

Invitation to the 2021 Annual General Meeting of Shareholders

Thai Plaspac Public Company Limited

Guideline for Attending the Meeting during the Outbreak of Coronavirus 2019 (COVID-19)

1. TPAC reserves the right to deny entry into the meeting room in case of attendees who have recently visited or returned from any high-risk country in less than 14 days as specified in the relevant notifications of the Ministry of Public Health.
2. TPAC reserves the right to deny entry into the meeting room in case of attendees who show respiratory symptom.
3. Shareholders who are denied entry into the meeting room due the reasons mentioned above may appoint an independent director as their proxies.
4. TPAC encourages the shareholders to appoint an independent director as their proxies as per the conditions and procedures stated in the enclosures to the Invitation to the 2021 Annual General Meeting of Shareholders.
5. Screening of all attendees will be conducted at the entrance of the meeting room in compliance with the guidelines of the Department of Disease Control and all attendees are requested to cooperate and wear a facemask at all times.
6. TPAC reserves the right to issue any additional measures as necessary.

2021 Annual General Meeting of Shareholders

Friday, April 23, 2021, at 15:00

Paploen Room, Hansar Bangkok Hotel

No. 3/250, Soi Mahatlek Luang 2, Ratchadamri Road, Lumpini Sub-district,

Pathum Wan District, Bangkok 10330

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(Translation)

Ref. TPAC.004/2564

Date: April 1, 2021

Re: Invitation to the 2021 Annual General Meeting of Shareholders

To: Shareholders of Thai Plaspac Public Company Limited

- Enclosures:**
1. Copy of the Minutes of the 2020 Annual General Meeting of Shareholders
 2. 2020 Annual Report (electronic format available via the QR Code provided)
 3. Credentials and Background of Nominated Director Candidates
 4. Definition of Independent Directors
 5. Remuneration of Directors for 2021
 6. Credentials and Background of Auditors
 7. Proxy Form A, Proxy Form B, and Proxy Form C
 8. List of Independent Directors for Proxy Appointment
 9. Articles of Association of Thai Plaspac Public Company Limited relating to Shareholders' Meetings
 10. Guidelines for Proxy Appointment and Registration and Documents Required for Registration
 11. Annual Report Request Form
 12. Map of the Meeting Venue

The Board of Directors of Thai Plaspac Public Company Limited (the “**Company**”) resolved to convene the 2021 Annual General Meeting of Shareholders on Friday, April 23, 2021, at 15:00 at Paploen Room, Hansar Bangkok Hotel, located at No. 3/250, Soi Mahatlek Luang 2, Ratchadamri Road, Lumpini Sub-district, Pathum Wan District, Bangkok 10330, to consider the following agenda items:

Agenda 1 Message from the Chairman

Voting: This agenda item is for acknowledgement and voting is not required.

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

Facts and reasons: The Company already prepared the Minutes of the 2020 Annual General Meeting of Shareholders held on April 21, 2020, submitted a copy of the said minutes to the Stock Exchange of Thailand (the “**SET**”) within 14 days from the meeting date and the Ministry of Commerce within the period required by law, and made the said Minutes public on the Company’s website, the details of which are set out in Enclosure 1. Therefore, it is proposed that the shareholders’ meeting consider and adopt the Minutes of the 2020 Annual General Meeting of Shareholders held on April 21, 2020.

Board of Directors' opinion: The Board of Directors, having viewed that the Minutes of the 2020 Annual General Meeting of Shareholders held on April 21, 2020 had been correctly and completely recorded, deemed it appropriate to propose the Minutes of the 2020 Annual General Meeting of Shareholders for consideration and adoption by the 2021 Annual General Meeting of Shareholders.

Voting: The resolution for this agenda item requires a **simple majority** vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Agenda 3 To acknowledge the report on the Company's operations for the year ended December 31, 2020

Facts and reasons: A report of the Company's operations and significant developments in 2020 is presented in the 2020 Annual Report, which is available in electronic format via the QR Code provided in Enclosure 2. Therefore, it is proposed that the shareholders' meeting acknowledge the report on the Company's operations for the year ended December 31, 2020.

Board of Directors' opinion: The Board of Directors deemed it appropriate to propose the report on the Company's operations for the year ended December 31, 2020 for acknowledgement by the 2021 Annual General Meeting of Shareholders.

Voting: This agenda item is for acknowledgement and voting is not required.

