue	943	
Total Costs and Expenses	879	
Profit from Operating Activities	65	
Finance Costs	9	
Profit before Income Tax	56	
Income Tax Expense	11	
Profit for the Year	45	

Resolution Approved the Company's financial statements for the fiscal year ended December 31, 2022 with a majority vote of the shareholders present and eligible to vote as follows:

		Percentage of Total Votes
Vote	Counting (Votes)	of Shareholders Present and
		Eligible to Vote
Agree	300,000,000	100
Disagree	-	-
Abstain	-	-
Total	300,000,000	100

Agenda Item 4: To consider and approve the dividend payment and the allocation of profits as a legal reserve

The Chairman assigned Mrs. Anchalee Kaewbunpot, Chief of Financial Officer, to present this agenda item to the meeting.

Mrs. Anchalee Kaewbanpot stated that according to the Public Limited Companies Act B.E. 2535 (1992), Section 115, and the Company's Articles of Association, Articles 44 and 45, dividends shall not be paid from sources other than profit. In the case where the Company has an accumulated loss, no dividends shall be paid. Additionally, the Company must allocate at least 5 percent of its annual net profit, less any accumulated deficit (if any), to a legal reserve until this reserve reaches an amount of not less than 10 percent of the registered capital. The Company has a policy to pay dividends at a rate of not less than 50 percent of the net profit from the separate financial statements after deducting corporate income tax, legal reserve, and other reserves (if stipulated and available).



Based on the Company's operating results for the fiscal year ended December 31, 2022, the Company achieved a net profit of 44.97 million baht. The Board of Directors' Meeting No. 1/2566 resolved to approve the dividend payment from the Company's net profit for the year ended December 31, 2022, at the rate of 0.075 baht per share, totaling 22.50 million baht, and the allocation of 2.24 million baht as a legal reserve. The resolution included specifying the list of shareholders entitled to receive dividends based on the shareholder registry as of May 5, 2023, and scheduling the dividend payment to shareholders on May 26, 2023. The Board of Directors deemed it appropriate to propose to the shareholders' meeting for consideration and approval of the dividend distribution and profit allocation as legal reserves.

Resolution The meeting approved the dividend payment and the allocation of profits as a legal reserve by a majority vote of the shareholders present and eligible to vote, as follows:

Vote	Counting (Votes)	Percentage of Total Votes of Shareholders Present and Eligible to Vote
Agree	300,000,000	100
Disagree	-	-
Abstain	-	-
Total	300,000,000	100

Agenda Item 5: To consider and approve the appointment of auditors and determine the audit remuneration for the year 2023

The Chairman informed the meeting that the Board of Directors' Meeting No. 1/2566 resolved to approve the appointment of auditors and the determination of the audit remuneration for the year 2023. In 2023, the Company changed its auditor to EY Office Limited. The Audit Committee and the Board of Directors have considered the criteria, qualifications, experience, auditing capabilities, independence, and the appropriateness of the audit fee, to ensure the best interests of the Company. Therefore, it was proposed to appoint the following auditors:

- 1. Mr. Khitsada Lerdwana, Certified Public Accountant No. 4958; or
- 2. Miss Kosum Cha-Em, Certified Public Accountant No. 6011; or
- 3. Mrs. Poonnard Paocharoen, Certified Public Accountant No. 5238

T: 66 (02) 044-0134-5

From EY Office Limited as the auditors of the Company to audit and express an opinion on the Company's financial statements, as well as to sign the audit report for the year 2023. It is recommended that the shareholders' meeting consider and approve the audit remuneration for the year 2023 in a total amount not exceeding 1,800,000 baht, excluding other expenses. Details



of the auditors and audit remuneration are provided in the meeting invitation letter that has been sent to shareholders in advance.

Resolution: The meeting approved the appointment of auditors from EY Office Limited as the Company's auditors for the year 2023 and the determination of the audit remuneration for the year 2023 in the total amount of not exceeding THB 1,800,000 by a majority vote of the shareholders present and eligible to vote, as follows:

		Percentage of Total Votes		
Vote	Counting (Votes)	of Shareholders Present and		
		Eligible to Vote		
Agree	300,000,000	100		
Disagree	-	-		
Abstain	-	-		
Total	300,000,000	100		

Agenda Item 6: To consider and approve the appointment of directors to replace those who are due to retire by rotation

The Chairman informed the meeting that according to the Public Limited Companies Act B.E. 2535 (1992), Section 71, and the Company's Articles of Association, Article 17, one-third of the directors must retire from office at every annual general meeting of shareholders. If the number of directors is not divisible by three, the number closest to one-third shall retire. The directors to retire from office in the first and second years after the registration of the Company shall be determined by drawing lots. In subsequent years, the directors who have been in office the longest shall retire. A retiring director is eligible for re-election. In the fiscal year 2023, this marks the first year for the Company since it registered as a public limited Company. Two directors have vacated their positions as directors, as determined by the lottery draw. Their names are as follows:

- 1. Mr. Chanakan Sriratanaban, Independent Director
- 2. Mr. Phaithoon Pramounchaikun, Director

The Board of Directors has considered the structure of the Board of Directors and the qualifications of each individual director. It was deemed appropriate to propose the re-election of the two retiring directors for another term, as they possess the qualifications, knowledge, capabilities, experience, and performance that benefit the Company. Moreover, these two directors do not possess any prohibited characteristics and do not operate any businesses or hold shares in any businesses that are in competition with the Company's operations. Therefore, the meeting proposed the names of the two directors to return to their positions as directors for another term and to continue in their current positions in all respects. In order to comply with good corporate governance, the Company has invited the two directors to leave the meeting room temporarily during the voting.

T: 66 (02) 044-0134-5



<u>Resolution</u>: The meeting approved the re-appointment of the two directors who retired by rotation for another term, by a majority vote of the shareholders present and eligible to vote, as follows:

1. Mr. Chanakan Sriratanaban, Independent Director

		Percentage of Total Votes		
Vote	Counting (Votes)	of Shareholders Present and		
		Eligible to Vote		
Agree	300,000,000	100		
Disagree	-	-		
Abstain	-	-		
Total	300,000,000	100		

2. Mr. Phaithoon Pramounchaikun, Director

Vote	Counting (Votes)	Percentage of Total Votes of Shareholders Present and Eligible to Vote
Agree	300,000,000	100
Disagree	-	-
Abstain	-	-
Total	300,000,000	100

Agenda item 7: To consider and approve the remuneration for the Company's directors and subcommittees for the fiscal year 2023

The Chairman assigned Mr. Chanakan Sriratanaban, Chairman of the Nomination and Remuneration Committee, to present this agenda item to the meeting.

Mr. Chanakan Sriratanaban informed the meeting that according to the Public Limited Companies Act B.E. 2535 (1992), Section 90, and the Company's Articles of Association, Article 22, directors are entitled to receive remuneration from the Company in the form of rewards, meeting allowances, gratuities, bonuses, or other types of benefits.

For the year 2023, the Board of Directors has carefully considered the Company's operating results, business size, duties, and responsibilities of the Board of Directors and sub-committees, as well as comparative data from other companies in the same industry with similar business sizes and characteristics. Therefore, it was deemed appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the determination of the remuneration for directors for the year 2023, to be paid in the form of meeting allowances and monthly remuneration, with details as provided in the invitation letter that was previously sent to the shareholders, as follows:



	Meeting Allowance		Monthly Remuneration		
Position	(Baht/Person/ Meeting)		(Baht)		
	2023	2022	2023	2022	
Chairman of the Board of Directors	15,000	15,000	22,000	22,000	
Director	10,000	10,000	16,000	16,000	
Audit Committee	12,000	12,000	18,000	18,000	
Audit Committee	10,000	10,000	15,000	15,000	
Chief of Risk Management Committee	10,000	10,000	18,000	18,000	
Risk Management Committee	8,000	8,000	15,000	15,000	
Chief of Nomination and Remuneration	10,000	10,000	18,000	18,000	
Committee					
Nomination and Remuneration	8,000	8,000	15,000	15,000	
Committee					

Note: The Company does not provide remuneration and meeting allowances to the directors of the Company and the subcommittee executives who are executives, as well as employees of the Company.

However, the Company has a succession planning strategy in place to prioritize management, promote and support talented individuals, and ensure the Company's continued operations and achievement of its goals.

