



Invitation to the Annual General Meeting of
Shareholders 2025

I2 Enterprise Public Company Limited

By Organizing Meetings via Electronic Media (E-AGM)

On Monday 22 April 2025, 2.00 P.M.

at Head Office, MFEC Public Company Limited
349 SJ Infinite One Business Complex, Vibhavadi-Rangsit Rd.,
Chompol, Chatujak, Bangkok, 10900

Measures and Guidelines

The Annual General Meeting of Shareholders 2025 via Electronic Media (E-AGM)

The Company would like to inform the rules and practices in the electronic meeting (E-AGM) in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 (2020), including other laws and regulations to all shareholders to acknowledge in general as follows:

1. Asking for cooperation from shareholders to give proxies to independent directors instead of attending the meeting in person

The shareholders could authorize the independent directors of the Company to attend and vote on their behalf. Please proceed according to the instructions shown in *Attachment 7* of the invitation letter along with sending questions an advance through the Company's channels as follows:

- 1) E-mail to i2cs@i2enterprise.com between March 21, 2025 – April 18, 2025 and
- 2) Send the original proxy form along with the copy of ID Card to

Executive and Company Secretary officer

I2 Enterprise Public Company Limited, 104 Soi Nakniwat 6, Nakniwat Road, Latphrao, Latphrao, Bangkok 10230

2. In the event that a shareholder wishes to attend the meeting in person or appoint another person attending the meeting instead via Electronic Media (E-AGM)

The shareholders should fill out shareholder/ proxy information and sign the registration form with the e-mail address that will be used for registering into the meeting system behind the name-surname, along with a mobile phone number for contacting shareholders who wish to attend the meeting. Also, the shareholders should attach a copy of the shareholder's identity as stated in the invitation letter, Attachment 7, via the e-mail channel mentioned above within 18 April 2025 to verify the identity and get the right to attend the shareholders' meeting

- 2.1. In this regard, in order to encourage shareholders to gain and access the right to attend the meeting through electronic media, the shareholders and proxies could submit questions or concerns in each agenda through electronic media in real time.
- 2.2. In this regard, the shareholder who appoints an independent director could specify the e-mail of the shareholder that will be used for registration, attendance, viewing and listening to this meeting via WebEx Systems with mobile phone number for contacting shareholders in Proxy Form B. and Proxy Form C., Attachment 7, of the invitation letter

For the shareholders who wish to attend the meeting in person or give proxies to independent directors or non-independent directors attending the meeting on behalf via electronic media, you could learn how to use from the WebEx Installation Guide and Meeting Access by requesting your cooperation. Please follow the steps as follows:

- 1) When the company has received documents confirming their attendance, the staff will import the email information of the shareholders into the system to register in the WebEx program and have access for the right in viewing and listening to the meeting and sending questions or concerns in each agenda through the system in real time.
- 2) Attending the meeting via WebEx system to view-listen the shareholders' meeting, the company will send the link as detailed below to you. After you have successfully registered in the WebEx system and successfully passed the authentication, the shareholders could download the registration manual and use WebEx Event at www.i2enterprise.com
- 3) Please submit the registration documents to the Company within 18 April 2025 to further verify your identity and be eligible to attend the E-AGM shareholders' meeting on 22 April 2025.
- 4) Any request for shareholder cooperation, please send inquiries in advance via e-mail: i2cs@i2enterprise.com to help the committee be able to answer questions more completely.
- 5) The company gives shareholders the opportunity to ask questions. Shareholders can type their questions in the Q&A window or use the 'raise hand' button to indicate their desire to ask questions by opening the microphone during the meeting.
- 6) Voting method for shareholders and proxies, who wish to attend the meeting in person, is able to vote on each agenda item. During the voting period for each agenda item, those, who cast a specific vote disagree or abstain voting messages, could be sent via the WebEx System by requesting the following information:

Name-Surname/ ID Card Number/ Shareholder Registration Number	Meeting
Attendee in person or giving proxies to Mr./Mrs./Ms.	Agenda
is disagree or abstain voting	

Please be informed to acknowledge and ask for cooperation from all shareholders on this opportunity

Sincerely Yours,

I2 Enterprise Public Company Limited

(Translation)

21 March 2025

Subject: Invitation to Annual General Meeting of the Shareholders 2025

Attention: Shareholders of I2 Enterprise Public Company Limited

Attachments:

1. A copy of the Minutes of Annual General Meeting of the Shareholders 2024
2. Summary of financial information in 2024
3. Profiles of the nominated directors to replace those retired by rotation and Definition of the Independent Director
4. Profiles of the Company's auditor for the year 2025
5. Detailed Information on changes in the company's objectives
6. Guidelines for Annual General Meeting of the Shareholders
7. Proxy form B. and C.
8. Company's articles of association relating to shareholders' meeting.
9. Profiles of Independent Directors being nominated as proxies.
10. Request Form for Complementary Documents to Annual General Meeting of the Shareholders 2025

The Board of Directors of I2 Enterprise Public Company Limited passed the resolution to call the Annual General Meeting of Shareholders 2025 Monday 22 April 2025 at 02.00 P.M. at the Head Office, MFEC Public Company Limited, 349 SJ Infinite One Business Complex, Vibhavadi-Rangsit Rd., Chompol, Chatujak, Bangkok, 10900, Thailand The following agendas will be considered in the AGM:

Agenda 1. To consider and adopt the Minutes of the 2024 Annual General Shareholders' Meeting

Facts and Rationales: The 2024 Annual General Meeting of Shareholders of the Company was held on 25 April 2024. And it was accurately recorded of the meeting according to the law and published on the company's website. www.i2enterprise.com A copy of the minutes of the 2024 Annual General Meeting of Shareholders is attached here with Enclosure 1

Board's Opinion: The Board of Directors deemed it appropriate to propose to the shareholders meeting to certify the Minutes of the 2024 Annual General Meeting of Shareholders. Held on 25 April 2024 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 2024

Facts and Rationales: The company prepared the Board of Directors report involving I2's operating performance in 2024 for the year ending 31st December 2024. The board reviewed the report and agreed on its accuracy, completeness and sufficiency. The board agreed to report the company's operating performance for the year ending 31st December 2024 as appeared in Annual Report 2024, and a summary of financial information as appeared in *Attachment 2*, and propose the AGM to acknowledge the company's operating performance for the year ending 31 December 2024.

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 2024.

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, 2024.

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 31 December 2024 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 2024, The board agreed to propose the AGM to review and approve the balance sheet and profit/loss statement for the year ending 31 December 2024.

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 2024 which reviewed by the Company's auditor.

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

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 2024, the Company had its net profits of 60.63 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 3.03 Million and dividend payment from profits of the operation results for the fiscal year ended 31 December 2024 at Baht 0.07 per share, totaling Baht 29.40 Million, and approved to schedule the date to determine the shareholders' name, entitled to receive the dividend on May 21, 2025 (Record Date) and the dividend payment date is scheduled on March 11, 2025, 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 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. In the year 2025, Company's directors to replace those who retired by rotation. Their names are as follows:

1. Mr. Pitch Manakijpairoj Director
2. Mr. Atiporn Limcharoen Director/ Chief Executive Officer

/ Candidates nominated ...

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 3.

Details of shareholdings by nominated directors (as of Record date on 31 December 2024)

Nominated Persons	Number of Shares	Voting rights
1. Mr. Pitch Manakijpairoj	-	-
2. Mr. Atiporn Limcharoen	49,150,000	49,150,000

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

1. Mr. Pitch Manakijpairoj Director
2. Mr. Atiporn Limcharoen Director/ Chief Executive Officer

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

Agenda 6. To consider the directors' remuneration of year 2025.

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 2025 in the form of meeting allowance, monthly compensation, and bonus. The details are listed as follows.

Unit : Baht

Directorship / Composition of remuneration	Meeting Allowance (Person/Meeting)		Monthly Compensation (Person/Meeting)		Bonus	
	2024	2025	2024	2025	2024	2025
	- Chairman of Board	15,000	18,000	22,000	22,000	
- Director	10,000	12,000	12,000	12,000		
- Chairman of the Audit Committee	12,000	15,000	18,000	18,000		
- The Audit Committee	10,000	12,000	-	-	Not	not exceed
- Chairman of the Risk Management Committee	10,000	12,000	18,000	18,000	exceed	3,000,000
- The Risk Management Committee	8,000	10,000	-	-	1.2 Million	Baht
- Chairman of the Nomination and Remuneration Committee	10,000	12,000	18,000	18,000	Baht	
- The Nomination and Remuneration Committee	8,000	10,000	-	-		

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

Agenda 7. 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.

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

1. Ms. Sineenart Jirachaikhuan Khan CPA Registration 6287 or
2. Ms. Vilailak Laohasrisakul CPA Registration 6140 or
3. Mrs. Poonnard Paچارoen CPA Registration 5238

From EY Office Limited as the Company's auditor for the year 2025. 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 2025 (As proposed)	The Fiscal Year 2024
1. Audit Fees	1,800,000	1,800,000
2. Other Expenses	Per actual	Per actual

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

1. Ms. Sineenart Jirachaikhuan Khan CPA Registration 6287 or
2. Ms. Vilailak Laohasrisakul CPA Registration 6140 or
3. Mrs. Poonnard Paچارoen CPA Registration 5238

From EY Office Limited as the Company's auditor for the year 2025. 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 3rd year and the auditors' remuneration for the year 2025 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.

Agenda 8. To Consider and approve of a change in the objectives and schedule for utilizing the proceeds received from IPO

Facts and Rationales: According to I2 Enterprise Public Company Limited (the company)'s initial public offering (IPO) of 120,000,000 shares, at the selling price of Baht 2.70 per share, total amount Baht 324 million. During the period of 25 July 2023 until 27 July 2023. The company received the net proceeds after the deduction of expenses relating to IPO at the amount of Baht 308.96 million. To comply with the announcement of the Office of the Securities and Exchange Commission No. Sor.Jor. 63/2561 regarding the change in the objectives of fund utilization as stated in the registration statement for the securities offering and the draft prospectus dated November 5, 2018, which stipulates that changes in the objectives of fund utilization that are not material may be considered by the Board of Directors and reported to the Annual General Meeting of Shareholders.

Board's Opinion: The Board of Directors has considered the change in the objectives of utilizing the capital raised from the initial public offering (IPO) by reallocating investment funds in related businesses to drive the company's growth, as previously disclosed in the registration statement. The funds will be used as working capital for the company's operations, and the utilization period will be extended to maximize benefits for the company and its shareholders. The details of the changes are as follows:

The purpose of the use of fund	Before the change			After the change	
	Plan of the estimated spending based on prospectus	Amount of spending used to 31/12/2024	Balance	The new estimated spending plan	The period of expected use of fund
1. Working capital for large-scale project services.	200	200	-	-	In 2024
2. Investment in other related business.	100	1.43	98.57	23.57	In 2025
3. Working capital in the company.	8.96	8.96	-	75.00	In 2025
Total	308.96	210.39	98.57	98.57	

This change in the objectives of utilizing the capital raised from the initial public offering (IPO) is intended to ensure the optimal management of IPO proceeds for the benefit of the company and its shareholders, as well as to enhance operational efficiency and support the company's business plan. The change is considered immaterial, as it involves reallocating investment funds within related businesses to drive the company's growth, in line with the information previously disclosed in the registration statement, and extending the utilization period. Therefore, the company is required to seek approval from the Annual General Meeting of Shareholders.

Resolution: This agenda requires a vote of not less than three-fourths of the shareholders in attendance and exercise their votes.

Agenda 9. To Consider and approve the amendment of the Company's Objectives and the amendment to Clause 3 of the Memorandum of Association

Facts and Rationales: To ensure that the company's objectives encompass potential future projects and to amend Clause 3 (Objectives) of the Memorandum of Association under Section 31 of the Public Limited Companies Act B.E. 2535 (1992). see details in Enclosure 5.

Board's Opinion: The Board of Directors has considered and deemed it appropriate to propose to the Annual General Meeting of Shareholders for approval of the amendment to the company's objectives and the revision of Clause 3 of the Memorandum of Association (Objectives) to align with the company's business operations. Additionally, it is proposed to authorize the company's authorized directors or any person designated by the authorized directors to make any necessary amendments or additions as recommended, advised, or ordered by the Registrar or any relevant government authority.

Resolution: This agenda requires a vote of not less than three-fourths of the shareholders in attendance and exercise their votes.

Agenda 10. 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

Annual Shareholders' Meeting Report for the Year 2024
I2 Enterprises Public Company Limited
April 25, 2024

The meeting was held at 2:00 PM in Meeting Room 211-212 at BITEC (Bangkok International Trade & Exhibition Centre) located at 88 Theparat Road, Bangna Tai Sub-District, Bangna District, Bangkok 10260. The company's directors attending the meeting are 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 of the Board of Director / Director / Risk Management Committee / Nomination and Remuneration Committee / Chief Executive Officer |
| 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.

Other attendees of the meeting

- | | |
|----------------------------------|--|
| 1. Mr. Khitsada Lerdwana | Auditor from EY Office Co., Ltd |
| 2. Ms.Hataya Wannakasemsuk | Auditor from EY Office Co., Ltd. |
| 3. Mrs. Patcharawadee Boonpaniat | Legal Counsel from Dharmniti Law Office Co., Ltd |
| 4. Miss Siriwara Suwan | Company Secretary |

Ms. Siriwara Suwan, the meeting facilitator, welcomed attendees to the 2024 Annual General Meeting of I2 Enterprise Public Company Limited.