Agenda 4 To consider and approve the audited consolidated financial statements of the Company and its subsidiaries for the year ended December 31, 2020

Facts and reasons: Section 112 of the Public Limited Companies Act B.E. 2535 (as amended) (the "PLCA") and Article 44 of the Articles of Association of the Company require that the Company must prepare the balance sheet and the statements of profit and loss as at the end of the fiscal year for submission to and approval by the annual general meeting of shareholders. The audited consolidated financial statements of the Company and its subsidiaries for the year ended December 31, 2020 are as presented in the 2020 Annual Report, which is available in electronic format via the QR Code provided in Enclosure 2. Therefore, it is proposed that the shareholders' meeting consider and approve the audited consolidated financial statements of the Company and its subsidiaries for the year ended December 31, 2020.

Board of Directors' opinion: The Board of Directors, having viewed that the audited consolidated financial statements of the Company and its subsidiaries for the year ended December 31, 2020 had been prepared in accordance with the generally accepted accounting principles and reviewed by the Audit Committee, deemed it appropriate to propose the audited consolidated financial statements of the Company and its subsidiaries for the year ended December 31, 2020 for consideration and approval by the 2021 Annual General Meeting of Shareholders.

Voting:

The resolution for this agenda item requires a **simple majority** vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Agenda 5 To consider and approve the allocation of profit from the operating results for the year ended December 31, 2020 and the dividend payment

Facts and reasons:

Section 116 of the PLCA and Article 47 of the Articles of Association of the Company require that the Company must set aside as a legal reserve not less than 5 percent of its annual net profit after accumulated deficit brought forward (if any) until the reserve is not less than 10 percent of its registered capital. Moreover, Section 115 of the PLCA and Article 46 of the Articles of Association of the Company require that dividend must not be paid other than out of profits and must be paid according to the number of shares, each entitled to an equal amount of dividend.

The Company has set its dividend payment policy to pay dividend of not less than 30 percent of its net profit after corporate income tax and appropriation to the statutory reserve. However, the Board of Directors may consider adjusting the dividend payment depending on liquidity requirement, cash flow requirement for expansion and investment, and other requirements in the future.

The Company's net profit for 2020 as shown in its separate and consolidated financial statements amounted to THB 156,013,124 and 321,979,451, respectively, and its unallocated retained earnings as of December 31, 2020 amounted to THB 696,595,577 and THB 912,545,432, respectively.

As at December 31, 2020, the Company's registered capital was THB 326,550,000. As such, the Company must set aside THB 4.05 million so that the statutory reserve reaches 10 percent of its registered capital in accordance with the PLCA and the Articles of Association of the Company. Therefore, it is proposed that the shareholders' meeting consider and approve the allocation of profit from the operating results for the year ended December 31, 2020 and the dividend payment as follows:

- (1) allocation of profit from the operating results for the year ended December 31, 2020 in the amount of THB 4.05 million as statutory reserve; and
- (2) payment of dividend from the operating results for the year ended December 31, 2020 to the existing shareholders of the Company of up to THB 95,352,600 or at a rate of THB 0.292 per share where the date on which the names of shareholders entitled to receive such dividend (Record Date) will be fixed on May 10, 2021.

The payout ratio of the proposed payment of dividend from the operating results for the year ended December 31, 2020 is 30.0 percent, which has been calculated from the consolidated net profit attributed to the Company less the proposed statutory reserve for 2020, and is, therefore, in line with the Company's dividend payment

policy.

A comparison of the dividend payments in 2017-2019 and 2020 is provided below:

Details	For the Years Ended December 31,			
	2017	2018	2019	2020
Net profit (separate financial statements) (THB)	107,410,764	55,466,165	62,053,919	156,013,124
Unappropriated retained earnings (separate financial statements) (THB)	482,308,530	530,856,656	585,451,203	696,595,577
Net profit (consolidated financial statements) (THB)	107,410,764	31,476,668	138,841,442	321,979,451
Unappropriated retained earnings (consolidated financial statements) (THB)	482,308,530	506,706,017	636,264,620	912,545,432
Number of paid-up shares (Share)	253,817,676	253,817,676	326,549,999	326,549,999
Dividend per share (THB)	0.13	-	0.125	0.292
Total dividend (THB)	32,996,298	-	40,818,750	95,352,600
Payout ratio (Percent)	30.7	N/A	30.1	30.0
Dividend yield ¹ (Percent)	1.12	N/A	1.25	2.35

¹ Dividend yield is calculated from the closing price of the Company's shares at the end of each period.