Resolution The meeting approved remuneration for the Company's directors and subcommittee executives for the fiscal year 2023 by no less than 2 out of 3 votes of the shareholders present and eligible to vote, as follows:

		Percentage of Total Votes	
Vote	Counting (Votes)	of Shareholders Present and	
		Eligible to Vote	
Agree	300,000,000	100	
Disagree	-	-	
Abstain	-	-	
Total	300,000,000	100	

T: 66 (02) 044-0134-5

Enclosures 2

i2 ENTERPRISE

Agenda Item 8: To consider and approve the amendment of the Company's objectives and the amendment of Article 3 of the Memorandum of Association regarding the Company's objectives

The Chairman assigned Mr. Atiporn Limcharoen, Chief Executive Officer, to present this

agenda item to the meeting.

Mr. Atiporn Limcharoen informed the meeting that due to the Company's expansion into battery energy storage systems, the Company's Memorandum of Association, specifically Article 3

regarding the Company's objectives, does not currently include this business operation. At the

Board of Directors' Meeting No. 2/2566 held on April 5, 2023, the Board approved the amendment

of the Company's Objective No. 10 and the addition of two new objectives, increasing the total

number of objectives from 80 to 82, with the following details:

Original Article 10:

Article 10: To engage in the business of trading machinery, engines, mechanical tools,

power tools, vehicles, generators, water pumps, wastewater treatment systems, and waste disposal

systems.

Amended Article 10:

Article 10: To engage in the business of trading, purchasing, procuring, leasing, leasing out,

hire-purchasing, owning, possessing, improving, utilizing, and otherwise managing any assets,

including machinery, engines, mechanical tools, power tools, vehicles, generators, water pumps,

wastewater treatment systems, and waste disposal systems.

And add 2 new objectives as follows:

Article 81: To engage in the business of producing, designing, installing, servicing, leasing,

hire-purchasing, procuring services for batteries, battery energy storage systems or other types,

including electrical control equipment, inverters, backup power supplies, power generators,

motors, control systems, as well as all types of electrical systems and associated equipment.

Article 82: To engage in the business of producing, storing, transporting, trading, or procuring

by any means, distributing by any means, importing into the Kingdom, and exporting out of the

Kingdom any goods or assets of all types, including anything that can be traded, such as digital assets, carbon credits, etc., as well as hiring, being hired, or supporting any business related to,

involving, continuing, being similar to, being necessary for, or being beneficial to the Company's

business operations. Details were provided in the meeting invitation letter previously sent to the

shareholders.

T: 66 (02) 044-0134-5



In the process of registering the amendment to the Company's objectives with the Department of Business Development, Ministry of Commerce, the Company proposes that the person assigned by the Board of Directors shall carry out the registration of the amendment to the Company's Memorandum of Association with the Department of Business Development, Ministry of Commerce. They have the authority to amend and add wording to comply with the Registrar's instructions and have the authority to perform any necessary or relevant actions to ensure the successful completion of the registration process.

Resolution The meeting approved the amendment of the Company's objectives and the amendment of Article 3 of the Memorandum of Association regarding the Company's objectives by a vote of not less than three-fourths of the total number of votes of the shareholders present and eligible to vote, as follows:

Vote	Counting (Votes)	Percentage of Total Votes of Shareholders Present and Eligible to Vote
Agree	300,000,000	100
Disagree	-	-
Abstain	-	-
Total	300,000,000	100

Agenda Item 9: Other Matters - None

With no further questions, the Chairman declared the meeting adjourned.

Meeting adjourned at 11:25 AM.

Signed -Signed- Chairman

(Mr. Sompote Valyasevi)