Before the meeting began, the company presented a VDO Presentation Company Profile to provide attendees with an understanding of the company's business.

/The meeting ...

The meeting began at 2:00 PM

Ms. Siriwara Suwan, the meeting facilitator, reported that there were 14 shareholders attending the meeting in person and 26 shareholders attending by proxy, totaling 40 shareholders. The total number of shares represented was 322,593,802 shares, or 76.808% of the company's total issued and outstanding shares. This exceeded the one-third requirement of the total number of outstanding shares. The company has a total of 420,000,000 issued and outstanding shares, which meets the quorum requirement under Section 103 of the Public Company Act B.E. 2535 (1992) and Article 32 of the Company's Article of Association. She then introduced the company's directors, auditors, and legal counsel.

The company gave shareholders the opportunity to propose additional agenda items for the annual general meeting and to nominate qualified persons for the position of director in advance through the company's website from October 5, 2023 to December 29, 2023. However, when the deadline passed, no shareholder had proposed any agenda items or nominated any persons for election to the company's board of directors.

Ms. Siriwara Suwan, the meeting facilitator, explained the meeting procedures and voting procedures for shareholders on each agenda item, as follows:

1. Shareholders attending the meeting themselves and proxy holders who have been authorized to vote at the meeting will receive voting ballots upon registration. For shareholders who appointed proxies to attend and already cast votes on the proxy form, including those who appointed the company's independent director, Mr. Chanakan Sriratanaban, their votes have already been recorded per the instructions on the proxy form.
2. The meeting will proceed through the agenda sequentially as set forth in the meeting notice. Details on each agenda item will be presented before opening for shareholder queries, after which voting will take place. If any shareholders or proxies wish to ask questions or express opinions, please raise their hand and state their names as well as whether they are shareholders or proxy holders.
3. After details on each agenda item are provided, any shareholders who disagree or abstain from voting should cast their votes on the ballots received during registration and return them to the company staff.
4. Each shareholder has one vote per share held. Any shareholder with vested interests in a particular agenda item will not have the right to vote on that item.
5. In vote counting, the company will deduct disapproval and abstention votes from the total votes of shareholders present, with the remaining counted as approval votes on that agenda item. If no objections or other opinions are expressed, it will be considered unanimous approval.
6. If any shareholders or proxies wish to leave before the meeting adjourns and would like to cast votes for the remaining agenda items, please submit their signed ballot to the staff before exiting so their votes can be recorded accordingly.

/ 7. The Following ...

7. The following cases will invalidate a voting ballot:
 - 1) Vote for more than one option or
 - 2) Changes made without a signature or
 - 3) No signature on the ballot

If shareholders want to change their vote, they must cross out the original vote and sign their name next to it each time. The company will count spoiled ballots as abstentions on that agenda item. The company will not count spoiled ballots as votes in the calculation of votes. At the end of the meeting, please return all ballots to the ballot collection point.

Ms. Siriwara Suwan, the meeting facilitator, explained that the agenda for this meeting of shareholders was approved by the shareholders' meeting and is in accordance with the company's Article of Association and the Public Company Act, B.E. 2535 (1992), Section 107, which includes the following voting procedures:

1. Agenda Items 1, 3, 4, 5, and 6 require approval by a majority vote of the shareholders present and entitled to vote.
2. Agenda Item 2 is an informational item and there will be no voting on this item.
3. Agenda Item 7 requires approval by a two-thirds vote of the shareholders present and entitled to vote.
4. Agenda Item 8 is for the consideration of other matters. In addition to considering other matters, this is also an opportunity for shareholders to ask questions.

To demonstrate transparency and good governance, the company invites volunteers from shareholders attending the meeting to serve as witnesses at the vote counting station. In the absence of shareholder volunteers, the company proposes that Ms. Patcharawadee Boonpaniat, legal counsel from Dharmniti Law Office Co., Ltd serve as a witness at this meeting. The company also welcomes Mr. Somyos Saksrikunakorn, a representative of the Thai Investor Association, as a shareholder rights advocate.

Next, Mr. Sompote Valyasevi, Chairman of the Board of Directors, served as the chairman of the meeting (Chairman) and opened the 2024 Annual General Meeting of Shareholders and requested the meeting to consider the following matters on the meeting agenda:

Agenda Item 1: To consider and certify the minutes of the 2023 Annual General Meeting of Shareholders

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 certify the minutes of the 2023 Annual General Meeting of Shareholders, which was held on April 28, 2023. The company has considered and viewed that the minutes were properly and accurately recorded. The company has sent copies of the minutes together with the notice of the meeting to the shareholders. Therefore, it was deemed appropriate to propose the minutes to the shareholders' meeting for approval.

/ The Chairman ...

The Chairman allowed shareholders to raise questions and express opinions related to this agenda. Shareholders were requested to state their names and status before raising questions or expressing opinions.

However, none of the shareholders raised any questions or proposed amendments. The Chairman then requested the meeting to consider and approve the mentioned minutes.

Resolution: The meeting minutes of the Annual General Meeting of Shareholders for the year 2023 were approved by a majority vote of the shareholders present and voting. The voting results are as follows:

Vote	Counting (Votes)	Percentage of Total Votes of Shareholders Present and Eligible to Vote
Agree	322,693,848	100
Disagree	0	0
Abstain from Voting	0	0
Abstention Ballot	0	0
	322,693,848	100

Note For this agenda item, there were 2 additional shareholders, making a total of 42 shareholders present at the meeting in person or by proxy. The total number of shares represented was 322,693,848.

Agenda Item 2: To consider and approve the Company's 2023 Annual Performance Report

The Chairman assigned Mr. Atiporn Limcharoen, CEO, to present this agenda item to the meeting.

Mr. Atiporn Limcharoen summarized the company's performance as follows:

1. Operating performance for the year 2023 In 2023, the company had revenue of 1,428 million baht, an increase of 484 million baht or 52% compared to revenue in 2022. The company had a profit of 85 million baht, an increase of 40 million baht or 90% compared to the profit in 2022. The revenue breakdown by business type is as follows: IT Infrastructure 53.92%, Digital Transformation 1.13%, Internet Service 16.86%, and Energy 28.08%. The company had a backlog value as of December 31, 2023, as follows:

	Unit: Million Baht
Beginning Balance	1,134
Contracts signed in 2023	2,146
<u>Revenue Recognized</u> from Backlog in 2022	(565)
<u>Revenue Recognized</u> from Contracts in 2023	(855)
Balance brought forward to 2024	1,860

/ 2.Business ...

2. Business Direction for the year 2024 Currently, the company has project-based work and satellite service work that generates recurring, long-term revenue. The company has good partners for operations. The company aims for sustainable growth by focusing on operations to generate more recurring long-term revenue, as well as increasing business expertise and creating intellectual property assets. The company still emphasizes its 4 business areas, focusing on AI, Industrial Transformation, and Environmental, Social, and Governance (“ESG”). The company aims to expand its energy business, such as Smart Grid systems, Solar (EPC, ESCO), and Energy Efficiency. The company forecasts a 5-year revenue plan with an expected compound annual growth rate (CAGR) of 15%. In 2024, the company estimate revenue of 1,580 million baht.

3. New Business Investment At the beginning of 2024, the company established 2 new subsidiary companies: 1. Insight AI Co., Ltd. with plans to drive the digital transformation business to help Thai industries transition toward Industry 4.0 by utilizing digital transformation, automation, and AI systems. 2. Greenopia Co., Ltd. to provide consulting services primarily in carbon footprint, carbon credits, and ESG.

The Chairman allowed shareholders to raise questions and express opinions related to this agenda. Shareholders were requested to state their names and status before raising questions or expressing opinions.

Mr. Somyos Saksrikunakorn, the proxy holder from the Thai Investors Association, requests that the company explain about its business operations related to intellectual property assets. He also inquires whether “Battery Storage” refers to storage that can be used in electric vehicles (EVs).

Mr. Atiporn Limcharoen, explained that for intellectual property, the company is confident that it will grow sustainably. To achieve this, the company needs to have its own assets, products, and solutions that can be adapted to suit the nature of the company’s business, such as subscription-based businesses to increase the opportunity to generate recurring income that is sustainable and predictable for at least 5–10 years or the Energy Service Companies (ESCOs) typically have minimum contract periods of 15–20 years, for example. As for Battery Storage, it refers to batteries used for energy storage purposes, not specifically for automotive applications. This is because Thailand is promoting carbon neutrality to encourage investment in renewable energy sources such as wind and solar power. Battery Storage refers to batteries used for energy storage, like the project to purchase and install a Battery Energy Storage System (BESS) by a company, worth over 1,450 million baht.

Mr. Sompote Valyasevi, a shareholder, requested the company to provide an updated progress report on the Battery Energy Storage System (BESS) project to keep shareholders informed about the project’s status.

/ Mr.Phaithoon ...

Mr. Phaithoon Pramounchaikun reported progress on the BESS project, summarizing that the company participated in the “I2VARS” Consortium bidding project with PEA ENCOM International Company Limited, a subsidiary of Provincial Electricity Authority. Currently, they have constructed a building to support Battery Storage and have progressed approximately 90% in installing Battery Storage and electrical systems. It is expected that they will be able to hand over the project by June.

Mr. Terdsak Wangset, a shareholder who came with his own initiative, inquired about 3 points as follows:

1. Inquired about the proportion of consortium and revenue recognition of the purchase and installation of Battery Energy Storage System (BESS) project worth 1,450 million baht.
2. Based on the revenue plan for this year, the company aims for revenue of 1,580 million baht from the purchase and installation project of the Battery Energy Storage System (BESS). How much is this project contributing to the revenue, and are there any other projects?
3. Referring to information from the Opportunity Day presentation, there will be bidding projects in 2024 worth approximately 6,000 million baht. What type of projects are these, and what percentage of success is expected in the bidding process? Additionally, what is the state budget for the second and third quarters, and to what extent is the company involved?

Mr. Atiporn Limcharoen, explained that

1. The I2VARS consortium has a shareholding structure of 99% for the company and 1% for VARS Co., Ltd. Revenue will be recognized based on the completion of work, with 100% of the revenue expected to be recognized by the end of 2024.
2. The project for buying and installing a Battery Energy Storage System (BESS) will allocate revenue recognition according to accounting standards in 2 parts: Part 1, recognizing revenue upon delivery and installation completion, approximately 900 million baht; and Part 2, upon commencing a 2-year warranty period, around 240 million baht. Partial revenue recognition will be based on the project’s success in 2023, while other projects will continue as planned.
3. Based on the company’s estimate, participation in project tenders in 2024 is expected to be around 6,000 million baht, with anticipated success rates ranging from 1,500 to 1,800 million baht. Regarding the impact of delays in government budget allocations, the company divides its budget into 3 main parts: Part 1 is the annual budget, expected to occur in May, with projected delays; Part 2 is the state enterprise budget, where self-funded state enterprises can carry out projects independently; and Part 3 is various fund budgets such as the budgets of NBTC Fund (National Broadcasting and Telecommunications) and Energy Fund. The company operates continuously and consistently monitors various budget-related matters.

However, none of the shareholders raised any questions or proposed amendments. The meeting acknowledged the company’s operational performance report for the year 2023 as presented.

/ Resolution ...

Resolution: The meeting acknowledged the Company's Annual Report for the Year 2023
Note: This is an informational agenda item and there will be no vote.

Agenda Item 3: To approve the Company's Financial Statements for the Fiscal Year Ended December 31, 2023

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

Mr. Atiporn Limcharoen informed the meeting that in compliance with the Public Company Act B.E. 2535 (1992), Section 112, and Article 39 and 40 of the Company's Article of Association, the company has prepared the financial statements, including the balance sheet and statement of profit and loss, for the fiscal year ended December 31, 2023. The financial statements have been audited by the auditors and reviewed by the Audit Committee and the Board of Directors. The auditors have issued an unqualified audit opinion on the Company's financial statements for the year 2023. A summary of the financial statements is as follows:

Unit: Million Baht

Balance Sheet for the Year Ended December 31, 2023	
Asset	2,041.34
Liability	1,422.87
Shareholder's Equity	618.47

Unit: Million Baht

Income Statement for the Year Ended December 31, 2023	
Total Revenue	<u>1,427.92</u>
Total Expenses	<u>(1,307.11)</u>
Finance Cost	<u>(15.35)</u>
Tax Expense	<u>(20.11)</u>
Profit for the Year	85.35

The Chairman allowed shareholders to raise questions and express opinions related to this agenda. Shareholders were requested to state their names and status before raising questions or expressing opinions.

However, none of the shareholders raised any questions or proposed amendments. The meeting proceeded to seek approval for the company's financial statements for the fiscal year ended December 31, 2023.