Board of Directors' opinion: The Board of Directors deemed it appropriate to propose the allocation of profit from the operating results for the year ended December 31, 2020 and the payment of dividend for consideration and approval by the 2021 Annual General Meeting of Shareholders as follows:

- (1) allocation of profit from the operating results for the year ended December 31, 2020 in the amount of THB 4.05 million as statutory reserve; and
- (2) payment of dividend from the operating results for the year ended December 31, 2020 to the existing shareholders of the Company of up to THB 95,352,600 or at a rate of THB 0.292 per share where the date on which the names of shareholders entitled to receive such dividend (Record Date) will be fixed on May 10, 2021.

Voting: The resolution for this agenda item requires a **simple majority** vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Agenda 6 To consider and approve the election of directors to replace those who retire by rotation

Facts and reasons:

Section 71 of the PLCA and Article 18 of the Articles of Association of the Company require that one-third of the total number of the directors shall retire at every annual general meeting of shareholders, and if the number of directors cannot be equally divided into three parts, the number of directors closest to one-third shall retire.

At present, the Company has eight directors in total, three of whom are due to retire by rotation at the 2021 Annual General Meeting of Shareholders, namely:

1. Mr. Virasak Sutanthavibul Independent Director, Chairman of the Audit Committee, and Member of the Nomination and Remuneration Committee
2. Mrs. Aradhana Lohia Sharma Non-Executive Director
3. Mr. Yashovardhan Lohia Non-Executive Director

In compliance with the principles of good corporate governance, the Company had provided the shareholders with an opportunity to nominate suitable and qualified candidates to be elected as directors in advance for the 2021 Annual General Meeting of Shareholders during the period from November 11, 2020 to January 31, 2021. However, none of the shareholders nominated any director candidate.

The Nomination and Remuneration Committee (excluding interested members), having carefully considered the qualifications of the three nominated director candidates, viewed that all three director candidates had all of the required qualifications suitable for the Company's business, and that the independent director candidate would be qualified to express his opinions independently in line with the relevant rules where the details on the nominated director candidates and definition of independent directors are provided in Enclosure 3 and Enclosure 4, respectively. Therefore, it is proposed that the shareholders' meeting consider and approve the election of the three nominated director candidates as directors for another term.

Board of Directors' opinion:

The Board of Directors (excluding interested directors), having considered that the three nominated director candidates had gone through appropriate and careful screening of the Board of Directors and having concurred with the recommendation of the Nomination and Remuneration Committee (excluding interested members) that these three director candidates had all of the required qualifications suitable for the Company's business and that the independent director candidate would be qualified to express his opinions independently in line with the relevant rules, deemed it appropriate to propose the re-election of the three nominated director candidates as directors of the Company for another term for consideration and approval by the 2021 Annual General Meeting of Shareholders.

Voting: The resolution for this agenda item requires a **simple majority** vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Remark: *To comply with the principles of good corporate governance, the Company will propose that the 2021 Annual General Meeting of Shareholders consider and approve the election of each director individually.*

Agenda 7 To consider and approve the remuneration of directors for the year ended December 31, 2021

Facts and reasons: Section 90 of the PLCA and Article 34 of the Articles of Association of the Company require that the remuneration of directors must be in line with the Articles of Association of the Company or approved by the shareholders' meeting.

In this regard, the Company has set out the rules and procedures for determining the remuneration of directors where the Nomination and Remuneration Committee will review the remuneration of directors annually and propose the same for consideration and approval by the Board of Directors for further inclusion in the agenda of the annual general meeting of shareholders for the shareholders' meeting's consideration and approval.

The Nomination and Remuneration Committee had carefully reviewed the remuneration of directors for the year ended December 31, 2021 by taking into account the Company's operating results, business size, scope of duties and responsibilities of the directors and the sub-committee members in comparison with other companies within the same market or industry. Therefore, it is proposed that the shareholders' meeting consider and approve the remuneration of directors for the year ended December 31, 2021 of up to THB 3,830,000, the details of which are set out in Enclosure 5.

Board of Directors' opinion: The Board of Directors, having considered and concurred with the recommendation of the Nomination and Remuneration Committee, deemed it appropriate to propose the remuneration of directors for the year ended December 31, 2021 of up to THB 3,830,000 as proposed above for consideration and approval by the 2021 Annual General Meeting of Shareholders.

Voting: The resolution for this agenda item requires a vote of **not less than two-thirds** of the total number of votes of the shareholders attending the meeting, including abstentions in the calculation base.