Chairman of the Board



For Agenda No.3 To acknowledge the performance of the Company in 2023

Financial Summary for the Year 2023

Total Revenues (Mil. Baht)		Consolidated Financial Statement		
Revenues from Sales and Services (Mil. Baht) 1,419,728,293 935,862,486 Gross Profit (Mil. Baht) 179,616,173 126,710,946 Net Profit (Loss) (Mil. Baht) 85,345,137 44,978,800 Total Assets (Mil. Baht) 2,041,348,981 793,527,145 Total Liabilities (Mil. Baht) 1,422,874,539 543,098,404 Shareholders 'equity of the Company (Mil. Baht) 618,474,442 250,428,741 Profitability: Gross Profit Magin (%) 12.65 13.54 Net Profit (Loss) Margin (%) 5.98 4.77 Return on investment: Return on equity (%) 5.97 6.45 Return on equity (%) 19.64 19.36 Liquidity & Stability of the service : 2.00 2.17 Current ratio (Times) 2.86 1.34 Debt to Equity ratio (Times) 2.30 2.17 Asset Turnover Inventory turnover ratio 4.38 16.96 Average product sales period 83.28 21.53 Accounts receivable turnover ratio 3.97 2.27 <th>Item Description</th> <th>Y2023</th> <th>Y2022</th>	Item Description	Y2023	Y2022	
Tropic Construction 179,616,173 126,710,946 Net Profit (Loss) (Mil. Baht) 85,345,137 44,978,800 Total Assets (Mil. Baht) 2,041,348,981 793,527,145 Total Liabilities (Mil. Baht) 1,422,874,539 543,098,404 Shareholders 'equity of the Company (Mil. Baht) 618,474,442 250,428,741 Profitability:	Total Revenues (Mil. Baht)	1,427,918,033	943,386,104	
Net Profit (Loss) (Mil. Baht)	Revenues from Sales and Services (Mil. Baht)	1,419,728,293	935,862,486	
Total Assets (Mil. Baht)	Gross Profit (Mil. Baht)	179,616,173	126,710,946	
Total Liabilities (Mil. Baht) 1,422,874,539 543,098,404	Net Profit (Loss) (Mil. Baht)	85,345,137	44,978,800	
Shareholders 'equity of the Company (Mil. Baht) 618,474,442 250,428,741 Profitability: Gross Profit Magin (%) 12.65 13.54 Net Profit (Loss) Margin (%) 5.98 4.77 Return on investment: Return on levestment: Return on equity (%) 5.97 6.45 Return on equity (%) 19.64 19.36 Liquidity & Stability of the service: Current ratio (Times) 2.86 1.34 Debt to Equity ratio (Times) 2.30 2.17 Asset Turnover Inventory turnover ratio 4.38 16.96 Average product sales period 83.28 21.53 Accounts receivable turnover ratio 3.97 2.27 Average collection period 91.98 160.70 Trade payable turnover ratio 3.33 2.57 Average repayment period 109.76 141.86 Cash Cycle 65.50 40.37 Per Share Data: 109.76 420,000,000 Number of registered shares (Shares) 420,000,000 300,000,000	Total Assets (Mil. Baht)	2,041,348,981	793,527,145	
Profitability: 12.65 13.54 Net Profit (Loss) Margin (%) 5.98 4.77 Return on investment:	Total Liabilities (Mil. Baht)	1,422,874,539	543,098,404	
Gross Profit Magin (%) 12.65 13.54 Net Profit (Loss) Margin (%) 5.98 4.77 Return on investment:	Shareholders 'equity of the Company (Mil. Baht)	618,474,442	250,428,741	
Net Profit (Loss) Margin (%) 5.98 4.77 Return on investment: Return on assets (%) 5.97 6.45 Return on equity (%) 19.64 19.36 Liquidity & Stability of the service : Current ratio (Times) 2.86 1.34 Debt to Equity ratio (Times) 2.30 2.17 Asset Turnover Inventory turnover ratio 4.38 16.96 Average product sales period 83.28 21.53 Accounts receivable turnover ratio 3.97 2.27 Average collection period 91.98 160.70 Trade payable turnover ratio 3.33 2.57 Average repayment period 109.76 141.86 Cash Cycle 65.50 40.37 Per Share Data: 109.76 420,000,000 Number of registered shares (Shares) 420,000,000 420,000,000 Number of fully paid shares (shares) 420,000,000 300,000,000 Book Value (Baht/Share) 0.50 0.50 Net Profit (Loss) (Baht/Share) 0.24 0.18 <td>Profitability:</td> <td></td> <td></td>	Profitability:			
Return on investment: 5.97 6.45 Return on assets (%) 5.97 6.45 Return on equity (%) 19.64 19.36 Liquidity & Stability of the service :	Gross Profit Magin (%)	12.65	13.54	
Return on assets (%) 5.97 6.45 Return on equity (%) 19.64 19.36 Liquidity & Stability of the service :	Net Profit (Loss) Margin (%)	5.98	4.77	
Return on equity (%) 19.64 19.36 Liquidity & Stability of the service : Current ratio (Times) 2.86 1.34 Debt to Equity ratio (Times) 2.30 2.17 Asset Turnover Inventory turnover ratio 4.38 16.96 Average product sales period 83.28 21.53 Accounts receivable turnover ratio 3.97 2.27 Average collection period 91.98 160.70 Trade payable turnover ratio 3.33 2.57 Average repayment period 109.76 141.86 Cash Cycle 65.50 40.37 Per Share Data: 420,000,000 420,000,000 Number of registered shares (Shares) 420,000,000 300,000,000 Number of fully paid shares (shares) 420,000,000 300,000,000 Book Value (Baht/Share) 0.50 0.50 Net Profit (Loss) (Baht/Share) 0.24 0.18	Return on investment:			
Liquidity & Stability of the service : 2.86 1.34 Current ratio (Times) 2.86 1.34 Debt to Equity ratio (Times) 2.30 2.17 Asset Turnover	Return on assets (%)	5.97	6.45	
Current ratio (Times) 2.86 1.34 Debt to Equity ratio (Times) 2.30 2.17 Asset Turnover Inventory turnover ratio 4.38 16.96 Average product sales period 83.28 21.53 Accounts receivable turnover ratio 3.97 2.27 Average collection period 91.98 160.70 Trade payable turnover ratio 3.33 2.57 Average repayment period 109.76 141.86 Cash Cycle 65.50 40.37 Per Share Data: Number of registered shares (Shares) 420,000,000 420,000,000 Number of fully paid shares (shares) 420,000,000 300,000,000 Book Value (Baht/Share) 0.50 0.50 Net Profit (Loss) (Baht/Share) 0.24 0.18	Return on equity (%)	19.64	19.36	
Debt to Equity ratio (Times) 2.30 2.17 Asset Turnover Inventory turnover ratio 4.38 16.96 Average product sales period 83.28 21.53 Accounts receivable turnover ratio 3.97 2.27 Average collection period 91.98 160.70 Trade payable turnover ratio 3.33 2.57 Average repayment period 109.76 141.86 Cash Cycle 65.50 40.37 Per Share Data: 420,000,000 420,000,000 Number of registered shares (Shares) 420,000,000 300,000,000 Book Value (Baht/Share) 0.50 0.50 Net Profit (Loss) (Baht/Share) 0.24 0.18	Liquidity & Stability of the service :			
Asset Turnover Inventory turnover ratio 4.38 16.96 Average product sales period 83.28 21.53 Accounts receivable turnover ratio 3.97 2.27 Average collection period 91.98 160.70 Trade payable turnover ratio 3.33 2.57 Average repayment period 109.76 141.86 Cash Cycle 65.50 40.37 Per Share Data: 109.76 420,000,000 Number of registered shares (Shares) 420,000,000 420,000,000 Number of fully paid shares (shares) 420,000,000 300,000,000 Book Value (Baht/Share) 0.50 0.50 Net Profit (Loss) (Baht/Share) 0.24 0.18	Current ratio (Times)	2.86	1.34	
Inventory turnover ratio 4.38 16.96 Average product sales period 83.28 21.53 Accounts receivable turnover ratio 3.97 2.27 Average collection period 91.98 160.70 Trade payable turnover ratio 3.33 2.57 Average repayment period 109.76 141.86 Cash Cycle 65.50 40.37 Per Share Data: 420,000,000 420,000,000 Number of registered shares (Shares) 420,000,000 300,000,000 Book Value (Baht/Share) 0.50 0.50 Net Profit (Loss) (Baht/Share) 0.24 0.18	Debt to Equity ratio (Times)	2.30	2.17	
Average product sales period 83.28 21.53 Accounts receivable turnover ratio 3.97 2.27 Average collection period 91.98 160.70 Trade payable turnover ratio 3.33 2.57 Average repayment period 109.76 141.86 Cash Cycle 65.50 40.37 Per Share Data: 109.76 109.76 Number of registered shares (Shares) 420,000,000 420,000,000 Number of fully paid shares (shares) 420,000,000 300,000,000 Book Value (Baht/Share) 0.50 0.50 Net Profit (Loss) (Baht/Share) 0.24 0.18	Asset Turnover			
Accounts receivable turnover ratio 3.97 2.27 Average collection period 91.98 160.70 Trade payable turnover ratio 3.33 2.57 Average repayment period 109.76 141.86 Cash Cycle 65.50 40.37 Per Share Data: 109.76 109.76 Number of registered shares (Shares) 420,000,000 420,000,000 Number of fully paid shares (shares) 420,000,000 300,000,000 Book Value (Baht/Share) 0.50 0.50 Net Profit (Loss) (Baht/Share) 0.24 0.18	Inventory turnover ratio	4.38	16.96	
Average collection period 91.98 160.70 Trade payable turnover ratio 3.33 2.57 Average repayment period 109.76 141.86 Cash Cycle 65.50 40.37 Per Share Data: Number of registered shares (Shares) 420,000,000 420,000,000 Number of fully paid shares (shares) 420,000,000 300,000,000 Book Value (Baht/Share) 0.50 0.50 Net Profit (Loss) (Baht/Share) 0.24 0.18	Average product sales period	83.28	21.53	
Trade payable turnover ratio 3.33 2.57 Average repayment period 109.76 141.86 Cash Cycle 65.50 40.37 Per Share Data: Number of registered shares (Shares) 420,000,000 420,000,000 Number of fully paid shares (shares) 420,000,000 300,000,000 Book Value (Baht/Share) 0.50 0.50 Net Profit (Loss) (Baht/Share) 0.24 0.18	Accounts receivable turnover ratio	3.97	2.27	
Average repayment period 109.76 141.86 Cash Cycle 65.50 40.37 Per Share Data: Number of registered shares (Shares) 420,000,000 420,000,000 420,000,000 300,000,000 Book Value (Baht/Share) 0.50 0.50 Net Profit (Loss) (Baht/Share) 0.24 0.18	Average collection period	91.98	160.70	
Cash Cycle 65.50 40.37 Per Share Data: Number of registered shares (Shares) 420,000,000 420,000,000 420,000,000 300,000,000 Number of fully paid shares (shares) 420,000,000 300,000,000 Book Value (Baht/Share) 0.50 0.50 Net Profit (Loss) (Baht/Share) 0.18	Trade payable turnover ratio	3.33	2.57	
Per Share Data: 420,000,000 420,000,000 Number of registered shares (Shares) 420,000,000 300,000,000 Number of fully paid shares (shares) 420,000,000 300,000,000 Book Value (Baht/Share) 0.50 0.50 Net Profit (Loss) (Baht/Share) 0.24 0.18	Average repayment period	109.76	141.86	
Number of registered shares (Shares) 420,000,000 420,000,000 Number of fully paid shares (shares) 420,000,000 300,000,000 Book Value (Baht/Share) 0.50 0.50 Net Profit (Loss) (Baht/Share) 0.24 0.18	Cash Cycle	65.50	40.37	
Number of fully paid shares (shares) 420,000,000 300,000,000 Book Value (Baht/Share) 0.50 0.50 Net Profit (Loss) (Baht/Share) 0.24 0.18	Per Share Data:			
Book Value (Baht/Share) 0.50 Net Profit (Loss) (Baht/Share) 0.24 0.18	Number of registered shares (Shares)	420,000,000	420,000,000	
Net Profit (Loss) (Baht/Share) 0.24 0.18	Number of fully paid shares (shares)	420,000,000	300,000,000	
	Book Value (Baht/Share)	0.50	0.50	
Dividends (Baht/Share) 0.1* 0.075	Net Profit (Loss) (Baht/Share)	0.24	0.18	
	Dividends (Baht/Share)	0.1*	0.075	

Remark:* The Board of Directors 'Meeting No.1/2024 held on 20 February 2024 passed a resolution to pay dividend payment from profits of the operation results for the fiscal year ended 31 December 2023 at Baht 0.1 per share for total amount of approximately Baht 42 Million, of which 0.032 Baht per share totaling Baht 13.44 Million was paid as an interim dividend on 12 January 2024. The final payment will be 0.068 Baht per share totaling Baht 28.56 million, and approved to schedule the date to determine the shareholders' name, entitled to receive the dividend on May 24,2024 (Record Date) and the dividend payment date is scheduled on 5 March 2024, The granting of such rights by the company remains uncertain pending approval at the shareholders' meeting.