Resolution: The financial statements of the company for the fiscal year ended December 31, 2023, were approved by a majority vote of the shareholders present and entitled to vote, as follows:

Vote	Counting (Votes)	Percentage of Total Votes of Shareholders Present and Eligible to Vote
Agree	322,693,848	100
Disagree	0	0
Abstain from Voting	0	0
Abstention Ballot	0	0
	<u>322,693,848</u>	<u>100</u>

Agenda Item 4: To consider and approve Dividend Payment and Appropriation of Profits to Legal Reserve

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

Mr. Atiporn Limcharoen informed the meeting that in compliance with the Public Company Act B.E. 2535 (1992), Section 115, Article 44 and 45 of the company's Articles of Association, the company is prohibited from distributing dividends from sources other than profits. Additionally, the company is prohibited from declaring dividends if it still has accumulated losses. Furthermore, the company is required to allocate a portion of its annual net profit to legal reserve, amounting to no less than 5% of the annual net profit after deducting accumulated losses (if any), until the legal reserve reaches an amount not less than 10% of the company's registered capital.

The company has a dividend policy to distribute at least 50% of its net profit after tax, legal reserves, and other reserves (if applicable and if any) from its net Income of the separate financial statements

Based on the company's financial performance for the fiscal year ended December 31, 2023, the company has recorded a net profit of 85.34 million baht. The Board of Directors, at its meeting No. 1/2567, has resolved to approve the payment of dividends from the company's profits for the year ended December 31, 2023, to shareholders at a rate of 0.10 baht per share, totaling 42.00 million baht.

The company has already paid an interim dividend for the nine-month period at a rate of 0.032 baht per share, amounting to 13.44 million baht, on January 12, 2024. The final dividend for the year will be paid at a rate of 0.068 baht per share, totaling 28.56 million baht. The record date for determining shareholders eligible to receive the dividend has been set for March 5, 2024. It is important to note that this dividend payment is still subject to shareholder approval at today's meeting. If approved, the final dividend payment will be made to shareholders on May 24, 2024. Additionally, the company will allocate 4.26 million baht of its profits to legal reserves. The Board of Directors is recommending these dividend and reserve allocation proposals to the meeting for their consideration and approval.

/ The Chairman ...

The Chairman allowed shareholders to raise questions and express opinions related to this agenda. Shareholders were requested to state their names and status before raising questions or expressing opinions.

However, none of the shareholders raised any questions or proposed amendments. The Chairman then requested the meeting to approve the payment of dividends and the allocation of profits to reserves as required by law.

Resolution: The resolution passed at the meeting approves the payment of dividends and the allocation of profits to reserves as required by law, with a significant majority of shareholder votes in favor, and with voting rights exercised as follows:

Vote	Counting (Votes)	Percentage of Total Votes of Shareholders Present and Eligible to Vote
Agree	322,693,848	100
Disagree	0	0
Abstain from Voting	0	0
Abstention Ballot	0	0
	<u>322,693,848</u>	<u>100</u>

Agenda Item 5: To consider and approve the appointment of auditors and determine the audit fees for the year 2024

The Chairman assigned Mr. Somchai Wongrassamee, Audit Committee, to present this agenda item to the meeting.

Mr. Somchai Wongrassamee, as the Audit Committee, in accordance with Section 120 of the Public Company Limited Act B.E. 2535 (1992), the annual general meeting of shareholders is required to appoint auditors for the company each year. However, the company may reappoint the same auditors.

In 2024, the Audit Committee and the Board of Directors considered and agreed to propose the appointment of 3 certified auditors from EY Office Co. Ltd, the company's auditors, again. The reasons for this are:

1. they have experience auditing the company's accounts
2. they are an international standard audit firm
3. they have qualifications that do not conflict with the criteria of the stock market.

/ The proposed ...

The proposed audit fees are considered to be reasonable and in line with the fees charged by other audit firms in the same industry. The proposed auditors are:

1. Mr. Kritsada Lerdwana, Certified Public Accountant No. 4958
2. Ms. Kosum Cha-Em, Certified Public Accountant No. 6011
3. Mrs. Poonnard Phaocharoen, Certified Public Accountant No. 5238

They are the auditors from EY Office Co., Ltd. appointed to be the auditor of the company and its subsidiaries for the year 2024. It was proposed to set the annual audit fee for 2024 at an amount not exceeding 1,800,000 baht excluding other expenses. The details of the auditor and the audit fee are set out in the notice of meeting, which has been sent to shareholders in advance. Accordingly, the meeting is requested to approve the appointment of the company's auditor and the audit fee for 2024 as proposed by the Board.

The Chairman allowed shareholders to raise questions and express opinions related to this agenda. Shareholders were requested to state their names and status before raising questions or expressing opinions.

However, none of the shareholders raised any questions or proposed amendments. The Chairman then requested the meeting to approve the appointment of the auditor and set the audit fee for the year 2024 as follows:

Resolution: The meeting approved the appointment of auditors and determine the audit fees for the year 2024 by a majority vote of the shareholders present and entitled to vote as follows:

Vote	Counting (Votes)	Percentage of Total Votes of Shareholders Present and Eligible to Vote
Agree	322,693,848	100
Disagree	0	0
Abstain from Voting	0	0
Abstention Ballot	0	0
	322,693,848	100

Agenda Item 6: To consider and approve the appointment of directors to replace directors who have resigned in accordance with their terms of office

The Chairman reported to the meeting that to demonstrate transparency and good corporate governance, he, as the Chairman, is due to retire at this meeting. Therefore, he proposed that Mr. Somchai Wongrassamee, a member of the Audit Committee, serve as the Chairman for this specific agenda item.

Mr. Somchai Wongrassamee reported to the meeting that, in accordance with Section 71 of the Public Limited Company Act B.E. 2535 (1992) and Article 17 of the company's articles of association, one-third, or the number closest to one-third, of the directors must retire from office. For the first and second years after the company's registration, the directors to retire 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. This year, 2024, is the second year after the company was converted to a public limited company. The two directors who have been selected by drawing lots to retire from the Board of Directors are as follows:

1. Mr. Sompote Valyasevi Chairman of the Board of Directors / Chairman of the Audit Committee / Independent Director
2. Mr. Yutthachai Toonpun Director / Executive Committee

The Board of Directors has carefully considered the composition of the Board and the qualifications of each individual director. The Board is of the opinion that the 2 directors who are retiring in accordance with their terms of office are qualified in terms of qualifications, knowledge, ability, experience and performance as directors, which is beneficial to the company. Furthermore, the 2 directors are not disqualified from holding office and do not engage in any business or hold shares in any business that competes with the company's operations. Accordingly, the Board recommends that the meeting approve the appointment of the 2 directors, namely:

1. Mr. Sompote Valyasevi Chairman of the Board of Directors / Chairman of the Audit Committee / Independent Director
2. Mr. Yutthachai Toonpun Director / Executive Committee

To serve as directors for another term, and to hold the same positions in all respects. In order to comply with good corporate governance, the company invited the 2 directors to leave the meeting room temporarily during the vote.

The Chairman allowed shareholders to raise questions and express opinions related to this agenda. Shareholders were requested to state their names and status before raising questions or expressing opinions.

However, none of the shareholders raised any questions or proposed amendments. The Chairman then requested the meeting to approve the appointment of directors to replace the directors who have resigned as per the agenda.

/ Resolution ...

Resolution: The meeting approved the appointment of directors to replace those vacating their positions, by a majority vote of the shareholders present and entitled to vote as follows:

1. Mr. Sompote Valyasevi - Independent Director

Vote	Counting (Votes)	Percentage of Total Votes of Shareholders Present and Eligible to Vote
Agree	322,693,848	100
Disagree	0	0
Abstain from Voting	0	0
Abstention Ballot	0	0
	<u>322,693,848</u>	<u>100</u>

2. Mr. Yutthachai Toonpun - Director

Vote	Counting (Votes)	Percentage of Total Votes of Shareholders Present and Eligible to Vote
Agree	322,693,848	100
Disagree	0	0
Abstain from Voting	0	0
Abstention Ballot	0	0
	<u>322,693,848</u>	<u>100</u>

Agenda Item 7: To consider and approve the determination of remuneration for members of the board of directors and subcommittees for the year 2024

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

Mr. Chanakan Sriratanaban explained to the meeting that in accordance with Section 90 of the Public Limited Company Act B.E. 2535 (1992) and Article 22 of the company's articles of association, the Board of Directors has considered the remuneration of directors for the year 2024. The Board has taken into account the responsibilities and performance of the directors, as well as comparative data from other companies in the same industry that are of similar size and have similar business characteristics. The Board therefore recommends that the meeting of shareholders approve the remuneration of directors for the year 2024 in the form of meeting fees, monthly remuneration and directors' bonuses. The details are set out in the notice of meeting, which was sent to shareholders before the meeting.

Committee	Meeting Allowance (Time/Person)		Monthly Remuneration (Person/Month)		Performance-based Bonus (Baht/Year)	
	2023	2024	2023	2024	2023	2024
Chairman of the Board of Directors	15,000	15,000	22,000	22,000	-	No more than 1.2 Million Baht
Director	10,000	10,000	16,000	12,000		
Chief of Audit Committee	12,000	12,000	18,000	18,000		
Audit Committee	10,000	10,000	15,000	-		
Chief of Risk Management Committee	10,000	10,000	18,000	18,000		
Risk Management Committee	8,000	8,000	15,000	-		
Chief of Nomination and Remuneration Committee	10,000	10,000	18,000	18,000		
Nomination and Remuneration Committee	8,000	8,000	15,000	-		

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.

The Chairman allowed shareholders to raise questions and express opinions related to this agenda. Shareholders were requested to state their names and status before raising questions or expressing opinion.

However, none of the shareholders raised any questions or proposed amendments. The Chairman then requested the meeting to approve the remuneration for the Board of Directors and its subcommittees for the year 2024 as follows:

Resolution: The meeting approved the determination of the remuneration for the Company's Board of Directors and subcommittees for the year 2024 with a vote of more than one-third 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	322,693,848	100
Disagree	0	0
Abstain from Voting	0	0
Abstention Ballot	0	0
	322,693,848	100

Agenda Item 8: Other Matters -None-

The Chairman allowed shareholders to raise questions and express opinions related to the agenda. Shareholders were requested to state their names and status before raising questions or expressing opinions. When no one had any further questions, the Chairman adjourned the meeting.

Meeting adjourned at 3:05 PM

Signed _____ - *Signed* - _____ Chairman of the meeting

(Mr. Sompote Valyasevi)

Chairman of the Board of Directors

For Agenda No.3 To acknowledge the performance of the Company in 2024

Financial Summary for the Year 2024

Item Description	Consolidated Financial Statement		
	Y2022	Y2023	Y2024
Total Revenues (Mil. Baht)	943.39	1,427.92	1,416.68
Revenues from Sales and Services (Mil. Baht)	935.86	1,404.86	1,363.22
Gross Profit (Mil. Baht)	126.71	164.75	132.00
Net Profit (Loss) (Mil. Baht)	44.98	85.35	58.04
Total Assets (Mil. Baht)	816.60	2,041.35	2,092.90
Total Liabilities (Mil. Baht)	566.17	1,422.87	1,443.88
Shareholders' equity of the Company (Mil. Baht)	250.43	618.47	649.05
Profitability:			
Gross Profit Margin (%)	13.54	12.65	9.68
Net Profit (Loss) Margin (%)	4.77	5.98	4.10
Return on investment:			
Return on assets (%)	9.12	8.45	5.51
Return on equity (%)	27.80	27.81	17.96
Liquidity & Stability of the service :			
Current ratio (Times)	1.30	2.86	1.18
Debt to Equity ratio (Times)	2.26	2.30	2.22
Asset Turnover			
Inventory turnover ratio	25.70	4.38	4.70
Average product sales period	14.20	83.28	77.59
Accounts receivable turnover ratio	7.78	7.94	7.88
Average collection period	46.91	45.99	46.34
Trade payable turnover ratio	10.78	13.16	14.84
Average repayment period	33.85	27.72	24.58
Cash Cycle	27.25	101.54	99.34
Per Share Data:			
Number of registered shares (Shares)	420.00	420.00	420.00
Number of fully paid shares (shares)	300.00	420.00	420.00
Book Value (Baht/Share)	0.50	0.50	0.50
Net Profit (Loss) (Baht/Share)	0.15	0.20	0.14
Dividends (Baht/Share)	0.075	0.1	0.07

Remark: The Board of Directors 'Meeting No.1/2025 held on 18 February 2025 passed a resolution to pay dividend payment from profits of the operation results for the fiscal year ended 31 December 2024 at Baht 0.07 per share for total amount of approximately Baht 29.40 Million, and approved to schedule the date to determine the shareholders' name, entitled to receive the dividend on May 21,2025 (Record Date) and the dividend payment date is scheduled on 11 March 2025, The granting of such rights by the company remains uncertain pending approval at the shareholders' meeting.

Consideration in Agenda Item 5: 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. PITCH MANAKUJPAIROJ **Age** 46 Year.

Nationality Thai

Educational Background Bachelor's Degree

Accounting,
Bangkok University

Master's Degree

Financial Accounting,
Chulalongkorn University



Training in Board Roles and Responsibilities

Director Certification Program Class 279/2019

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 (significant) non-listed companies		Position Held in Competing/Related to the Company's Business	
No.	Position	No.	Position	No.	Position
1	Chief Finance Officer MFEC PUBLIC COMPANY LIMITED	3	Director PRAIN FINTECH CO., LTD Director SYNERGY GROUP VENTURES CO., LTD Director NERVES ENTERPRISE CLOUD SYSTEM CO., LTD	-	- None -

Type of Director Proposed for Appointment Director

Number of Years as Director 2 Months.