Agenda 8 To consider and approve the appointment of auditors and their fees for the year ended December 31, 2021

Facts and reasons:

Section 120 of the PLCA and Article 41 (5) of the Articles of Association of the Company require that the annual general meeting of shareholders must consider and approve the appointment of auditors and their fees every year. In this regard, the Audit Committee, having considered and assessed the performance of the auditors from EY Office Limited in the previous year, viewed that the said auditors from EY Office Limited had provided good auditing services to the Company in the previous year; that the said auditors had no relations to or transactions with the Company that may lead to a conflict of interest; and that their proposed fees were appropriate. Therefore, it is proposed that the shareholders' meeting consider and approve the appointment of auditors from EY Office Limited as the Company's auditors for the year ended December 31, 2021 as follows:

- (1) Ms. Rungnapa Lertsuwankul, Certified Public Accountant No. 3516; and/or
- (2) Ms. Pimjai Manikajohnkit, Certified Public Accountant No. 4521; and/or
- (3) Mr. Chayapol Suppasetanon, Certified Public Accountant No. 3972; and/or
- (4) Ms. Orawan Techawatanasirikul, Certified Public Accountant No. 4807; and/or
- (5) Ms. Kirdsiri Kanjanaprakasit, Certified Public Accountant No. 6014; and/or

any other Certified Public Accountant nominated by EY Office Limited, and the auditors' fees for the year ended December 31, 2021 of up to THB 2,790,000, which is the same as those for the years ended December 31, 2019 and 2020, the details of which are set out in Enclosure 6.

Board of Directors' opinion:

The Board of Directors, having considered and concurred with the recommendation of the Audit Committee, deemed it appropriate to propose the appointment of the auditors from EY Office Limited, namely (1) Miss Rungnapa Lertsuwankul, Certified Public Accountant No. 3516; and/or (2) Miss Pimjai Manikajohnkit, Certified Public Accountant No. 4521; and/or (3) Mr. Chayapol Suppasetanon, Certified Public Accountant No. 3972; and/or (4) Miss Orawan Techawatanasirikul, Certified Public Accountant No. 4807; and/or (5) Mr. Kirdsiri Kanjanaprakasit, Certified Public Accountant No. 6014, and/or any other Certified Public Accountant nominated by EY Office Limited as the Company's auditors for the year ended December 31, 2021 and the auditors' fees for the year ended December 31, 2021 of up to THB 2,790,000 as proposed above for consideration and approval by the 2021 Annual General Meeting of Shareholders.

Voting: The resolution for this agenda item requires a **simple majority** vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Agenda 9 To consider other business (if any)

Section 105 of the PLC Act requires that a request for the meeting's consideration on matters other than those indicated in the invitation letter shall be made by the shareholders holding shares not less than one-third of the total number of issued shares. The Company provided the shareholders an opportunity to propose matters for inclusion in the agenda of the 2021 Annual General Shareholders Meeting in advance during the period from November 11, 2020 to January 31, 2021 where the relevant criteria and procedure were disclosed on the Company's website at www.tpacpackaging.com. After the end of such period, none of the shareholders proposed any matter for inclusion in the agenda.

The shareholders are cordially invited to attend the 2021 Annual General Meeting of Shareholders on Friday, April 23, 2021, at 15:00 at Paploen Room, Hansar Bangkok Hotel, located at No. 3/250, Soi Mahatlek Luang 2, Ratchadamri Road, Lumpini Sub-district, Pathum Wan District, Bangkok 10330. The map of the meeting venue is set out in Enclosure 12.

Furthermore, to reserve the rights and benefits of any shareholder who is unable to attend the meeting in person and wishes to appoint an independent director of the Company as his or her proxy to attend the meeting and cast votes on his or her behalf, such shareholder may appoint one of the independent directors of the Company whose names are set out in Enclosure 8 and whose qualifications are set out in Enclosure 4 as his or her proxy by submitting a proxy form (Proxy Form B for shareholders in general or Proxy Form C for foreign shareholders who have appointed a custodian in Thailand as the share depository and trustee where all proxy forms are as set out in Enclosure 7) together with the supporting documents as set out in Enclosure 10 to the Company Secretary at No. 77, Soi Thian Thaley 30, Bang Khun Thian-Chay Thaley Road, Tha Kham Sub-district, Bang Khun Thian District, Bangkok 10150 by **April 9, 2021**.

For the 2021 Annual General Meeting of Shareholders, the Company has prepared the 2020 Annual Report, which is available in electronic format via the QR Code provided in Enclosure 2. However, the shareholders may request a hard copy of the 2020 Annual Report by following the instructions set out in Enclosure 11.