Supporting Information for Agenda Item 5: Approval of the Appointment of Auditors and Determination of Audit Fees for 2024

Information on Auditors for 2024

1. List of Auditors

According to Section 120 of the Public Limited Companies Act B.E. 2535 (1992) and Article 36 of the Company's Articles of Association, which stipulate that the Annual General Meeting of Shareholders shall appoint an auditor and determine the auditing fee annually. The appointment of the auditor may be made by re-appointing the same auditor. Additionally, according to the Notification of the Capital Market Supervisory Board, the Company is required to rotate auditors if the auditor has performed their duties for seven fiscal years, whether consecutive or not. This rotation does not necessarily require changing the audit firm; the Company may appoint other auditors from the same audit office to replace the former auditor.

Criteria for Consideration: Independence of the auditors, experience, and expertise at a professional standard level.

Opinion of the Audit Committee and the Board of Directors: In 2024, the Audit Committee and the Board of Directors have considered the qualifications of the Company's auditors by taking into account the independence of the auditors, their expertise and audit experience, as well as the audit fees. They deemed it appropriate to propose the appointment of three certified public accountants from EY Office Company Limited as the Company's auditors for the year 2024. The list of the Company's auditors is as follows:

Name	Linaura Numban	Number of Years as Auditor
<u>Name</u>	<u>License Number</u>	of the Company
1. Mr. Khitsada Lerdwana	4958	1 Year
and/or 2. Miss Kosum Cha-Em	6011	0 Years
and/or 3. Mrs. Poonnard Paocharoen	5238	0 Years

Note Relationship and Conflict of Interests – EY Office Company Limited and the proposed auditors for appointment as the Company's auditors do not have any relationship or conflict of interest with the Company, management, major shareholders or any person associated with such individuals in a manner that would affect their ability to perform their duties independently.

Unit : Baht



2. Audit Fees

Criteria for Consideration: The Company's growth trends, business risk levels, complexity of financial reports, as well as a comparison with the audit fees of other audit firms in the same industry.

Opinion of the Audit Committee and the Board of Directors: It is proposed that the Shareholders' Meeting consider and approve the audit fee for the year 2024 at an amount not exceeding 1,800,000 baht, excluding other expenses.

Comparison of Audit Fees for 2023 and 2024

ltem	Increase/	2024 (Proposed	2023
item	(Decrease)	Year)	2023
Audit fee	300,000	1,800,000	1,500,000
Opening balance audit fee	(300,000)		300,000
Other Fees		Actual Payment	Actual Payment
Total Audit fee rate		1,800,000	1,800,000



Consideration in Agenda Item 6: To consider and approve the appointment of directors to replace

those who are due to retire by rotation.

Profile of the Proposed Director for Appointment

Name Mr. Sompote Valyasevi Age 57 Nationality Thai

Educational Background Bachelor's Degree Engineering

Kasetsart University

Master's Degree Finance

University of Dallas, United States

Doctorate International Business

Joint Doctoral Degree Program

between CU, TU and NIDA

Training in Board Roles and Responsibilities Director Accreditation Program, Class 86/2011

Director Certification Program, Class 296/2020

Advance Audit Committee Program, Class 31/2018

Positions held in other listed companies/other significant organizations/positions held in competing businesses related to the company's business

Other publicly listed companies		ther publicly listed companies Other (significant) non-listed companies		Position Held in Competing/Related to the Company's Business	
No.	Position	No.	Position	No.	Position
1	Director/Executive Committee/	5	Executive Committee	-	- None -
	Risk Management Committee/		Asia Precision Co., Ltd.		
	Nomination and Remuneration				
	Committee/		Executive Committee		
	Chief Executive Officer		A2 Technologies Co., Ltd.		
			Director		
			APCS Technology Co., Ltd.		
			Advisor to the Chairman of the		
			House of Representatives		
			Committee on Budget Planning and		
			Tracking		
			Managerial Director		
			Agri Active Company Limited		

Type of Director Proposed for Appointment

Chairman of the Board/ Independent Director

Number of Years as Director

1 year 9 months (since the company converted to a public company)



Shares Held in the Company

200,000 shares, equivalent to 0.04% ownership (as of

December 31, 2023)

Direct and Indirect Interests in any Business where the Company is a Party to the Contract None

Attendance Record for Meetings in 2023 Attended 7 out of 7 total meetings

Note: Including shareholdings of spouse and minor children.



Profile of the Proposed Director for Appointment

Name Mr. Yutthachai Toonpun Age 43 Nationality Thai

Educational Background Bachelor's Degree Engineering/

Telecommunication

Engineering

Suranaree University

of Technology

Training in Board Roles and Responsibilities Director Accreditation Program, Class 186/2564

Director Certification Program, Class 322/2565

Positions held in other listed companies/other significant organizations/positions held in competing businesses related to the company's business

Othe	r publicly listed companies	Oth	er (significant) non-listed companies	Position Held in Competing/Related to the Company's Business	
No.	Position	No.	Position	No.	Position
-	-	-	-	-	- None -

Type of Director Proposed for Appointment Director

Number of Years as Director 1 year 9 months (since the company converted to a

public company)

Shares Held in the Company 34,430,000 shares, equivalent to 8.20% (as of December

31, 2023)

Direct and Indirect Interests in any Business where the Company is a Party to the Contract

None

Attendance Record for Meetings in 2023 Attended 7 out of 7 total meetings

Note: Including shareholdings of spouse and minor children.



Definition of Independent Director

The Company has defined the definition of an independent director which is equivalent to the minimum requirements of the Securities and Exchange Commission (SEC) or the Stock Exchange of Thailand, regarding shareholding in the Company, not being an employee, officer, salaried consultant, or controlling person of the Company, as well as having no business relationship, and possessing the following qualifications:

- 1. Holding not more than 1 percent of the total voting shares of the Company, parent company, subsidiaries, associated companies, or juristic persons which may have conflicts of interest, including shares held by related persons.
- 2. Not being or having been a director participating in management, an employee, officer, monthly-paid consultant, or a controlling person of the Company, parent company, subsidiaries, associated companies, subsidiaries of the same level, or juristic persons which may have conflicts of interest, unless having been disqualified from such position for not less than 2 years prior to the date of appointment as the Company's director.
- 3. Not being a person related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of child, of any executive, major shareholder, controlling person, or person to be nominated as an executive or a controlling person of the Company or its subsidiaries.
- 4. Not having or having had a business relationship with the Company, parent company, subsidiaries, associated companies, or juristic persons which may have conflicts of interest, in a manner that may interfere with his/her independent judgment, or not being or having been a major shareholder, non-independent director, or executive of any entity having business relationship with the Company, parent company, subsidiaries, associated companies, or juristic persons which may have conflicts of interest, unless having been disqualified from such position for not less than 2 years prior to the date of appointment as the Company's director.
- 5. Not being or having been an auditor of the Company, parent company, subsidiaries, associated companies, or juristic persons which may have conflicts of interest, and not being a major shareholder, non-independent director, executive, or managing partner of the audit firm which employs the auditor of the Company, parent company, subsidiaries, associated companies, or juristic persons which may have conflicts of interest, unless having been disqualified from such position for not less than 2 years prior to the date of appointment as the Company's director.
- 6. Not being or having been a professional service provider, including legal or financial advisor, receiving an annual service fee exceeding 2 million baht from the Company, parent company, subsidiaries, associated companies, or juristic persons which may have conflicts of interest. In the case that the professional service provider is a juristic person, it shall include being a major shareholder, non-independent director, executive, or managing partner of that professional service provider, unless having been disqualified from such position for not less than 2 years prior to the date of appointment as the Company's director.



- 7. Not being a director appointed as a representative of the Company's directors, major shareholders, or shareholders related to the major shareholders of the Company.
- 8. Not operating a business of the same nature and in significant competition with the business of the Company or its subsidiaries, or not being a significant partner in a partnership, or a director participating in management, an employee, an officer, a monthly paid consultant, or holding shares exceeding 1 percent of the total voting shares of another company operating a business of the same nature and in significant competition with the business of the Company or its subsidiaries.
- 9. Not having any other characteristics that may impair their ability to express independent opinions regarding the Company's operations.