Shares Held in the Company - None -

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

Attendance Record for Meetings in 2024 - None - (Due to the appointment of a new director on February 18, 2025)

Note : Including shareholdings of spouse and minor children.

Profile of the Proposed Director for Appointment



Name Mr. Atiporn Limcharoen **Age** 54 Year. **Nationality** Thai

Educational Background Bachelor’s Degree Engineering,
King Mongkut's Institute
of Technology Ladkrabang (KMITL)

Master’s Degree Master of Business Administration,
Assumption University
Master of Public Administration in Public and
Private Management
National Institute of Development
Administration (NIDA)

Training in Board Roles and Responsibilities Director Accreditation Program Class 109/2014
Director Certification Program Class194/2014
Energy Literacy for a Sustainable Future TEA
Class 19

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 (significant) non-listed companies		Position Held in Competing/Related to the Company’s Business	
No.	Position	No.	Position	No.	Position
-	- None -	-	- None -	-	- None -

Type of Director Proposed for Appointment Director/ Chief Executive Officer

Number of Years as Director 2 Year 9 Months. (Since the company was converted into a public limited company)

Shares Held in the Company* 168,735,000.00 000 shares, equivalent to 40.18% ownership (as of December 31, 2024)

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

Attendance Record for Meetings in 2024 Attended 5 out of 5 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.

**Supporting Information for Agenda Item 7: Approval of the Appointment of Auditors and
Determination of Audit Fees for 2025**
Information on Auditors for 2025

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 2025, 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 2025. The list of the Company's auditors is as follows:

<u>Name</u>	<u>License Number</u>	<u>Number of Years as Auditor of the Company</u>
1. Ms. Sineenart Jirachaikhuan Khan	6287	0 Years.
and/or 2. Ms. Vilailak Laohasrisakul	6140	0 Years.
and/or 3. Mrs. Poonnard Paocharoen	5238	3 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.

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 2025 at an amount not exceeding 1,800,000 baht, excluding other expenses.

Comparison of Audit Fees for 2024 and 2025

Unit : Baht

Item	2025 (Proposed Year)	2024
1. Audit fee	1,800,000	1,800,000
2. Other Fees	Actual Payment	Actual Payment

Supporting Information for Agenda Item: 9 Approval of the amendment of the Company's
Objectives and the amendment to Clause 3 of the Memorandum of Association

Detailed Information on changes in the company's objectives

1. Please revise the content by changing 4 items as follows:

- Company's objectives, Clauses (10)

Before: Clauses (10) To engage in the business of trading, purchasing, supplying, renting, renting out, hire-purchasing, owning, possessing, improving, utilizing, and otherwise managing property including machinery, engine, machine tools, labor-saving devices, vehicle, electric generator, water pump, wastewater treatment machine, garbage disposal machines

After: Clauses (10) To engage in the business of trading, purchasing, supplying, renting, renting out, hire-purchasing, owning, possessing, improving, utilizing, and otherwise managing property including machinery, engine, machine tools, labor-saving devices, vehicle, various crane systems, electric generator, water pump, wastewater treatment machine, garbage disposal machines

- Company's objectives, Clauses (54)

Before: Clauses (54) To engage in the business of providing security services as well as development of information technology, maintenance, production, distribution, installation, or renting out goods or equipment related to telecommunications systems, information systems of security systems, incident command systems, i.e. closed circuit television systems, programs for administration of closed circuit television systems, video recorder, detector, burglar alarm, alarm system, access control system, devices of queue administration system, and security network including accessories thereof

After: Clauses (54) To engage in the business of providing security services as well as development of information technology, maintenance, production, distribution, installation, or renting out goods or equipment related to telecommunications systems, information systems of security systems, incident command systems, i.e. closed circuit television systems, programs for administration of closed circuit television systems, video recorder, detector, burglar alarm, alarm system, access control system, devices of queue administration system, security network, and identity proofing including accessories thereof

/ Company's objectives, Clauses (59) ...

- Company's objectives, Clauses (59)

Before: Clauses (59) To engage in the business and provide services on advertisement and public relations via radio, television, newspaper, and all types of mass communications as well as making advertisement materials for radio, television, newspaper, and all types of mass communications.

After: Clauses (59) To engage in the business and provide services on advertisement and public relations via radio, television, newspaper, and all types of mass communications, Incident reporting service center and customer information service center as well as making advertisement materials for radio, television, newspaper, and all types of mass communications.

- Company's objectives, Clauses (80)

Before: Clauses (80) To engage in the business of contracting, designing, and installing regarding the business of water, water pipes, setting up water supply pipe; repairing and maintaining water supply pipe, and equipment related to water, storage of water, water purification, wastewater treatment system as well as distribution of water supply; acting as consultant and providing advice on water, water pipe, wastewater treatment, and all types of water supply when the permission has been granted by the relevant authorities, both marketing and distribution.

After: Clauses (80) To engage in contracting, designing, installing, and distributing comprehensive water-related equipment, including tap water, raw water, water meters, smart water meters, and meters for measuring water consumption, electricity, or gas, as well as related accessories. Additionally, the company provides consultancy services for total water management systems, offering guidance on water systems, pipelines, plumbing, water pipeline installation, maintenance, and repair. Services also include water storage, water purification, wastewater treatment systems, and water supply distribution of all types and categories, subject to approval from relevant authorities in terms of marketing and distribution.

2. To remove 9 objectives as follows:

Clauses (12) To engage in the business of tour operator as well as all relevant businesses.

Clauses (21) To engage in the business of private hospitals, sanatoriums, healthcare for patients and injured people; teaching and training in academic matters related to medical profession and health.

Clauses (26) To engage in the business of allocating land; trading land; constructing residential building, commercial building, and condominiums for sale or rent.

Clauses (70) To engage in the business of trading fabric, synthetic fiber fabric, thread, elastic rubber thread, nylon fiber, synthetic fiber, elastic thread, clothes, ready-made clothes, costume, accessories, socks, stockings, leatherware, shoes, bag, other consumer items, textile, and sports equipment.

/ Clauses (71) To ...

Clauses (71) To engage in the business of trading household utensils, houseware, furniture, glassware, kitchenware, refrigerator, air conditioner, electric fan, air purifier, exhaust fan, electric rice cooker, electric iron, heater, freezer, microwave, electrical appliances and tools as well as parts and accessories thereof.

Clauses (74) To engage in the business of trading cosmetics, beauty devices and equipment.

Clauses (75) To engage in the business of trading paper, stationery, textbook, printed forms, books, educational equipment, photography and cinematography equipment, calculating machines, printing machines, printing accessories, printed matter, newspapers, filing cabinets, office equipment, communication devices, computers as well as parts and accessories thereof.

Clauses (76) To engage in the business of trading gold, copper alloy, silver, diamonds, gems, and other precious stones as well as imitations thereof.

Clauses (77) To engage in the business of trading plastic pellets, plastic or other similar products, both raw materials and finished products.

3. To add 1 objective to the company's objectives as follows:

“To engage in the business of manufacturing, importing, exporting, selling, acting as a distributor, and providing services for the procurement of marker substances, marker testing equipment, as well as other equipment related to the use of marker substances.”

In addition, the Meeting of shareholders should authorize the authorized directors of the Company or persons assigned by the authorized directors of the Company to perform any action to amend and add any statement in order to be in line with in compliance with suggestions, opinions, or instructions of the register, or relevant government agent office.

Guidelines for a Shareholder Meeting via electronic media (E-AGM) Required document to be present before the shareholder meeting delivering the original by post within 18 April 2025

1. Self-Attendance

- 1.1. Entering shareholder's information and signing in the registration form, together with a copy of Identification Card or Passport (in case of a foreign shareholder) for registering In case of correction the name-surname, you must show and bring evidence certifying the changes with the signature as a true copy
- 1.2. Registering via WebEx system

2. Proxy

- 2.1. The proxies submit the registration form.
- 2.2. The proxy shall submit the completed Proxy Form Enclosure 7.

In case of individual shareholder

- a) Individual shareholder - Please submit a certified true copy of the identification card or passport (in case of foreign nationality).
- b) Proxy - Please submit a certified true copy of the identification card or passport (in case of foreign nationality)

In case of juristic person or Custodian

- a) The authorized signatory of such juristic person shall affix the signature with the juristic person's seal affixed on the Proxy Form with the proxy's signature.
- b) In case of juristic person registered in Thailand
 - A copy of the certificate of registration not exceeding 90 days, certified true and correct by the authorized signatory of such juristic person with its seal (if any)
 - Juristic person - Please submit a certified true copy of the identification card or passport (in case of foreign nationality) of the authorized signatory.
 - Proxy - Please submit a certified true copy of the identification card or passport (in case of foreign nationality).
- c) In case of juristic person registered outside Thailand
 - A copy of the certificate of registration not exceeding 90 days, issued by the authorized state agency of the country the juristic person is located in the presence of notary public or official with similar authority, and certified true and correct by the authorized signatory of such juristic person with its seal.
 - Juristic person - Please submit a certified true copy of the identification card or passport (in case of foreign nationality) of the authorized signatory.
 - Proxy - Please submit a certified true copy of the identification card or passport (in case of foreign nationality)

Remark:

1. In case of foreign juristic person's document in other languages aside from English language, an English version of such document shall be enclosed herewith, certified true and correct translation by the authorized signatory.
2. In case of Custodian, please submit the power of attorney for the Custodian with evidence stating authorization from the shareholder to the Custodian to sign the Proxy Form on behalf of him/her as stated in 1.1 or 1.2 as the case may be, and evidence confirming the Custodian or a copy of Custodian license. In case of change of first name or last name, evidence verifying such change shall be presented with a certified true copy.

Proxy Appointment

The Company delivers the Proxy Form B which specifies certain details of the proxy according to the requirements of Ministry of Commerce's Department of Business Development. The shareholder who cannot attend the meeting in person may appoint a person as his/her proxy in the following manner:

- Authorize a person to attend and vote at the meeting on the shareholder's behalf or authorize the Independent Director of the Company that only one of them shall attend the Meeting. However, **the shareholders could not split the number of shares by granting multiple proxies to split their votes**
- Affix crossed out 20 Baht revenue stamp on the Proxy Form for accurateness and legal commitment. (For your convenience, the Company will facilitate in affixing the stamp duty during the registration to attend the meeting.) Return the completed Proxy Form with the required document **within 18 April 2025** to: Executive and Company Secretary officer,
I2 Enterprise Public Company Limited,
104 Soi Nakniwat 6, Nakniwat Road, Latphrao, Latphrao, Bangkok 10230

Voting Procedures

With respect to the voting in each agenda, Chairman of the meeting makes clarification in details of the voting procedures to the meeting in the following manner.

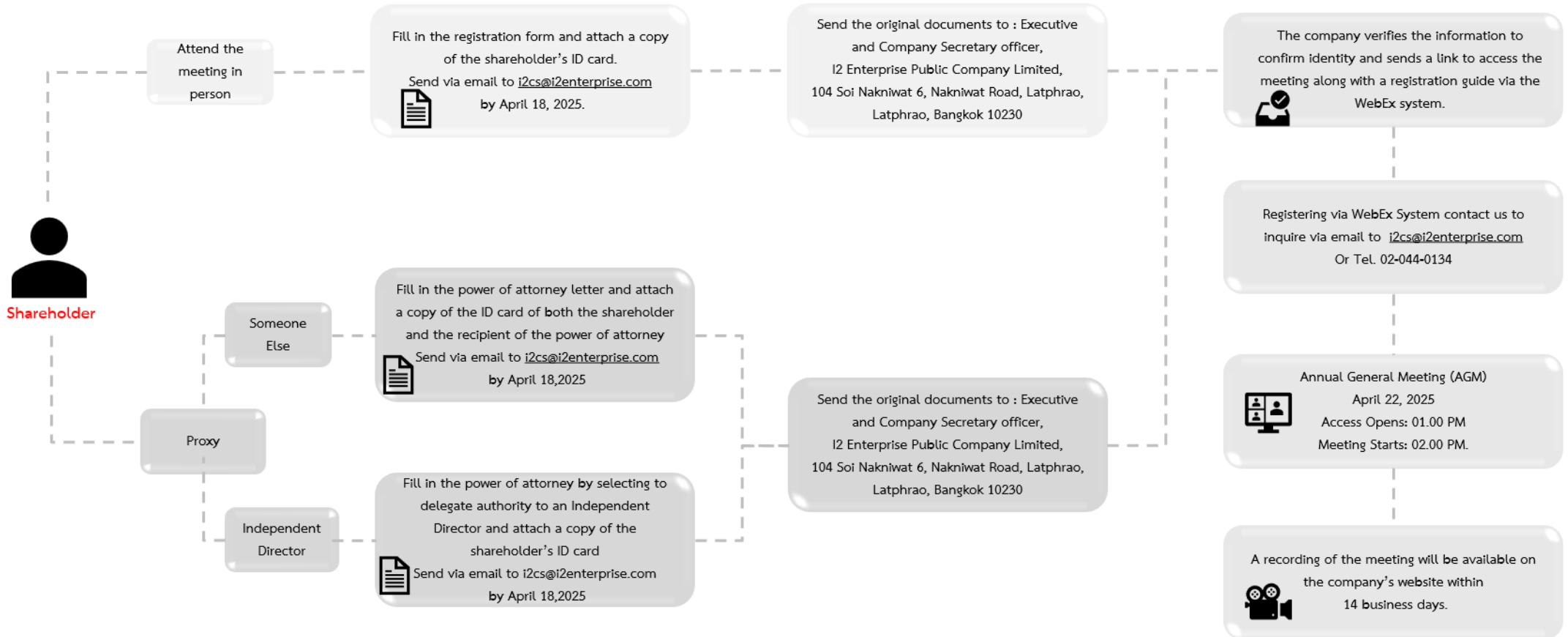
1. In regard to voting in each agenda, one vote is for one share. The shareholder or the proxy shall vote either approve or disapprove or abstain. Split of the number of shares for splitting votes is not allowed (except for Custodian).
2. The Chairman shall propose the shareholder to vote in each agenda by asking time by time whether there is any shareholder disapprove or abstain. In case of shareholder's disapproval or abstention, the shareholder or the proxy shall vote on each agenda during the voting period for each agenda. Those, who cast a specific vote disagree or abstain, shall send the voting messages via the WebEx system by requesting the following information:

Name-Surname/ ID Card Number/ Shareholder Registration Number	Meeting
Attendee in person or giving proxies to Mr./Mrs./MsAgenda is disagree or abstain voting.