The Company will conduct the 2021 Annual General Meeting of Shareholders in accordance with the Articles of Association of the Company as set out in Enclosure 9. It is recommended that all shareholders should study the Guidelines for Proxy Appointment and Registration and Documents Required for Registration as set out in Enclosure 10. To facilitate the meeting registration process, the Company will allow all shareholders and proxies to register from 14:00 onwards on the meeting date. In addition, since the Company will use a barcode system for registration and vote counting at this meeting, the shareholders and proxies are required to present the registration form together with other supporting documents as set out in Enclosure 10 on the meeting date.

In this regard, the Company had set the date to determine the names of shareholders entitled to attend the 2021 Annual General Meeting of Shareholders (Record Date) on March 23, 2021.

The Company has been monitoring and is concerned about the current outbreak of the Coronavirus 2019 (COVID-19), as well as the health of the attendees. It is necessary that the Company must comply with the guidelines and recommendations of the government and the relevant agencies as detailed in the Guideline for Attending the Meeting during the Outbreak of Coronavirus 2019 (COVID-19), which may be subject to further revision according to the rules of the relevant agencies and, if necessary, the Company may be required to change the format of the 2021 Annual General Meeting of Shareholders into an e-meeting in accordance with the rules of the relevant laws on e-

meetings where the Company will further inform the shareholders in advance through the SET's information disclosure channel.

Please be informed accordingly.

Sincerely yours,
Thai Plaspac Public Company Limited

-Signature-

(Mr. Kevin Qumar Sharma)
Chairman of the Board of Directors

THAI PLASPAC PUBLIC COMPANY LIMITED

2020 Annual General Meeting of Shareholders

Time and Place

2020 Annual General Meeting of Thai Plaspac Public Company Limited (“Company”) held on April 21st, 2020 at 3.00 p.m., at TPAC Seminar Room, Thai Plaspac Public Company Limited, No.77, SoiThianThaley 30, Bang KhunThian-ChayThaley Road, Tha Kham, Bang KhunThian Bangkok, 10150, Thailand.

Preliminary Proceedings:

Mr. Terapol Soonponrai was the Secretary of the Meeting, and informed the Meeting the general information of the Company’s current capital and shares as follow:

Registered Capital	326,550,000.00 Baht
Divided into	326,550,000 Shares
Paid-up Capital	326,549,999.00 Baht
Issued Shares	326,549,999 Shares
Par value per shares	1.00 Baht

On March 20th, 2019 (Record Date), the Company had total number of shareholders of 678 persons; being 669 Thai shareholders holding an aggregate of 305,229,948 shares, equivalent to 93.47 of total number of shares sold, and 9 being foreign shareholders, holding an aggregate of 21,320,051 shares, equivalent to 6.53 of the total number of shares sold.

At this Meeting, Total58 shareholders attended the meeting,9 shareholders attended in persons and 49 shareholders attended as their proxies to attend the meeting, which represent 288,729,342 shares or 88.42 percent of the total paid-up capital. Thereby constitution a quorum as require by Section 38 of the Company’s Articles of Association specifying that there shall be shareholders and proxies (if any) attending at a shareholders’ meeting amounting to not less than twenty-five (25) persons and in either case such shareholders shall hold shares amounting to not less than one-third (1/30 of the total number of shares sold of the Company.

Mr. Kevin Qumar Sharma, Chairman of the Board of Directors and Group Chief Executive Officer, was the Chairman of the Meeting, convened the Meeting and advised the directors, Executive Management, and the advisor who present at the Meeting as follow;

Directors

Thai Plaspac Public Company Limited

77 Soi Thian Thaley 30, Bang Khun Thian-Chay Thaley Road, Tha Kham, Bang Khun Thian, Bangkok 10150, Thailand

1. Mr. Kevin Kumar Sharma Chairman of the Board of Director, and Group Chief Executive Officer
2. Mr. Theerawit Busayapoka Director, Managing Directors, and Chief Executive Officer of Thai Business
3. Mr. Virasak Suthantavibul Independent Director, Chairman of the Audit Committee and Member of Nomination and Remuneration Committee
4. Mr. Kittiphath Suthisamphat Independent Director, Member of the Audit Committee, and Member of Nomination and Remuneration Committee
5. Mr. Gran Chayavichitsilp Independent Director, Chairman of the Nomination and Remuneration Committee, and Member of the Audit Committee
6. Mrs. Aradhana Lohia Sharma Non-Executive Director
7. Mr. Yashovardhan Lohia Non-Executive Director
8. Mr. Anil Kumar Kohli Director, and Chief Technical Officer