Documents or Evidence Showing the Status of Shareholder or Proxy Entitled to Attend the Meeting

In order to ensure that the shareholders' meeting of the listed company is transparent, fair and beneficial to the shareholders, the company requires the verification of documents or evidence of shareholders or proxies who are entitled to attend the meetings for shareholders to adhere to. However, since some shareholders may not be familiar with the practices used in the general meeting of shareholders, the company reserves the right to relax the submission of documents or evidence of shareholders or proxies entitled to attend the meeting on a case-by-case basis as the Company deems appropriate.

1. Natural Person

1.1. The shareholder who is of Thai nationality

- 1.1.1. Identification card of the shareholder (National ID card, government official ID card, or state enterprise employee card)
- 1.1.2. In case of proxy granting, a copy of the identification card of the grantor and the identification card or passport (for foreigners) of the proxy

1.2. The shareholder who is a foreign national

- 1.2.1. Passport of the shareholder
- 1.2.2. In case of proxy granting, a copy of the passport of the grantor and the identification card or passport (for foreigners) of the proxy

2. Juristic Person

2.1. Juristic Person Registered in Thailand

- 2.1.1. Certificate of Incorporation issued not exceeding 6 months by the Department of Business Development, Ministry of Commerce.
- 2.1.2. Copy of identification card or passport (for foreigners) of the authorized director(s) who signed the proxy form, along with the identification card or passport (for foreigners) of the proxy

2.2. Juristic Person Registered Overseas

- 2.2.1. Certificate of Incorporation
- 2.2.2. A copy of the identification card or passport (in the case of foreigners) of the authorized director who has signed the proxy form, along with their identification card or passport, or the passport (in the case of foreigners) of the proxy holder.

In case of copies of documents, they must be certified as true copies. If the documents were prepared overseas, they should be notarized by a Notary Public within 12 months before the date of the shareholders' meeting.

Shareholders or proxies can register and submit the documents or evidence for inspection at the meeting venue starting from 1:00 p.m. on April 25, 2024, onwards.



<u>Remarks</u>

In the case that shareholders cannot attend the 2024 General Meeting of Shareholders, they may appoint an independent director of the Company as their proxy to attend the meeting and cast votes on their behalf by sending the completed proxy form to the meeting of I2 Enterprise Public Company Limited at Meeting Room 211-213, BITEC Exhibition and Convention Center (BITEC Bangna), 88 Debaratna Road, Bang Na Tai Subdistrict, Bangkok.



Provisions of the Company's Articles of Association Relating to the Shareholders' Meeting <u>Chapter 5 Board of Directors</u>

- Article 15 The Company shall have a Board of Directors consisting of not less than five (5) directors to conduct the business of the Company, not less than one-half (1/2) of whom shall reside within the Kingdom of Thailand, and shall possess the qualifications and shall not possess the prohibited characteristics prescribed by law. The directors of the Company may or may not hold shares in the Company. The Board of Directors shall be responsible for the management of the Company's business and shall have the authority and duties to ensure that the operations comply with the laws, objectives, Articles of Association of the Company, and resolutions of the shareholders' meetings.
- Article 16. The election of directors by the shareholders' meeting shall be conducted by majority vote in accordance with the following principles and procedures:
 - (1) Each shareholder shall have one (1) vote for each one (1) share they hold.
 - (2) Each shareholder may exercise all the votes he or she has under (1) to elect one or more directors. In the event of electing several directors, he or she may not divide his or her votes in any to any person in any number.
 - (3) The persons receiving the highest number of votes in descending order shall be elected as directors for the number of directors to be elected or to be elected at that time. In the event that the persons elected in the next order have the same number of votes exceeding the number of directors to be elected or to be elected at that time, the chairman of the meeting shall cast a deciding vote to obtain the number of directors to be elected or to be elected at that time.
- Article 17. At every annual general meeting of shareholders, one-third (1/3) of the directors shall retire from office. If the number of directors cannot be divided exactly into three parts, the number of directors closest to one-third (1/3) shall retire. In the first and second years after the registration of the Company, the directors who retire shall be determined by drawing lots. For subsequent years, the directors who have been in office the longest shall retire. A retiring director is eligible for re-election.

Article 18 Apart from completing their term, a director shall vacate office upon.

- (1) Death.
- (2) Resignation.
- (3) Loss of qualification, or being prohibited by law, including laws related to public limited companies and securities and stock market regulations.
- (4) Shareholders' meeting resolution to remove the director according to Article 20.
- (5) Court order to vacate.



Article 19. Any director wishing to resign from office shall submit a resignation letter to the Company, and the resignation shall be effective from the date on which the resignation letter reaches the Company.

The director who resigns under the first paragraph may also notify the Registrar of his/her resignation under the Public Limited Companies Act

- Article 20. The shareholders' meeting may pass a resolution to remove any director from office prior to the expiration of the director's term of office, by a vote of not less than three-quarters (3/4) of the number of shareholders present and eligible to vote, and having shares totaling not less than one-half (1/2) of the number of shares held by the shareholders the total number of shareholders present and eligible to vote.
- Article 21. In the event that a director's position becomes vacant for a reason other than the end of his or her term, the Board of Directors shall select a person who is qualified and does not possess any prohibited characteristics under the law, including the Public Limited Companies Act and the Securities and Exchange Act, to be a director at the next meeting of the Board of Directors, unless the remaining term of office of the vacant directorship is less than two (2) months. The person who is appointed as a director in this way shall remain in office only for the remaining term of the director whom he or she replaces.

The resolution of the Board of Directors under the first paragraph shall be passed by a vote of not less than three-quarters (3/4) of the number of the remaining directors.

In case the number of vacant director positions causes the number of remaining directors to be less than the number required to constitute a quorum, the remaining directors shall call a shareholders' meeting to elect directors to fill all the vacant directorships within one (1) month from the date the number of directors is less than the number required for a quorum. The persons elected as directors shall remain in office only for the remaining terms of the directors whom they replace.

Article 22. Directors are entitled to receive remuneration from the Company in the form of rewards, meeting allowances, gratuities, bonuses, or other benefits, as the shareholders' meeting may determine by a vote of not less than two-thirds (2/3) of the total votes of the shareholders present at the meeting. The remuneration may be a fixed amount or governed by specific rules, and may be determined from time to time or continuously until it is changed by a resolution of the shareholders' meeting. In addition, directors are entitled to receive per diem and other welfare benefits in accordance with the Company's rules.



The provision in the first paragraph shall not affect the rights of the Company's directors appointed from the Company's staff members or employees in receiving remuneration and benefits as staff members or employees of the Company.

- Article 23. The Board of Directors shall select one director to be the Chairman of the Board. In the event that the Board of Directors deems it appropriate, it may also select one or more directors to be vice chairmen of the board. The vice chairmen of the board shall have the duties set out in the regulations in the matters which the Chairman of the Board delegates.
- Article 24. At a Board of Directors' meeting, at least one-half (1/2) of the total number of directors must be present to constitute a quorum. The Chairman shall preside over the Board meetings. If the Chairman is not present or unable to perform duties, and there is a Vice Chairman, the Vice Chairman shall act as the chairman. If there is no Vice Chairman or the Vice Chairman is unable to perform duties, the directors present shall elect one among themselves to be the chairman of that meeting.

Decisions at the Board meeting shall be made by a majority vote, with each director having one (1) vote unless a director who has a conflict of interest in a particular matter shall not have the right to vote on that matter. In case of a tie, the chairman of the meeting shall have a casting vote.