Counting and Announcement of the Vote

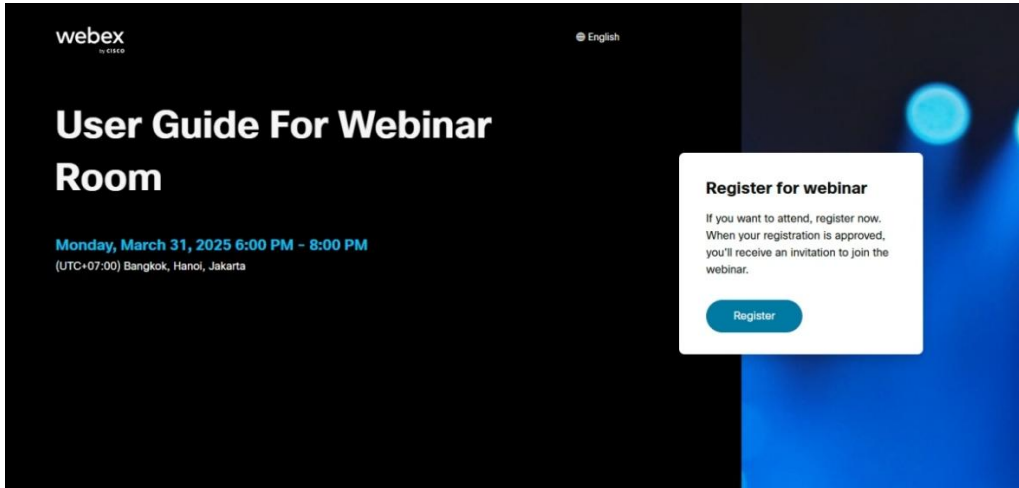
1. One (1) share shall be counted as one (1) vote. A resolution requires a majority of vote, except that the law designates as others.
2. In the counting of votes in each agenda, the Company would count only the disapprove and abstain votes. These votes would be deducted from all the qualified votes of the shareholders in person and the proxies as the Independent Directors for voting in advance.
3. The voting results would be announced as approve, disapprove and abstain votes with the latest number of the shares in the meeting in each agenda.

Steps to participate in the AGM 2025 (E-AGM)

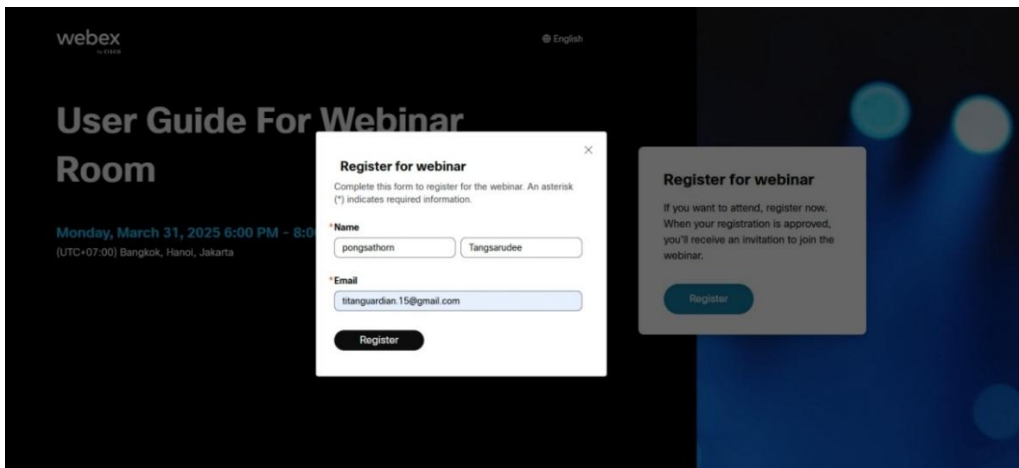


Steps of Registration and Joining Cisco WebEx Event on your browser

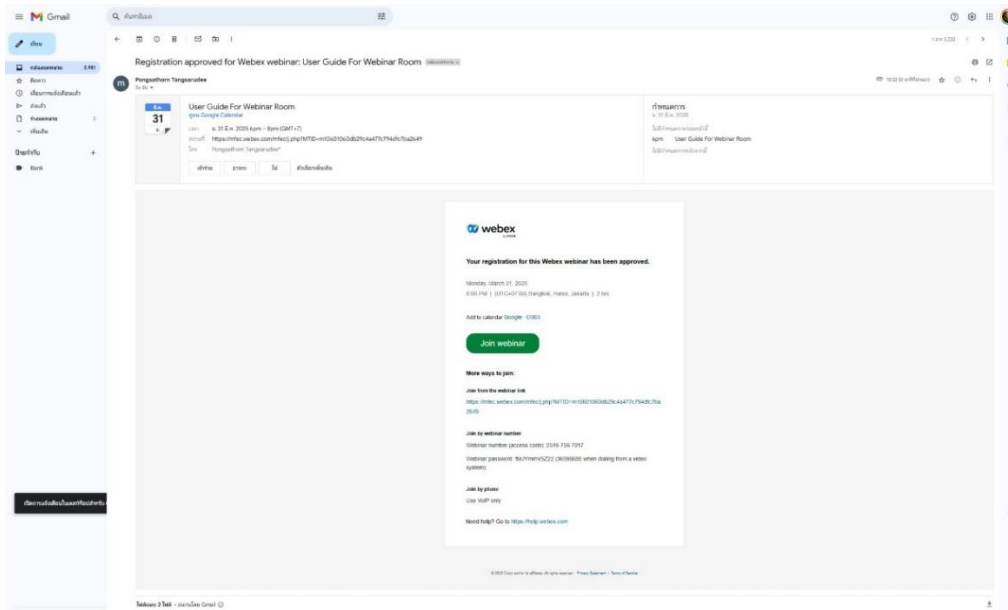
1. When receiving an email notification about registering for the AGM 2025, you can register by clicking on the registration link
2. After accessing the website, click on the 'Register' button.



3. Register by filling in all the required information in each field and then clicking on 'Register'.

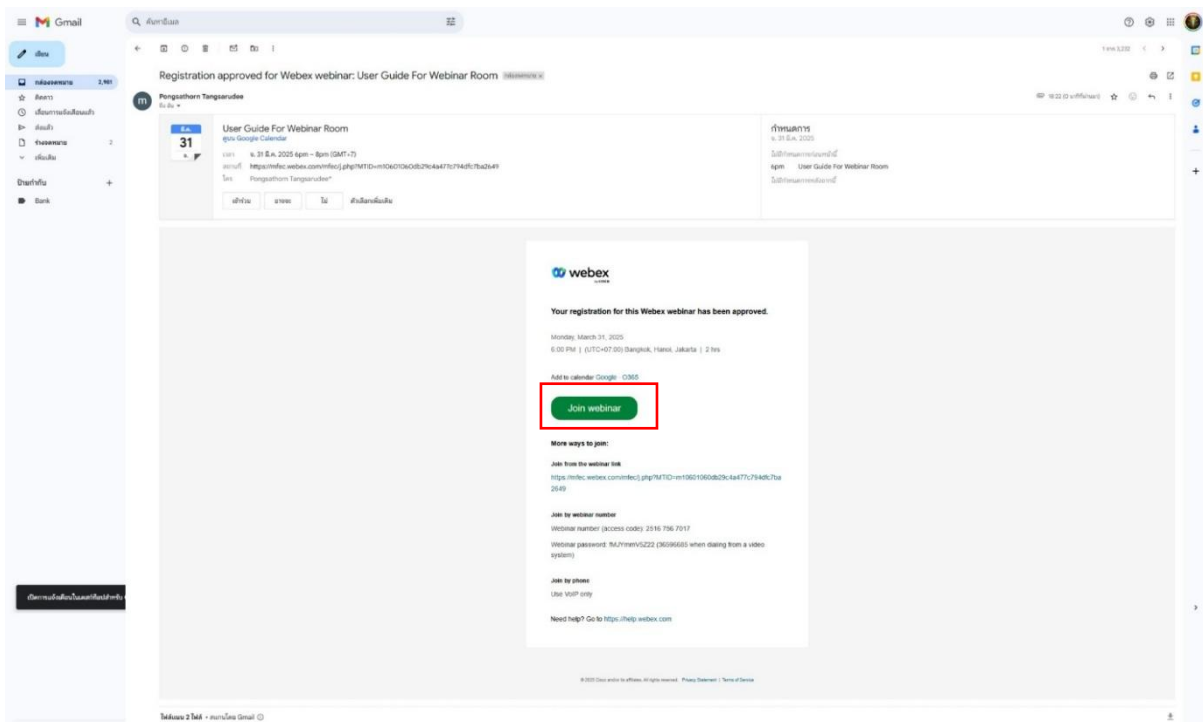


4. After registration completion, an email confirming the registration is sent

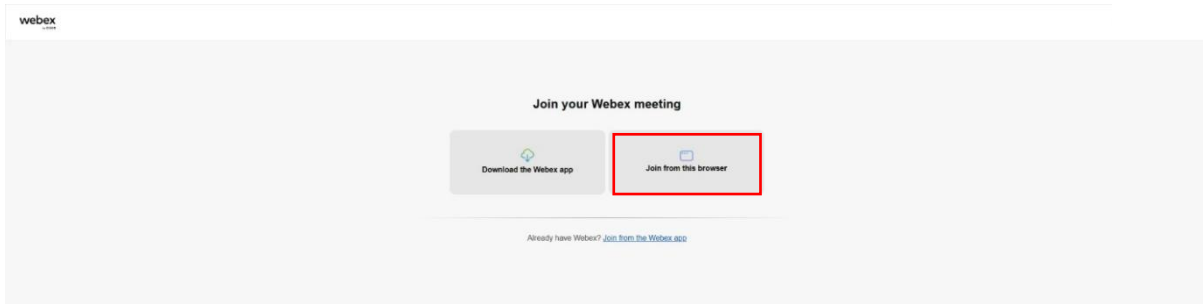


5. Participation in the meeting

5.1. Click on the 'Join Webinar' button from the email you received.



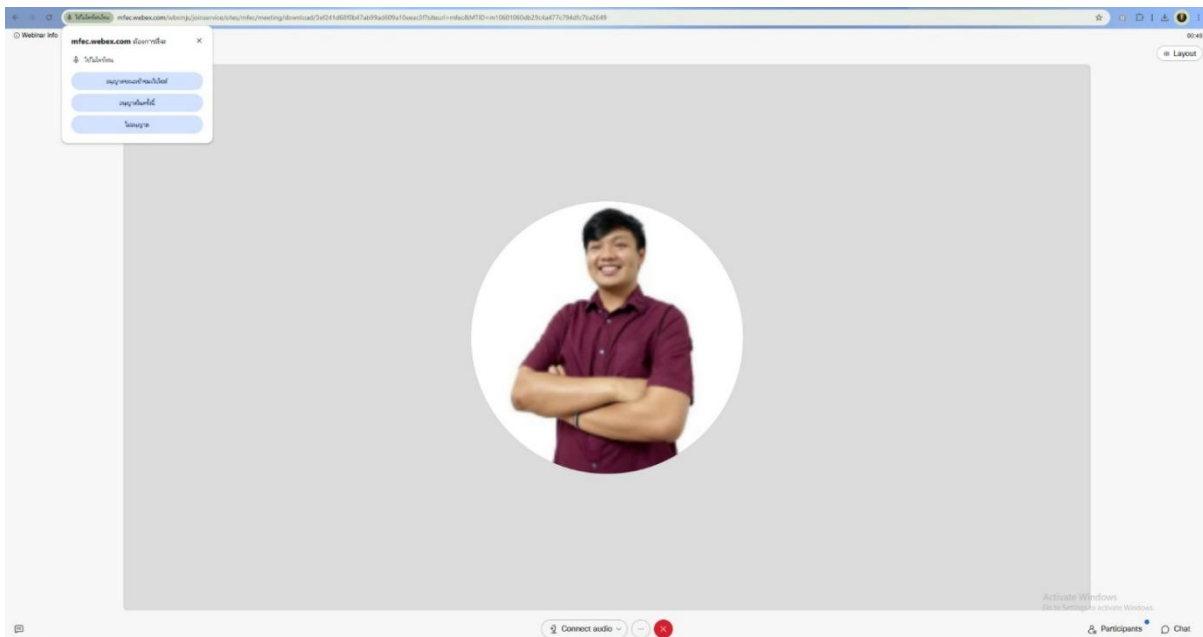
5.2. Click on the 'Join by browser' button.