Executive Managements

1. Mr. Worapong Woottipruk Chief Financial Officer, Company Secretary
2. Mr. Khanit Thanawuthikrai Assistant Vice President Accounting

Advisor

1. Ms. Orawan Techawatanasirikul Auditor from EY Office Company Limited
2. Mr. Chatri Trakulmanenate Legal Advisor from Capital Law Office Limited

The Chairman appointed Mr. Theerawit Busayapoka Managing Director processed the Meeting. Mr. Theerawit Busayapoka informed all attendance of the procedures for voting, counting votes and results of the votes as follows

Procedure of Voting and Counting of Votes

1. According to the company voting rules No. 40, each shareholder is entitled to vote equal to the number of shares held, i.e. one vote per one share.

2. For facilitating voting, the company introduces the barcode system to help registering and counting the votes. All shareholders will receive a ballot for voting at the meeting registration point.
3. The company will collect all ballots from all eligible voters who vote “disagree” or “no vote” in each agenda only. If eligible voters vote “disagree” or “abstain to vote”, they must provide a signature on the ballots, then raise their hands so that the ballots will be collected. For eligible voters who “agree”, they do not need to submit a ballot immediately as the ballot will be collected after the meeting ends. However, those still need to give a mark on the card.
4. In the case that any proxy already gave a vote, the Company will count the information provided in accordance with the given details only.
5. “Abstained” ballots and voided ballots will not be counted as a vote, except for the votes in the Agenda No, 6 only, for which all votes shall be counted as votes.
6. Voided ballots mean:
 - 6.1 Ballot for each agenda marked more than 1 slot
 - 6.2 Ballot for each agenda marked separate votes (except for the custodian)
 - 6.3 Ballot without a signature
 - 6.4 Ballot, which is modified or erased, without any signature
 - 6.5 Ballot which is destroyed or strikethrough

Before voting for each agenda, the Company will give the shareholders the opportunity to ask or comment on the issues relating to that agenda. Any shareholder wishing to ask or comment on the issues please raise their hands, state their name and surname before asking questions.

In compliance with good governance, Mr. Theerawit Busayapoka invited 2 shareholders to be witnesses for the vote counting. Ms. Sucheera Singkul and Mr. Tanin Thienwittit volunteered to be witnesses for the vote counting. Mr. Methee Aunadireakkul is also a representative from Thai Investor Association proxy that acts as a witness for the vote counting. The Managing Director process the Meeting follow the listed agenda in the AGM invitation as follow.

**AGENDA No. 1: MATTERS TO BE INFORMED TO THE SHAREHOLDERS BY
THE CHAIRMAN**

The Chairman expressed his gratitude to the Shareholders for devoting their valuable time to attend the Meeting and thanked all partners.

RESOLUTION

The Meeting acknowledged matters as informed to the Shareholders by the Chairman.

AGENDA No. 2: TO APPROVE THE MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS NO.2/2019 HELD ON OCTOBER 15th, 2019

Mr. Theerawit Busayapoka informed the Meeting that the Company's has completed the Minutes of the Extraordinary General Meeting of Shareholders No.2/2019 which was held on October 15th, 2019 and filed the minutes with the Stock Exchange of Thailand and the Ministry of Commerce within 14 days according to requirements under the law and published them on the Company's website. A copy of the said Minutes thereof is per Enclosure 1. The Board of Directors deemed the Minutes of the Extraordinary General Meeting of Shareholders No.2/2019 which was held on October 15th, 2019 was completed correctly and appropriated to proposed for the Meeting to consider and approve the said Minutes

RESOLUTION

The Meeting consider and unanimously approve the Extraordinary General Meeting of Shareholders No.2/2019 which was held on October 15th, 2019 as proposed with simple majority vote of the shareholder attend the Meeting and casting their votes as follow:

Agree	288,729,342	votes	Equal to	100.00%
Disagreed	0	votes	Equal to	0.00%
Abstained	0	votes		Not constituted as a vote
Voided Ballots	0	votes		Not constituted as a vote
Total (58 persons)	288,729,342	votes	Equal to	100.00%

AGENDA No. 3: TO CERTIFY THE COMPANY 2019 OPERATION AND APPROVE THE FINANCIAL STATEMENTS FOR THE YEAR 2019 ENDED DECEMBER 31st, 2019

Mr. Theerawit Busayapoka stated the Meeting, that before consideration of this agenda, we would like to inform that the Company has the anti-corruption policy and the detail of this policy is on the Company's website.