In the event that a Board meeting is held electronically, the meeting must be conducted in accordance with the principles, methods, conditions, and standards set forth in any relevant laws, regulations, and/or orders that are in effect on the date of the Board meeting

- Article 25 For calling a Board of Directors meeting, the Chairman of the Board or a person entrusted by the Chairman shall send out a notice calling for such meeting to the directors not less than seven (7) days prior to the date of the meeting. Except in cases of urgent necessity to protect the rights and interests of the company, the Chairman of the Board or any other person assigned to do so may notify the meeting by other means and set an earlier date for the meeting. However, if the meeting is an electronic meeting, the company may send the meeting invitation by email.
- Article 26 In conducting the business of the Company, the directors must perform their duties in accordance with the laws, objectives, and the Company's articles of association, as well as the resolutions of the shareholders' meetings with honesty and prudence while safeguarding the interests of the company.
- Article 27 No director is allowed to operate any business which has the same nature as and is in competition with the business of the Company, or to become a partner in an ordinary partnership or a partner of unlimited liability in a limited partnership or a director of a private or public company



operating a business which has the same nature as and is in competition with the business of the Company, whether for their own or others' benefits, unless prior notice is given to the shareholders' meeting prior to the resolution for his/her appointment.

- Article 28 The Board of Directors shall hold a meeting at least once every three (3) months in the province where the head office of the Company is located or a nearby province, or at any other place as decided by the Chairman of the Board. The date, time and venue of the meeting shall be determined at the discretion of the Chairman of the Board.
- Article 29 The authorized directors whose signatures shall be binding on the Company are Mr. Atiporn Limcharoen or Mr. Phaithoon Pramounchaikun or Mr. Yutthachai Toonpun, with any two cosigning and affixing the Company's seal. The Board of Directors shall have the authority to consider, determine and amend the list of authorized directors who can sign to bind the Company.

Chapter 6: General Meeting of Shareholders

Article 30 The Board of Directors shall convene an annual general meeting of shareholders within four (4) months from the last day of the fiscal year of the Company. This meeting is called the "Annual General Meeting."

Meetings of shareholders other than those specified in the first paragraph shall be called "Extraordinary Meetings." The Board of Directors may call an Extraordinary Meeting of Shareholders whenever it deems appropriate.

Any shareholder(s) holding, in aggregate, not less than ten (10) percent of the total number of issued shares, may request the Board of Directors to convene an extraordinary general meeting of shareholders at any time. However, the subject matter and reasons for requesting the meeting must be clearly stated in the request. In such a case, the Board of Directors must convene the meeting within forty-five (45) days of receiving the request from the shareholder(s).

If the Board of Directors fails to convene a meeting within the time limit specified in paragraph three, the shareholder(s) who submitted the request or other shareholder(s) holding, in aggregate, the number of shares required may call a meeting themselves within forty-five (45) days of the expiration of the time limit specified in paragraph three. In such a case, the meeting shall be deemed to be a meeting of shareholders called by the Board of Directors, and the company shall be responsible for all necessary expenses incurred in connection with the arrangement and facilitation of the meeting as appropriate.



In the case where, at an extraordinary meeting called by the shareholders under paragraph four, the number of shareholders attending does not constitute a quorum as specified in Article 32, the shareholder(s) under paragraph four shall be jointly and severally liable to reimburse the company for all expenses incurred in connection with the arrangement of the meeting.

Article 31 In calling a meeting of shareholders, the Board of Directors shall prepare a written notice calling the meeting which shall state the venue, date, time, agenda of the meeting and the matters to be proposed to the meeting together with reasonable details by indicating clearly whether it is a matter proposed for acknowledgment, for approval or for consideration, including the opinions of the Board of Directors on the said matters, and shall be delivered to the shareholders and the Registrar not less than seven (7) days prior to the date of the meeting. The notice calling for the meeting shall also be published in a newspaper for at least three (3) consecutive days no less than three (3) days prior to the date of the meeting.

The meeting of shareholders shall be held in the province where the head office of the Company is located or a nearby province as determined by the Board of Directors, or the meeting may be held via electronic means if deemed appropriate by the Board. In the case of a meeting of shareholders via electronic means, the meeting shall be conducted in accordance with the criteria, procedures, rules, and/or any relevant orders that are in force on the date of that meeting of shareholders.

Article 32 At a meeting of shareholders, there shall be shareholders and proxies (if any) attending the meeting in a number of not less than twenty-five (25) persons or not less than one-half (1/2) of the total number of shareholders, and holding shares amounting to not less than one-third (1/3) of the total number of issued shares, to constitute a quorum.

If after one (1) hour from the time scheduled for the meeting, the number of shareholders present is inadequate to form a quorum as specified in paragraph one, and if such a meeting of shareholders was requested by the shareholders, such meeting shall be canceled. If the meeting was not called due to a request by the shareholders, a new meeting shall be scheduled. In such case, notices calling for the meeting shall be sent to the shareholders not less than seven (7) days prior to the date of the meeting. At the subsequent meeting, no quorum shall be required.

Article 33 The Chairman of the Board shall preside over the meetings of shareholders. If the Chairman is not present or is unable to perform his/her duties, the Vice Chairman shall act as the chairman of the meeting. In the absence of the Vice Chairman or if the Vice Chairman is unable to perform his/her duties, the shareholders present shall elect one of the shareholders to act as the chairman of that meeting.



Article 34 In voting at a meeting of shareholders, one (1) share is entitled to one (1) vote. Any shareholder who has a special interest in any matter shall not be entitled to vote on such matter, except for the election of directors.

Article 35 The resolution of the shareholders' meeting shall require the following votes:

- (1) In normal cases, a majority vote of the shareholders who attend the meeting and have the right to vote shall be required. In case of a tie, the chairman of the meeting shall have an additional casting vote.
- (2) In the following cases, a resolution shall be passed by not less than three-quarters (3/4) of the total votes of the shareholders attending the meeting and eligible to vote:
 - (a) The sale or transfer of the whole or substantial part of the Company's business to any other person.
 - (b) The purchase or acceptance of transfer of businesses of other public or private companies by the Company.
 - (c) The making, amendment or termination of contracts relating to the leasing out of the whole or substantial part of the Company's business, the assignment to any person to manage the Company's business, or the merger with any other person with the objective of profit and loss sharing.
 - (d) Amendments to the Company's Memorandum or Articles of Association.
 - (e) Increase or decrease of the Company's registered capital.
 - (f) Issuance of debentures or any other securities under the laws governing securities and stock exchange.
 - (g) The merger of the Company with another company.
 - (h) Dissolution of the Company.

Article 36 The matters which should be conducted at the annual general meeting of shareholders are as follows:

- (1) To acknowledge the annual report of the Board of Directors presenting the Company's operational results for the past year.
- (2) To consider and approve the balance sheet and profit and loss statements.
- (3) To consider and approve the allocation of profits and dividend payment.
- (4) To consider the election of new directors to replace those retiring by rotation.
- (5) To consider the determination of directors' remuneration.
- (6) To appoint the auditor and fix the auditing fee.
- (7) Other businesses.



Chapter 7 Accounts, Finance and Auditing

- Article 37 The fiscal year of the Company shall commence on the 1st of January and end on the 31st of December of every year.
- Article 38 The Company shall cause accounts to be made and kept, and audited in accordance with relevant laws, and shall cause to be made a balance sheet and profit and loss account at least once in every twelve (12) months which is the accounting period of the Company.
- Article 39 The Board of Directors shall cause proper balance sheets and profit and loss accounts to be made as of the end of the Company's accounting period, and submit them to the annual general meeting of shareholders for approval. The auditor must complete the auditing of the balance sheet and profit and loss accounts before they are submitted to the meeting of shareholders.
- Article 40 The Board of Directors shall send the following documents to the shareholders together with the notice calling for an annual general meeting:
 - (1) Copies of the audited balance sheet and profit and loss statements together with the auditor's report; and
 - (2) The annual report of the Board of Directors and supporting documents.
- Article 41 The auditor must not be a director, employee, staff member or hold any other position in the Company
- Article 42 The auditor shall have the power to examine the accounts, documents and other evidence relating to the revenues, expenses, assets and liabilities of the Company during office hours. In this regard, the auditor is empowered to request explanations from directors, staff, employees holding any position in the Company, and the Company's representatives, including instructions to present facts or forward documents or evidence pertaining to the Company's operations.
- Article 43 The auditor has the duty to attend every meeting of shareholders whenever there is consideration of the balance sheets, profit and loss statements, and issues concerning the Company's accounts, in order to explain the auditing work to the shareholders. The company shall deliver to the auditor all reports and documents of the company that the shareholders are entitled to receive at the general meeting of shareholders.



Chapter 8: Dividends and Reserves

Article 44 Dividend payments are prohibited from sources other than profits. In the case where the company still has accumulated losses, dividend payments are prohibited.