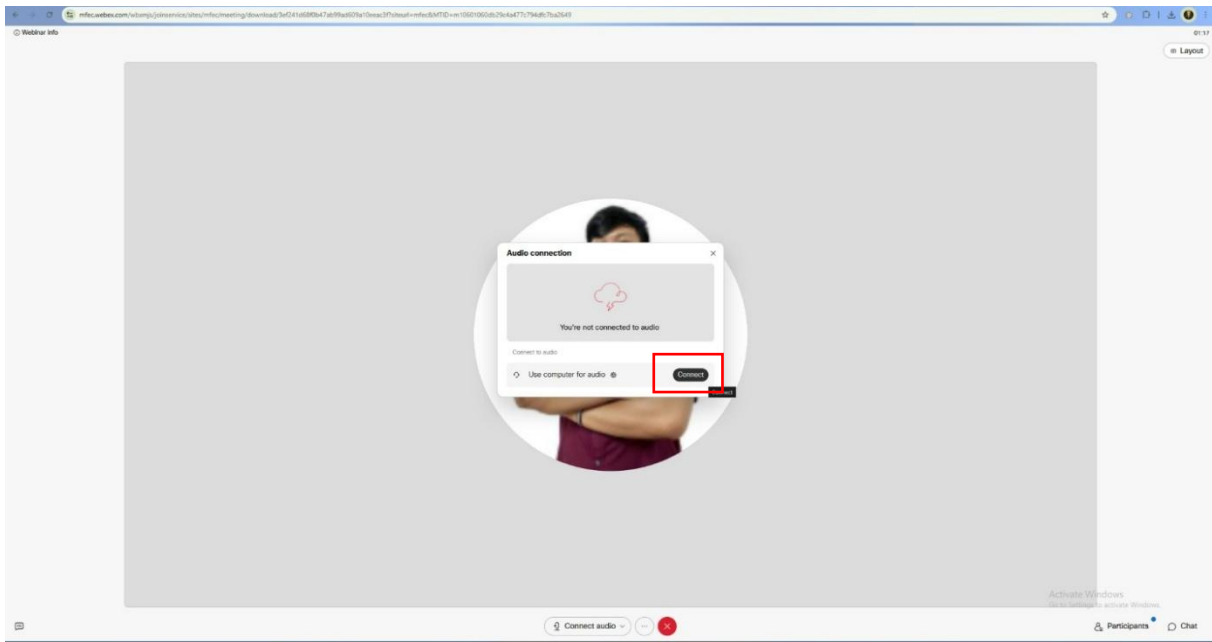
6. Enter your name and email address, and then click on the 'Next' button.



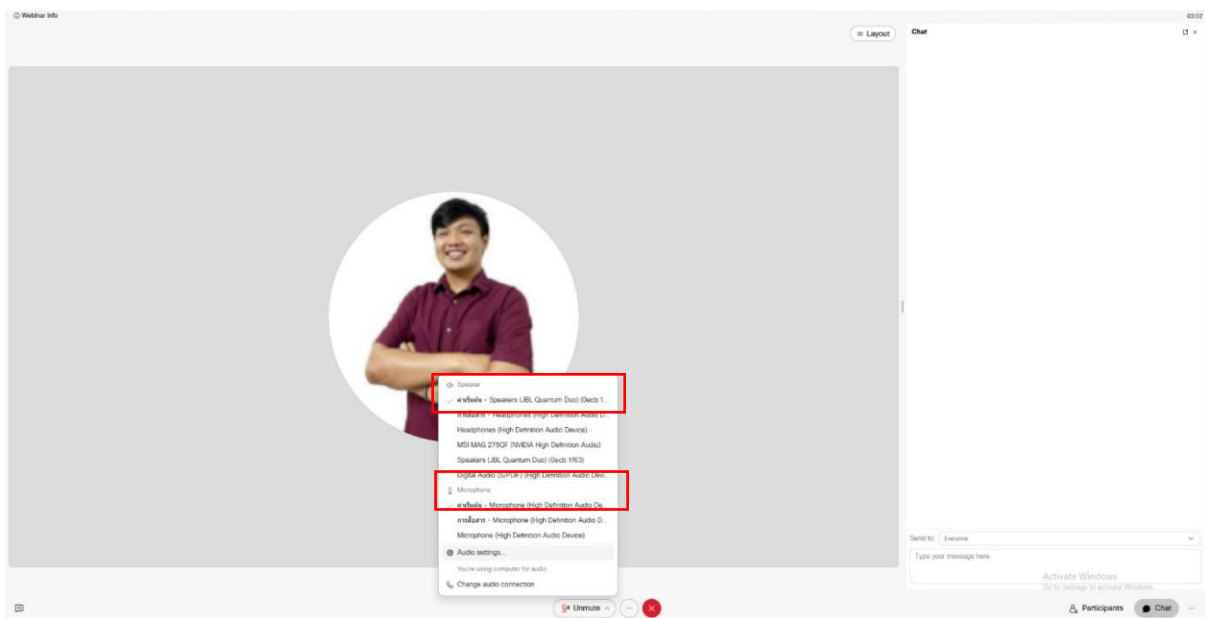
7. After successfully logging in, the screen will display the website page as shown in the image.




8. Click on the 'Connect' button to connect the audio device.

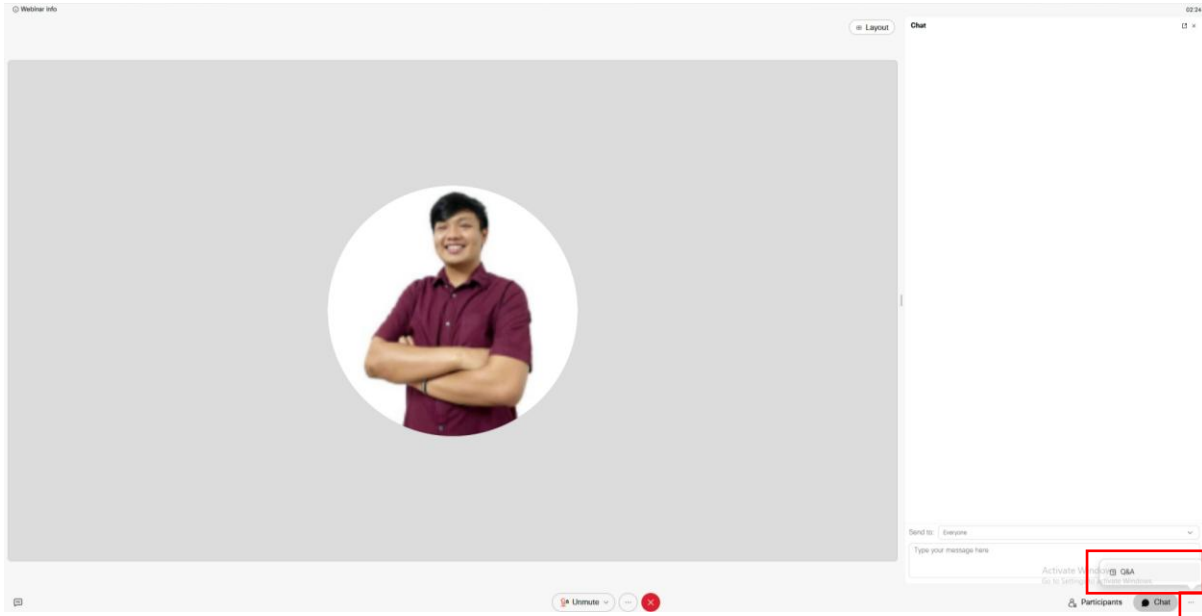



9. Check that the audio device is connected. The screen will display the result as shown in the image. If you need to change your headset or microphone, select the icon ^, and change the device.

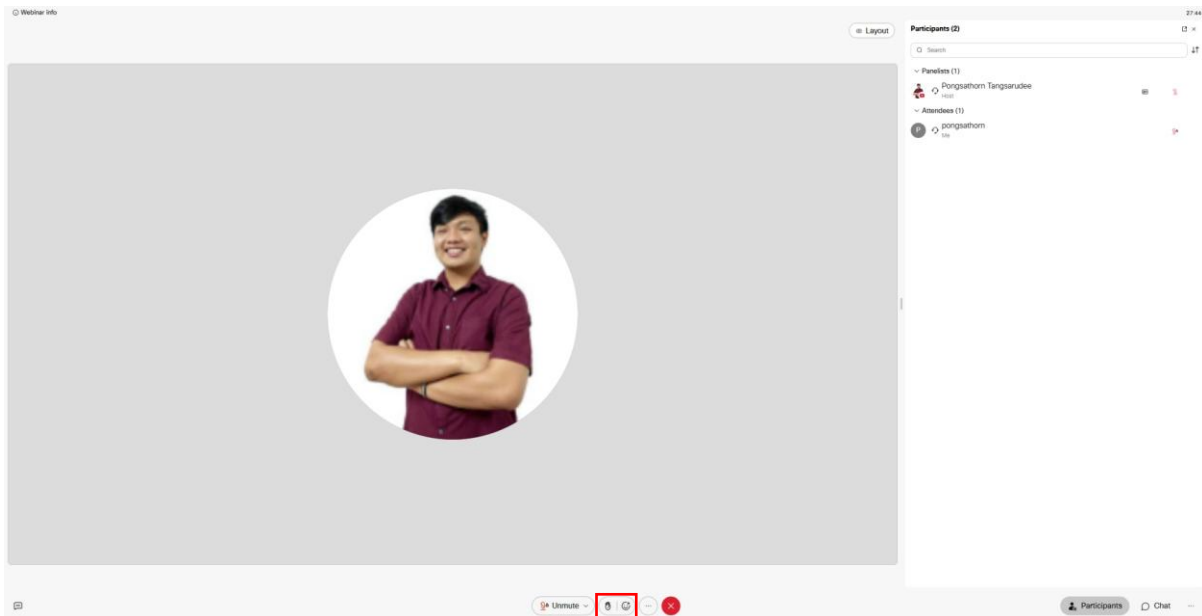


Steps of Q&A and question voting

1. Click ... in the bottom right corner, then select the  icon. The Q&A window will appear, allowing you to submit questions and vote from this window.



2. The company gives shareholders the opportunity to ask questions. Shareholders can type their questions in the Q&A window or use the 'raise hand'  button to indicate their desire to ask questions by opening the microphone during the meeting



How to vote for each agenda item.

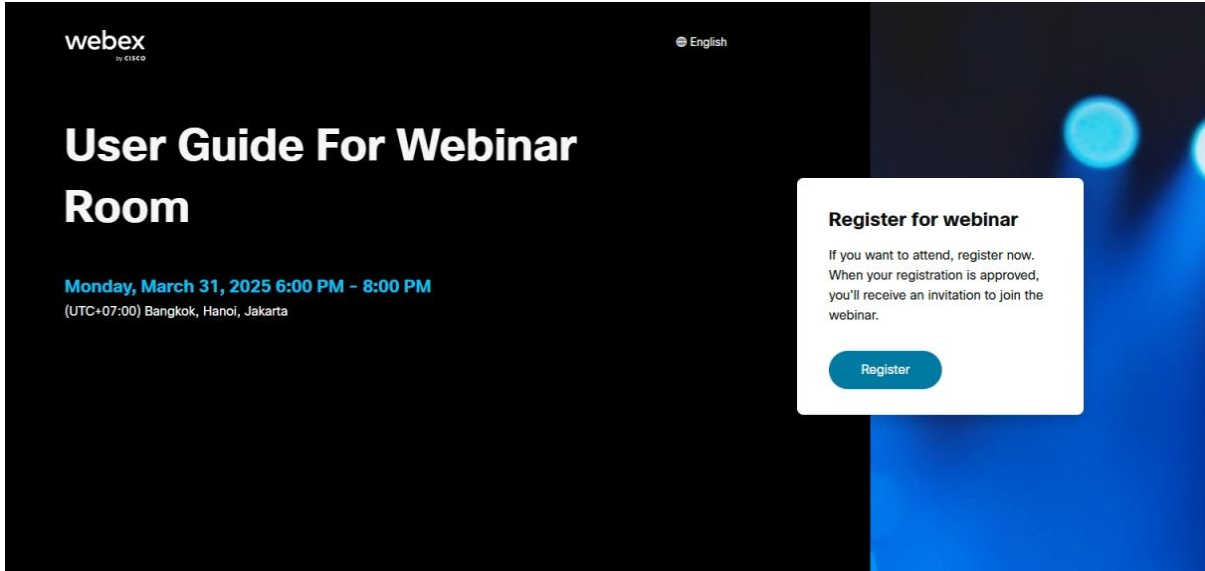
1. Voting for each agenda item is done by casting one vote per share. Shareholders or proxies must cast one of the following: for, against, or abstain. Partial voting is not allowed.
2. You are able to vote on each agenda item during the period provided, only **votes of disagree and abstention** will be accepted through Cisco WebEx system once requesting the following information.