TPACs revenue streams are now healthily diversified across 3 countries (Thailand, India, and United Arab Emirates), with hundreds of customer relationships and different products in production. Satisfactory performance across both of our segments of 'Thailand' and 'SUNPET' (which comprises operations in India and the United Arab Emirates) despite the slowing GDP backdrop is encouraging.

The Company has reported net profit THB 163.1 million and THB 22.7 million in FY2019 and FY2018 respectively.

On 15 October 2019, the EGM No.2/2019 approved the following resolutions:

- The registered share capital, which have not been distributed, decreased by 1,182,324 shares at par value of THB 1 each
- The registered share capital increased by issuing new 72,732,324 at par value of THB 1 each, totaling THB 72,732,324. The company registered the increase in share capital with the Ministry of Commerce on 27 November 2019.

The Board of Directors deemed appropriate to propose the Meeting to certify the Company's 2019 operation and approve the financial statement for the year 2019 ended December 31st, 2019.

The Company's by Managing Director asked whether there were any questions or comments, and the shareholders raised, the responses were concluded in the end of this agenda and proposed the Meeting to cast their votes.

RESOLUTION

The Meeting consider and unanimously certify the Company's 2019 operation result and approve the financial statements for the year 2019 ended December 31st, 2019 as proposed with simple majority vote of the shareholder attend the Meeting and casting their votes as follow.

Agree	288,729,342	votes	Equal to	100.00%
Disagreed	0	votes	Equal to	0.00%
Abstained	0	votes	Not constituted as a vote	
Voided Ballots	0	votes	Not constituted as a vote	
Total (58 persons)	288,729,342	votes	Equal to	100.00%

Q&A

1. Question: Mr. Methee Aunadirekkul asked about (1) Which segments of company products that generate growth? and (2) What is the impact related to eco-friendly policy which related to the plastic products and company performance?

Answer: Mr. Theerawit Busayapoka explained as follow, (1) Most of the product segments had increased during the year 2019. (2) We mainly operate across hygienic consumer segments-everyday consumables within the Food and Beverage, Pharmaceutical, Personal care, and Home care sectors, and we work closely with customers to research and development the product which are recyclable to be in line with the eco-friendly trend.

AGENDA No. 4: TO CONSIDER AND APPROVE ALLOCATION OF THE PROFIT FOR THE YEAR 2019 AND THE DIVIDEND PAYMENT FOR THE YEAR 2019

Mr. Theerawit Busayapoka informed the Meeting that according to the Company increased the Company registered capital from THB 255,000,000 to THB 326,550,000, the Company has to allocate the profit for the year to be the additional statutory reserve at the amount of THB 3.105 million or 5 percent of the Company net profit in accordance with the Public Company Act.

Moreover, the Board of Directors deemed appropriated to propose the Meeting to consider and approve the cash dividend payment at THB 0.125 per share which totally not exceeding THB 40.82 million or payout ratio 30 percent and 69 percent of the Company net profit after corporate income tax and the statutory reserve of the consolidated net profit and the company's net profit respectively. This payment is in line with the Company's dividend policy which not less than 30 percent of the net profit after corporate income tax and the statutory reserve.

The Board of Directors deemed it appropriate to propose that the shareholders' meeting consider and approve the additional statutory reserve at THB 3.105 million or 5 percent of the net profit in accordance with the Public Company Act. and the cash dividend payment at THB 0.125 per share from the operation period for the year 2019 which the date for determination rights of the shareholders (Record Date) to receive dividend payment will be on May 5th, 2020 and the payment date will be on May 20th, 2020.

The Company's by Managing Director asked whether there were any questions or comments, and the shareholders raised, the responses were concluded in the end of this agenda and proposed the Meeting to cast their votes.

RESOLUTION

The Meeting considered and unanimously approved the allocation of the profit for the year 2019 and the dividend payment for the year 2019 as proposed with simple majority vote of the shareholder attend the Meeting and casting their votes as follow.

Agree	288,729,342	votes	Equal to	100.00%
Disagreed	0	votes	Equal to	0.00%
Abstained	0	votes	Not constituted as a vote	
Voided Ballots	0	votes	Not constituted as a vote	
Total (58 persons)	288,729,342	votes	Equal to	100.00%

Q&A

1. Question: Mr. MetheeAunadirekkul asked that “Where the dividend amount come from and How’s to calculate payout per share”.

Answer: Mr. Theerawit Busayapoka explained as follow. The Company announced the dividend payment at 30 percent and 69 percent of the net profit after corporate income tax and the statutory reserve of the consolidated net profit and the Company's net profit respectively. Because the Company has increased the capital during the year, the dividend per share must calculated from amount of shares at the end of the year.