Dividends shall be distributed according to the number of shares equally unless the company has issued preferred shares with different dividend rights specified for those preferred shares compared to ordinary shares. In that case, dividends shall be allocated as stipulated. Dividend payments must be approved by the shareholders' meeting.

The Board of Directors may pay interim dividends to shareholders from time to time if the company's profit justifies such payment. After the interim dividends are paid, the dividend payment must be reported to the shareholders at the next shareholders' meeting.

Dividend payments must be made within one (1) month from the date of the resolution of the shareholders' meeting or the Board of Directors' meeting, as the case may be. A written notice must be sent to the shareholders, and the dividend payment must be advertised in a newspaper for not less than three (3) consecutive days.

In the case where the company has not sold all registered shares or has registered a capital increase, the company may pay all or part of the dividends by issuing new ordinary shares to the shareholders upon approval from the shareholders' meeting.

Article 45 The company must allocate a portion of the net profit for the year as reserves, not less than five (5) percent of the net profit for the year, minus any accumulated losses brought forward (if any), until such reserves reach not less than ten (10) percent of the registered capital. The Board of Directors may propose to the shareholders' meeting for approval the allocation of reserves of other types as deemed appropriate.

Stamp Duty 20 Baht

Form of Proxy, Form A

	Made at
	Date Year
(1)	I/Weresiding/located at No
	,
•	Province Postal Code Tel.
	being a shareholder of I2 Public Company Limited, holdingshares in total which
	are entitled to cast votes as follows:
	ordinary shares:shares in total which are entitled to cast votes;and
	preferred shares:shares in total which are entitled to cast votes,
(3)	I/We wish to appoint
	☐ (1) age years, residing/located at No
	,
	, Province
	☐ (2) age years, residing/located at No
	,, Amphoe/Khet
	, Province, or
	(3) Mr.Chanakan Sriratanaban (Chairman of the Nomination and Remuneration Committee /
Audit Comm	ittee / Risk Committee / Independent Directors) age50years, residing/located at No. 28/84
-	Road, Tambol /Kwaeng <u>dindaeng</u> <u>Amphoe</u> /Khet <u>dindaeng</u> Province <u>Bangkok</u>
Postal Code	10400
	Any one of them as my/our proxy to attend and vote on my/our behalf at the 2024 Annual General
Meeting of S	hareholders on 25 April 2024 at 14:00 pm. At Meeting Room 211-212 Bangkok International Trade &
Exhibition Ce	entre: (BITEC) 88 Debaratna road, Bangna Tai, Bangna, Bangkok 10260, Thailand, or such other date,
time and pla	ace as may be adjourned.
	Any acts or performance caused by the proxy at the above meeting shall be deemed as my/our
acts and per	formance in all respects.
•	' '
	Signed Grantor
	()
	Signed Grantee

(_____)

Signed	. Grantee
(_)

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

Stamp Duty 20 Baht

Form of Proxy, Form B

			Made at	
			Date Month	Year
(1) 1/	We		nationality	residing/located at No
	-	Road,	Tambol/Kwaeng	
Amphoe/Khet	-	Province .		Postal Code Tel.
(2) b	eing a shareholder	 of I2 Public Company Li	mited, holding	shares in total which
	_	votes as follow	_	
(ordinary shares:	shares in total whi	ich are entitled to cast v	votes: and
	•	shares in total wh		
ľ	orerenea shares	silares in total will	ich are entitled to east v	otes,
(3) 1/	We wish to appoin	t		
	□ (1)		age	years, residing/located at No
		Roac	l, Tambol/Kwaeng	, Amphoe/Khet
	, Pro	vince	Postal Co	ode,or
	☐ (2)		age	years, residing/located at No
		Roac	l, Tambol/Kwaeng	, Amphoe/Khet
	, Pro	vince	Postal Co	ode,or
	☐ (3) <u>Mr.Chanakan</u>	Sriratanaban (Chairman	of the Nomination and	Remuneration Committee / Audit
Committee /	Risk Committee /) age <u>50 yea</u> ı	rs, residing/located at No. <u>28/84</u>
<u></u>	Road, Tambol /	Kwaeng <u>dindaeng</u>	Amphoe/Khet <u>din</u>	daeng Province <u>Bangkok</u>
Postal Code 1	.0400			
Д	any one of them as	my/our proxy to attend	and vote on my/our be	half at the 2024 Annual General
Meeting of Sh	areholders on 25 A	pril 2024 at 14:00 pm. At	Meeting Room 211-212	Bangkok International Trade &
Exhibition Cer	ntre: (BITEC) 88 De	baratna road, Bangna Ta	i, Bangna, Bangkok 1020	60, Thailand, or such other date,
time and plac	e as may be adjou	rned.		
(4) \	We authorise our p	roxy to cast the votes or	our behalf at the above	e meeting in the following
manner:				
Agenda no. 1	To consider and	d adopt the Minutes of th	ne 2023 Annual General	Shareholders' Meeting
rigeriaa no. 1		·		our behalf at its own discretion.
	□ (a)	, ,	•	with the following instructions:
	_ (0)	Approve		Abstain
Agenda no 2	To acknowledge	the Company's operation		

			()
		Sig	ned	Grantor
•	·	e caused by the proxy med as my/our acts and		ting, except voting in contravention of l respects.
considers or res	solves on any m	atter other than those	stated above, or t	ndicated on any agenda, the meeting there is any change or addition to the behalf at his/her own discretion.
the shareholder	·.			en cast by me/us in my/our capacity as
			_	ith my/our specified instruction in this
Agenda no. 8 Ar	ny other matter (i	f any)		
Agenda no. 7	To consider the		o cast the votes or	my/our behalf at its own discretion. Ince with the following instructions: Abstain
Agenda no. 6	To consider the	The proxy is entitled t	o cast the votes or	place those who retired by rotation. my/our behalf at its own discretion. nce with the following instructions: Abstain
Agenda no. 5	To consider the (a) (b)	, ,	o cast the votes or	ne the audit fee. my/our behalf at its own discretion. nce with the following instructions: Abstain
Agenda no. 4	To consider the		o cast the votes or	nd dividend payment. my/our behalf at its own discretion. nce with the following instructions: Abstain
Agenda no. 3	To consider and		o cast the votes or	t December 31, 2023. my/our behalf at its own discretion. nce with the following instructions: Abstain

Grantee		Signed <u>.</u>
)		(_
Grantee		Signed
)	,	(

Remarks

- 1. A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.
- 2. In case there are more agendas to be discussed than those specified above, the grantor may make additional authorization in the Attachment to Proxy Form B.

Attachment to Proxy Form B.

A proxy is granted by a shareholder of I2 Public Company Limited. For the 2024 Annual General Meeting of Shareholders on 25 April 2024 at 14:00 pm. At Meeting Room 211-212 Bangkok International Trade&Exhibition Centre: (BITEC) 88 Debaratna road, Bangna Tai, Bangna, Bangkok 10260, Thailand

The proxy is entitled to cast the votes on my/our behalf at its own discretion.
The proxy must cast the votes in accordance with the following instructions:
☐ Approve ☐ Disapprove ☐ Abstain
The proxy is entitled to cast the votes on my/our behalf at its own discretion.
The proxy must cast the votes in accordance with the following instructions:
\square Approve \square Disapprove \square Abstain
The proxy is entitled to cast the votes on my/our behalf at its own discretion.
The proxy must cast the votes in accordance with the following instructions:
☐ Approve ☐ Disapprove ☐ Abstain
The proxy is entitled to cast the votes on my/our behalf at its own discretion.
The proxy must cast the votes in accordance with the following instructions:
☐ Approve ☐ Disapprove ☐ Abstain