Name-Surname/ ID Card Number/ Shareholder Registration Number Meeting Attendee in person or giving proxies to Mr./Mrs./Ms Agenda is disagree or abstain voting.
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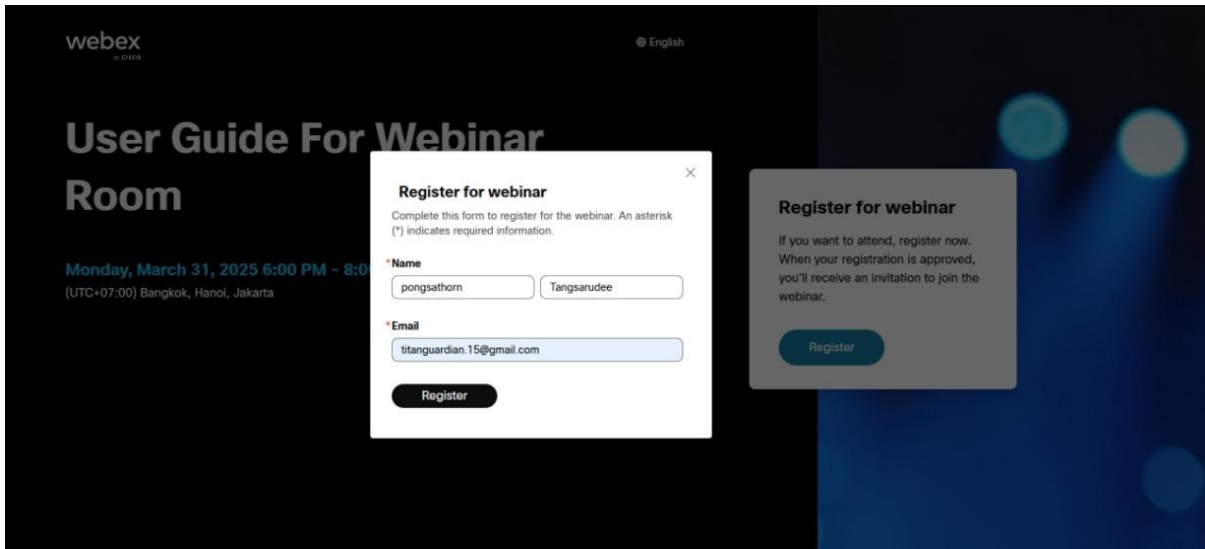
Note: Only shareholders who have not voted before are eligible.

Steps of Registration and Joining Cisco WebEx Event on your desktop and mobile application

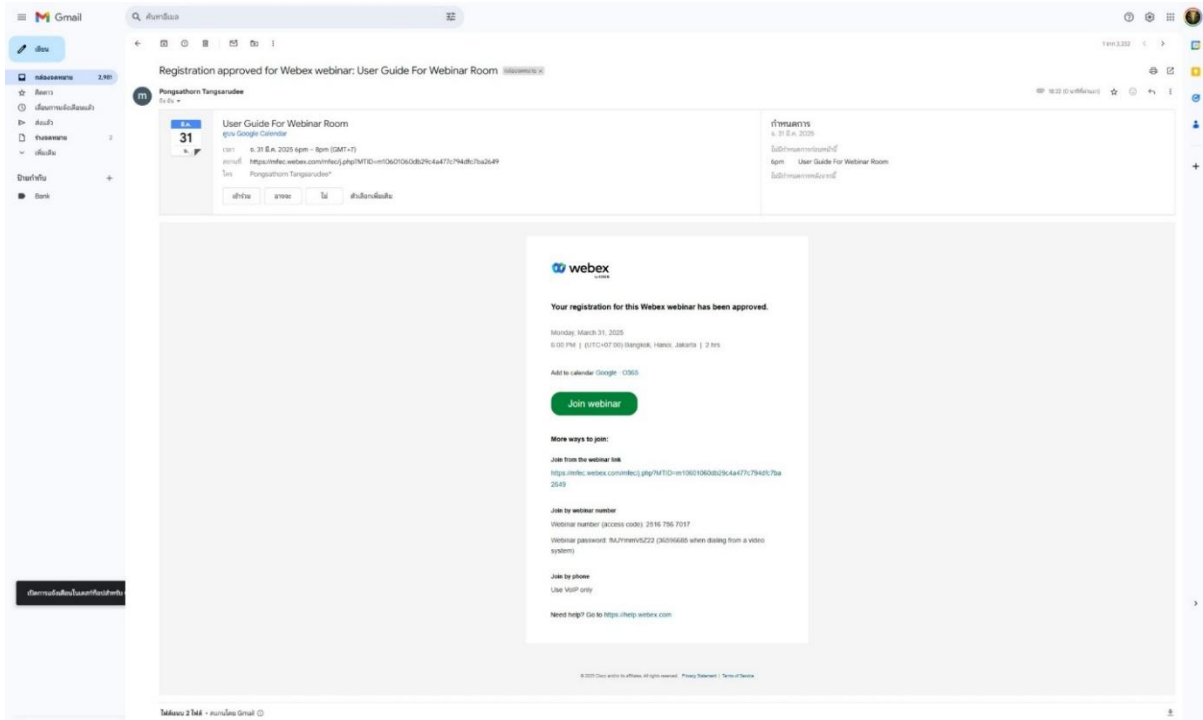
1. When receiving an email notification about registering for the AGM 2024, you can register by clicking on the registration link
2. After accessing the website, click on the 'Register' button.



3. Register by filling in all the required information in each field and then clicking on 'Register'.

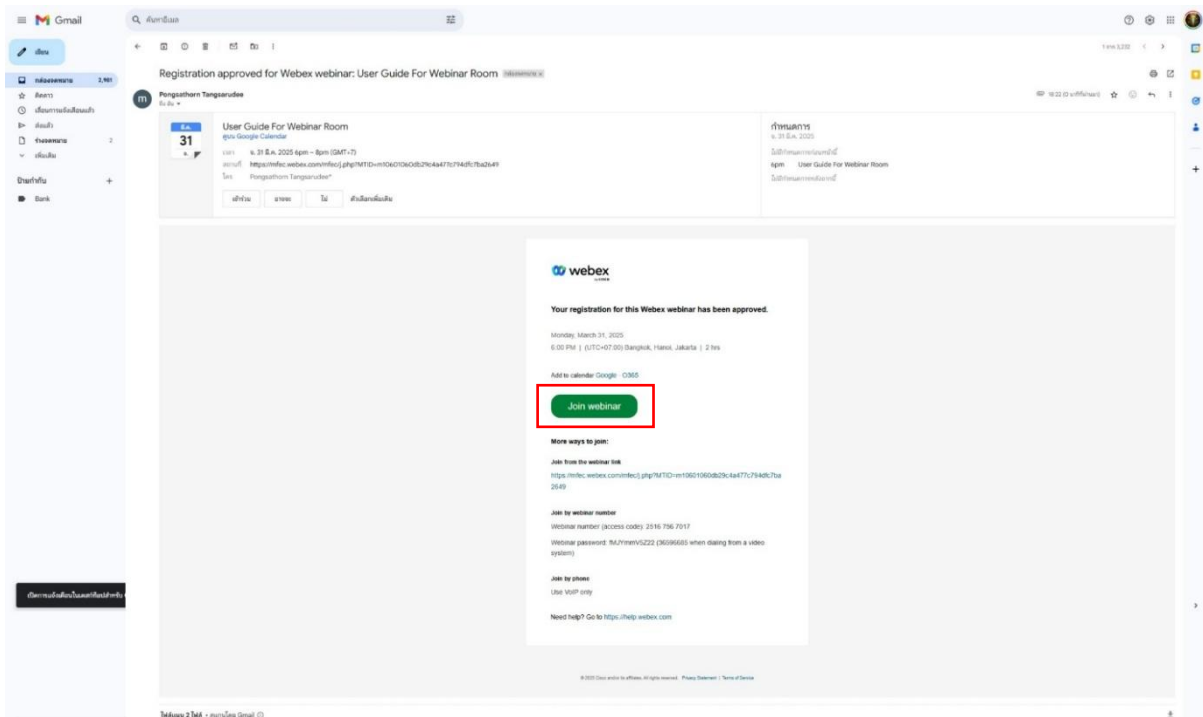


4. After registration completion, an email confirming the registration is sent

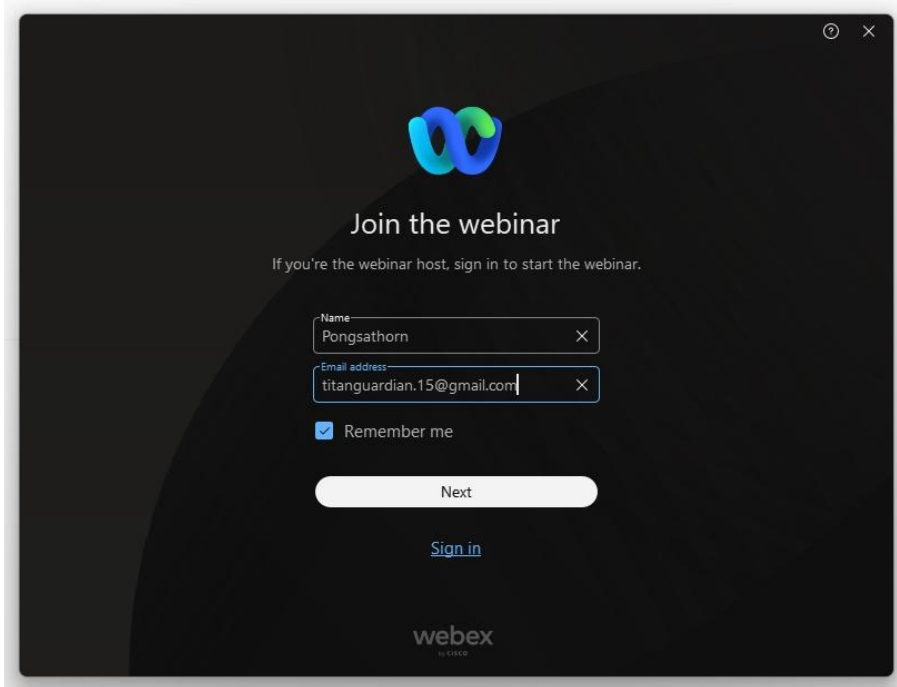


5. Participation in the meeting

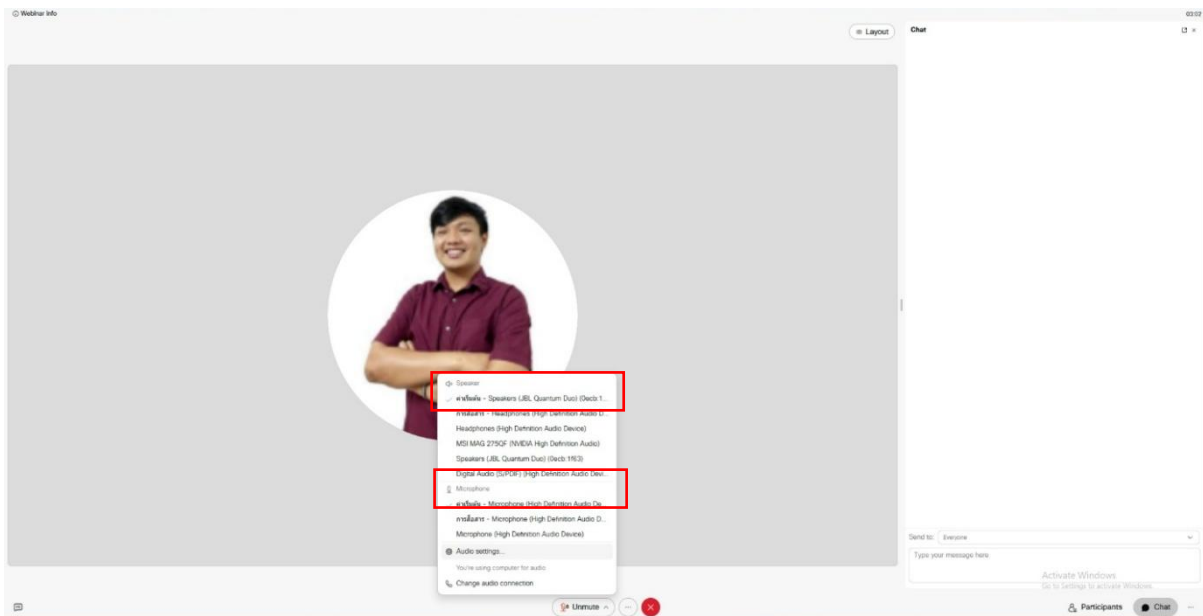
5.1. Click on the 'Join Webinar' button from the email you received.