Stamp Duty 20 Baht

Form of Proxy, Form C

			Made at_		
			Date	Month	Year
(1) We	located	d at No)	Road,
Tambol/Kv	vaeng	, Ampho	oe/Khet		Province
	Postal Code	Tel.		in our capacity a	s the custodian for,
being a sha	areholder of I2 Public Com	npany Limited, holdir	ng shares in tota	al which are entitle	ed to cast votes as
	ordinary shares:	shares in total which	n are entitled to	cast votes;	and
	preferred shares:	shares in total which	n are entitled to	cast votes,	
(2)	I/We wish to appoint				
	☐ (1)		age	vears, re	siding/located at No
	, Province				
	(2 <u>)</u>				
	, Province				
	(3) Mr.Chanakan Srii	ratanaban(Chairmai	n of the Nomin	ation and Remune	eration Committee /
Audit Com	mittee / Risk Committee /	' Independent Directo	ors) age <u>50</u>	<u>years</u> , residing/l	ocated at No. <u>28/84.</u>
-	Road, Tambol /Kwae	eng <u>dindaeng</u>	Amphoe/Khe	et <u>dindaeng</u>	Province <u>Bangkok</u>
Postal Cod	e <u>10400</u>				
	Any one of them as my/	our proxy to attend a	and vote on my/	our behalf at the	2024 Annual General
Meeting of	Shareholders on 25 April 2	2024 at 14:00 pm. At	Meeting Room	211-212 Bangkok I	nternational Trade &
Exhibition (Centre: (BITEC) 88 Debarat	na road, Bangna Tai,	Bangna, Bangkol	k 10260, Thailand	, or such other date,
time and p	lace as may be adjourned.				
(3)	We authorise our proxy	to attend the meeti	ing and cast the	e votes on our bel	half in the following
manner:					
Th	e voting right in all the vot	ing shares held by us	is granted to th	e proxy.	
Th	e voting right in part of the	e voting shares held b	y us is granted t	to the proxy as foll	OWS:
Or	dinary shares:	shares in total,	which are entitl	led to cast	votes; and
Pre	eferred shares:	shares in total,	which are entitl	led to cast	votes,
То	tal:v	otes			

(4) We	authorise our proxy to cast the votes on our behalf at the above meeting in the following
manner:	
Agenda no. 1	To consider and adopt the Minutes of the 2023 Annual General Shareholders' Meeting. (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion. (b) The proxy must cast the votes in accordance with the following instructions: Approve Disapprove Abstain
Agenda no. 2	To acknowledge the Company's operating result report of the year 2023.
Agenda no. 3	To consider and approval of the Financial Statements as at December 31, 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 the following instructions: Approve Disapprove Abstain
Agenda no. 4	To consider the approval of the appropriation of profits and dividend payment. (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion. (b) The proxy must cast the votes in accordance with the following instructions: Approve Disapprove Abstain
Agenda no. 5	To consider the appointment of the auditors and determine the audit fee. (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion. (b) The proxy must cast the votes in accordance with the following instructions: Approve Disapprove Abstain
Agenda no. 6	To consider the election of the Company's directors to replace those who retired 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 the following instructions: Approve Disapprove Abstain
Agenda no. 7	To consider the directors' remuneration of 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 the following instructions: Approve Disapprove Abstain

Agenda no. 8 Any other matter (if any)

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

Crostor

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

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

Ciana a al

signed	Grantoi
()
Signed	_ Grantee
(
Signed	Crantoo
Signed	Grantee
()

Remarks

- 1. This Form C. is used only if the shareholder whose name is in the shareholders' register is an offshore investor who appoints a local custodian in Thailand to keep his/her shares in the custody
- 2. The necessary evidence to be enclosed with this proxy form is:
 - (1) The power-of-attorney granted by the shareholder to the custodian by which the custodian is appointed to sign the proxy form on the shareholder's behalf; and
 - (2) A certification that the authorized signatory of the proxy form is licensed to operate the custodial business.
- 3. A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.
- 4. In case there is other business to be discussed in addition to those specified above, the grantor may make additional authorization in the Attachment to Proxy Form.

Attachment to Proxy Form C.

A proxy is granted by a shareholder of I2 Public Company Limited. For the 2024 Annual General Meeting of Shareholders on 25 April 2024 at 14:00 pm. At Meeting Room 211-212 Bangkok International Trade&Exhibition Centre: (BITEC) 88 Debaratna road, Bangna Tai, Bangna, Bangkok 10260, Thailand

Agenda no re:	
☐ (a)	The proxy is entitled to cast the votes on my/our behalf at its own discretion
☐ (b)	The proxy must cast the votes in accordance with the following instructions:
	☐ Approve ☐ Disapprove ☐ Abstain
Agenda no re:	
☐ (a)	The proxy is entitled to cast the votes on my/our behalf at its own discretion
☐ (b)	The proxy must cast the votes in accordance with the following instructions:
	☐ Approve ☐ Disapprove ☐ Abstain
Agenda no re:	
☐ (a)	The proxy is entitled to cast the votes on my/our behalf at its own discretion
☐ (b)	The proxy must cast the votes in accordance with the following instructions:
	\square Approve \square Disapprove \square Abstain
Agenda no re:	
☐ (a)	The proxy is entitled to cast the votes on my/our behalf at its own discretion
☐ (b)	The proxy must cast the votes in accordance with the following instructions:
	\square Approve \square Disapprove \square Abstain



Details of the Independent Director

Name Mr. Chanakan Sriratanaban Age 50

Nationality Thai

Educational Background

Bachelor's Degree Electronics and Communication

Engineering

Assumption University

Master's Degree Satellite Communications

Engineering

University of Surrey,

United Kingdom

Doctorate Multimedia Communications

University of Surrey, England

Training in Board Roles and ResponsibilitiesBoard Nomination and Compensation Program, Class 16/2566

Advanced Audit Committee Program, Class 45/2565 Director Accreditation Program, Class 189/2565

Positions held in other listed companies/other significant organizations/positions held in competing businesses related to the company's business

Other publicly listed companies		Other	Other (significant) non-listed companies		Position Held in Competing/Related to the Company's Business	
No.	Position	No.	Position	No.	Position	
		4	Chief Executive Officer, Director	-	- None -	
			T Plus Interserve Company Limited			
			Program Director, Master of			
			Science in Digital Innovation and			
			Technology Management,			
			University of the Thai Chamber of			
			Commerce			
			Director, Time Digital Company			
			Limited			
			Key Account Sales Manager, Nokia			
			(Thailand) Ltd.			

Number of Years as Director 1 year 9 months (since the company converted to a public company)

Shares Held in the Company 600,000 shares, equivalent to 0.14% ownership (as of December 31,

2023)

Direct and Indirect Interests in any Business where the Company is a Party to the Contract None

Potential Gains and Losses in the Agenda Items Proposed for this Meeting None

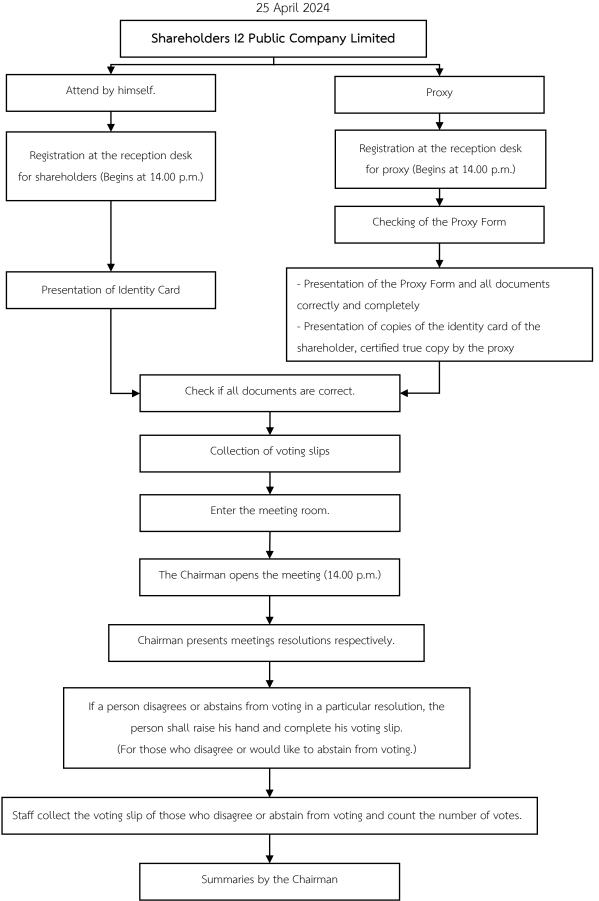
Note: Including shareholdings of spouse and minor children.



Procedures for attending the shareholders' meeting.

12 Public Company Limited







Map of venue for the meeting

At Meeting Room 211-212 Bangkok International Trade & Exhibition Centre (BITEC)

88 Debaratna road (km.1), Bangna Tai, Bangna, Bangkok 10260, Thailand