5.2. Enter the information you registered with and click on the 'Join by browser' button.

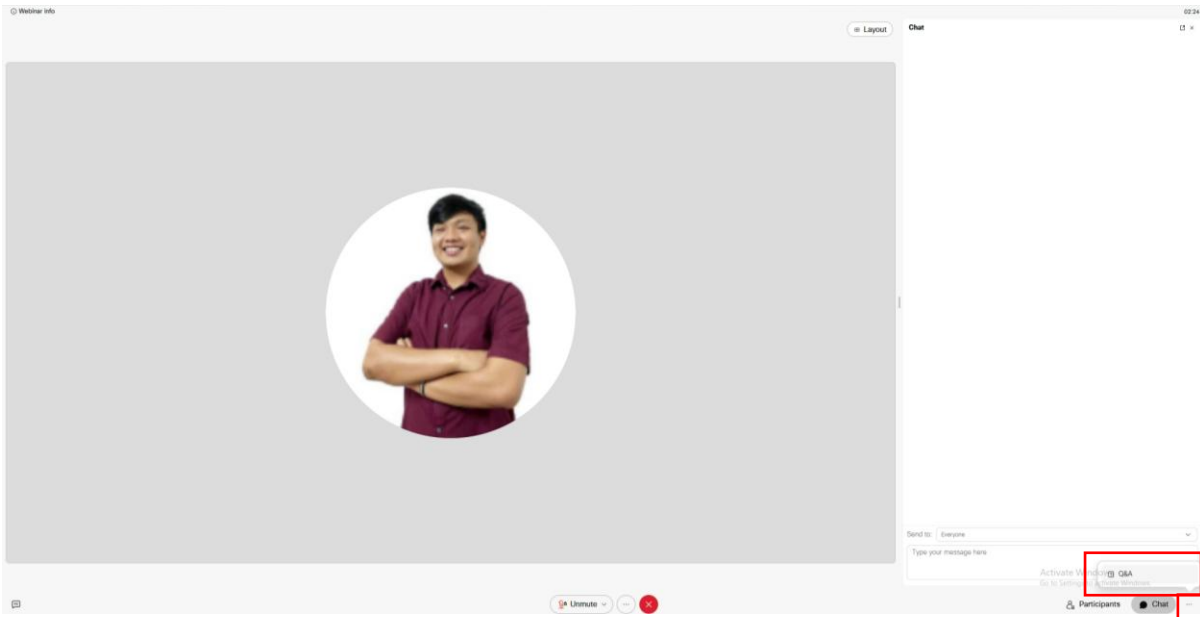



6. Check that the audio device is connected. The screen will display the result as shown in the image. If you need to change your headset or microphone, select the icon ^, and change the device.

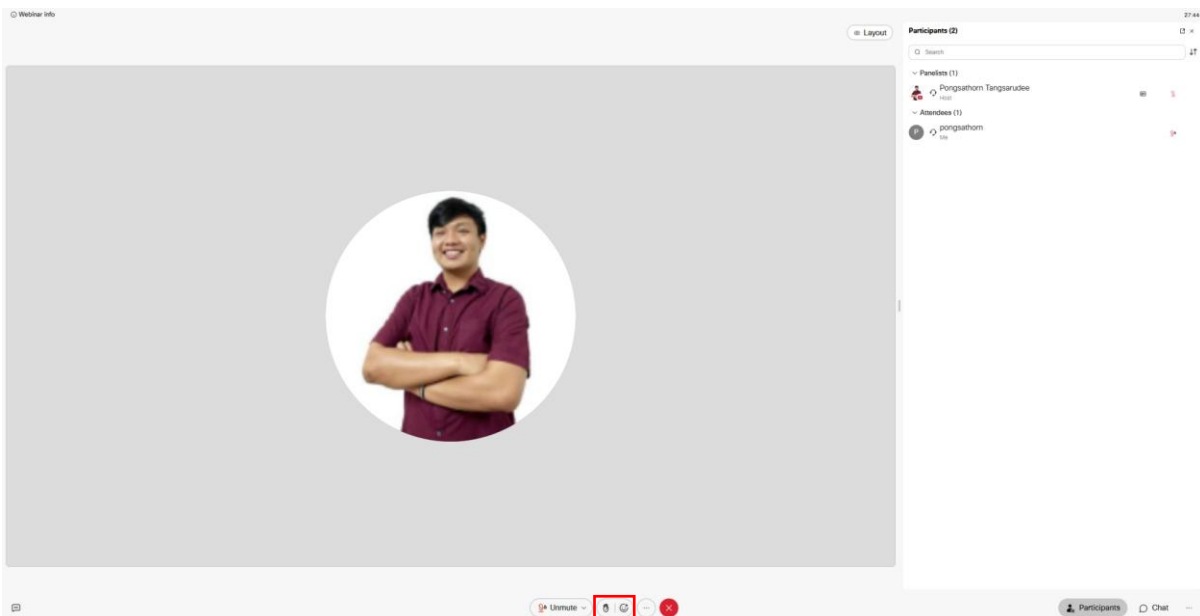


Steps of Q&A and question voting

1. Click ... in the bottom right corner, then select the  icon. The Q&A window will appear, allowing you to submit questions and vote from this window.



2. The company gives shareholders the opportunity to ask questions. Shareholders can type their questions in the Q&A window or use the 'raise hand'  button to indicate their desire to ask questions by opening the microphone during the meeting

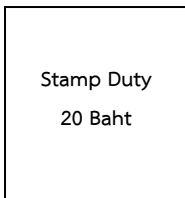


How to vote for each agenda item.

1. Voting for each agenda item is done by casting one vote per share. Shareholders or proxies must cast one of the following: for, against, or abstain. Partial voting is not allowed.
2. You are able to vote on each agenda item during the period provided, only **votes of disagree and abstention** will be accepted through Cisco WebEx system once requesting the following information.

Name-Surname/ ID Card Number/ Shareholder Registration Number Meeting
Attendee in person or giving proxies to Mr./Mrs./Ms Agenda is disagree or abstain voting.

Note: Only shareholders who have not voted before are eligible.



Form of Proxy, Form B

Made at

Date Month Year

(1) I/Wenationality.....residing/located at No.....
Road, Tambol/Kwaeng.....
 Amphoe/Khet.....Province Postal Code Tel.

(2) being a shareholder of I2 Public Company Limited, holding..... shares 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
Road, Tambol/Kwaeng....., Amphoe/Khet
Province.....Postal Code ,or

(2)..... age years, residing/located at No
Road, Tambol/Kwaeng....., Amphoe/Khet
Province.....Postal Code ,or

(3) Mr.Chanakan Sriratanaban (Chairman of the Nomination and Remuneration Committee / Audit
 Committee / Risk Committee / Independent Directors). age51..... years, residing/located at No. 28/84
Road, Tambol/Kwaeng..... dindaeng..... Amphoe/Khet..... dindaeng.....Province..... Bangkok
 Postal Code 10400

(4) Mr. Somchai Wongrassamee (Chairman of Risk Management/ Audit Committee/ Nomination
 and Remuneration Committee/ Independent Director). age57..... years, residing/located at No.25...Soi
 Chaloem Phrakiat Ratchakan Thi 9, Tambol/Kwaeng NongBon..... Amphoe/Khet.... Prawet..... Province
 Bangkok.....Postal Code 10260

Any one of them as my/our proxy to attend and vote on my/our behalf at the 2025 Annual General
 Meeting of Shareholders on 22 April 2025 at 02.00 PM. By Organizing Meetings via Electronic Media (E-AGM) at
 Head Office, MFEC Public Company Limited 349 SJ Infinite One Business Complex, Vibhavadi-Rangsit Rd., Chompol,
 Chatujak, Bangkok, 10900

(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 2024 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 2024.

Agenda no. 3 To consider and approval of the Financial Statements as at December 31, 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. 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 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. 6 To consider the directors' remuneration of year 2025.

(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 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. 8 To Consider and approve of a change in the objectives and schedule for utilizing the proceeds received from IPO

(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. 9 To Consider and approve the amendment of the Company's Objectives and the amendment to Clause 3 of the Memorandum of Association

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

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

Approve Disapprove Abstain

Agenda no. 10 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.

(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.

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

Signed..... Grantee
(.....)

Signed..... Grantee
(.....)

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 2025 Annual General Meeting of Shareholders on 22 April 2025 at 02:00 pm. By Organizing Meetings via Electronic Media (E-AGM) at Head Office, MFEC Public Company Limited 349 SJ Infinite One Business Complex, Vibhavadi-Rangsit Rd., Chompol, Chatujak, Bangkok, 10900

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

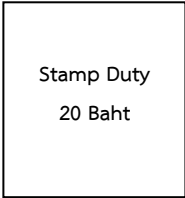
Agenda no..... re:

- (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:
 - 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

.....



Form of Proxy, Form C

Made at.....

Date MonthYear

(1) Welocated at No.....,Road, Tambol/Kwaeng....., Amphoe/Khet.....Province Postal Code Tel.in our capacity as the custodian for, being a shareholder of I2 Public Company Limited, holding shares 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,

(2) I/We wish to appoint

(1)..... age years, residing/located at NoRoad, Tambol/Kwaeng....., Amphoe/Khet Province.....Postal Codeor

(2)..... age years, residing/located at NoRoad, Tambol/Kwaeng....., Amphoe/Khet Province.....Postal Codeor

(3) Mr.Chanakan.Sriratanaban (Chairman of the Nomination and Remuneration Committee / Audit Committee / Risk Committee / Independent Directors) age 51 years, residing/located at No. 28/84Road, Tambol/Kwaeng dindaeng..... Amphoe/Khet dindaeng..... Province.....Bangkok Postal Code 10400

(4) Mr. Somchai Wongrassamee (Chairman of Risk Management/ Audit Committee/ Nomination and Remuneration Committee/ Independent Director) age 57 years, residing/located at No. 25 Soi Chaloem Phrakiat Ratchakan Thi 9, Tambol/Kwaeng NongBon..... Amphoe/Khet Prawet..... Province Bangkok.....Postal Code 10260

Any one of them as my/our proxy to attend and vote on my/our behalf at the 2025 Annual General Meeting of Shareholders on 22 April 2025 at 02.00 PM. By Organizing Meetings via Electronic Media (E-AGM) at Head Office, MFEC Public Company Limited 349 SJ Infinite One Business Complex, Vibhavadi-Rangsit Rd., Chompol, Chatujak, Bangkok, 10900

(3) We authorise our proxy to attend the meeting and cast the votes on our behalf in the following manner:

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

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

Ordinary shares:..... shares in total, which are entitled to castvotes; and

Preferred shares:..... shares in total, which are entitled to cast..... votes,

Total: votes

(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 2024 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 2024.

Agenda no. 3 To consider and approval of the Financial Statements as at December 31, 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. 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 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. 6 To consider the directors' remuneration of year 2025.

(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 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. 8 To Consider and approve of a change in the objectives and schedule for utilizing the proceeds received from IPO

- (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. 9 To Consider and approve the amendment of the Company's Objectives and the amendment to Clause 3 of the Memorandum of Association

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

Agenda no. 10 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.

(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.

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

Signed..... Grantee
(.....)

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 2025 Annual General Meeting of Shareholders on 22 April 2025 at 02:00 pm. By Organizing Meetings via Electronic Media (E-AGM) at Head Office, MFEC Public Company Limited 349 SJ Infinite One Business Complex, Vibhavadi-Rangsit Rd., Chompol, Chatujak, Bangkok, 10900

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

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- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
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Agenda no..... re:

- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
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 - Approve Disapprove Abstain

.....

Provisions of the Company's Articles of Association Relating to the Shareholders' Meeting

Chapter 5 Board of Directors

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 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 co-signing 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 ...

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 ...

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.

Details of the Independent Director

Name Mr. Chanakan Sriratanaban **Age** 51 Years. **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 Responsibilities Board 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 (significant) non-listed companies		Position Held in Competing/Related to the Company’s Business	
No.	Position	No.	Position	No.	Position
-	- None -	4	Chief Executive Officer, Director 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.	-	- None -

Number of Years as Director 2 years 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, 2024)

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.

Details of the Independent Director



Name Mr. Somchai Wongrasamee **Age** 57 Years. **Nationality** Thai

Educational Background Bachelor’s Degree Faculty of Engineering Electronics,
King Mongkut's Institute of
Technology Ladkrabang

Master’s Degree MBA in Finance, University of
Dallas, USA

Doctorate Engineering, Mechanical Engineering,
Harriet-Watt University, United Kingdom

Training in Board Roles and Responsibilities Director Certification Program Class 239/2560
Director Accreditation Program Class 96/2555

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 (significant) non-listed companies		Position Held in Competing/Related to the Company’s Business	
No.	Position	No.	Position	No.	Position
1	Director/ Chief Finance Officer SFLEX Public Company Limited	1	Director A2 TECHNOLOGIES CO., LT	-	- None -

Number of Years as Director 2 years 9 months (since the company converted to a public company)

Shares Held in the Company 500,000 shares, equivalent to 0.12% ownership (as of December 31, 2024)

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.

Attn: I2 Shareholders

I2 Enterprise Public Company Limited provides the shareholders with the invitation letter with QR Code. Therefore, the shareholders may scan QR Code or surf www.i2enterprise.com to access and study complementary documents to Annual General Meeting of the Shareholders 2025. If any shareholders would like to have a hard copy of the complementary documents to the AGM 2025, please fill the form below and send it to:

Executive and Company Secretary officer
I2 Enterprise Public Company Limited, 104 Soi Nakniwat 6, Nakniwat Road, Latphrao,
Latphrao, Bangkok 10230
or E-Mail: i2cs@i2enterprise.com

Request Form for Complementary Documents to Annual General Meeting of the Shareholders 2025

Attn.: Executive and Company Secretary officer I2 Enterprise Public Company Limited (Please write in block letters.)

I,

Address:

.....CountryPostal Code

would like to receive Invitation Letter to the AGM 2025 in a hard copy