AGENDA No. 5: TO CONSIDER AND APPROVE THE ELECTION OF THE DIRECTORS IN REPLACEMENT OF THOSE WHO ARE DUE TO RETIRE BY ROTATION FOR 2020

Before considering the matter in this agenda, Mr. Theerawit Busayapoka asked Mr. Kittiphat Suthisamphat, Mr. Gran Chayavichitsilp, and Mr. Ani Kumar Kohli, who are directors having conflict of interest, for leaving the meeting room.

Mr. Theerawit Busayapoka, presented this agenda to the Meeting, according to the Company’s Articles of Association section 18, at each Annual General Meeting of shareholders on-third of total number of directors who are in the longest-term office must retire by rotation. The three directors who are retiring this year are, Mr. Kittiphat Suthisamphat, Mr. Gran Chayavichitsilp, and Mr. Anil Kumar Kohli. Nomination and Remuneration committee had considered the qualification of the directors and deemed appropriated to propose for the election. The credential and background of the directors are as Enclosure 3.

Moreover, the Company had invited the shareholders to propose the candidate to be the director, as well as none were any proposal from the shareholders.

The Board of Directors deemed it appropriate to propose the Meeting to consider and elect the directors in replacement of those who are due to retired by rotation.

The Company by Managing Director asked the Meeting whether there were any question or comment, and none were raised, and proposed the Meeting to cast their votes.

RESOLUTION

The Meeting considered and unanimously elected “Mr. Kittiphat Suthisamphat” to be the director for another term with simple majority vote of the shareholder attend the Meeting and casting their votes as follow.

Agree	288,729,342	votes	Equal to	100.00%
Disagreed	0	votes	Equal to	0.00%
Abstained	0	votes	Not constituted as a vote	
Voided Ballots	0	votes	Not constituted as a vote	
Total (58 persons)	288,729,342	votes	Equal to	100.00%

The Meeting considered and unanimously elected “Mr. Gran Chayavichitsilp” to be the director for another term with simple majority vote of the shareholder attend the Meeting and casting their votes as follow.

Agree	288,729,342	votes	Equal to	100.00%
Disagreed	0	votes	Equal to	0.00%
Abstained	0	votes	Not constituted as a vote	
Voided Ballots	0	votes	Not constituted as a vote	
Total (58 persons)	288,729,342	votes	Equal to	100.00%

The Meeting considered and unanimously elected “Mr. Anil Kumar Kohli” to be the director for another term with simple majority vote of the shareholder attend the Meeting and casting their votes as follow.

Agree	288,729,342	votes	Equal to	100.00%
Disagreed	0	votes	Equal to	0.00%
Abstained	0	votes	Not constituted as a vote	
Voided Ballots	0	votes	Not constituted as a vote	
Total (58 persons)	288,729,342	votes	Equal to	100.00%

AGENDA No. 6: TO CONSIDER AND APPROVE THE DIRECTORS' REMUNERATION FOR THE YEAR 2020

Mr. Theerawit Busayapoka informed the Meeting that according to the recommendation of the Nomination and Remuneration committee had determined the guideline by taking consideration duties and responsibilities of directors and the Company's performance as detail in Enclosure 5.

The Board of Directors deemed it appropriate to propose the Meeting to consider and approve the directors' remuneration for 2020.

The Company by Managing Director asked the Meeting whether there were any question or comment, and none were raised, and proposed the Meeting to cast their votes.

RESOLUTION

The Meeting considered and unanimously approved the directors' remuneration for the year 2020 with the casting their votes as follow.

Agree	288,729,342	votes	Equal to	100.00%
Disagreed	0	votes	Equal to	0.00%
Abstained	0	votes	Equal to	0.00%
Voided Ballots	0	votes	Equal to	0.00%
Total (58 persons)	288,729,342	votes	Equal to	100.00%

REMARK

The resolution for this agenda item requires a vote of not less than two-third of the total number of the votes of the shareholder attending the meeting and having the right to vote.

AGENDA No. 7: TO CONSIDER AND APPROVE THE APPOINTMENT OF THE AUDITOR AND THE AUDITOR'S FEE FOR THE YEAR 2020

Mr. Theerawit Busayapoka informed the Meeting that the Audit committee had considered the appointment of the auditor and the auditor's fee for the year 2020 and according to the Section 120 of the Public Company Act. and the Section 41 (5) of the Company's Articles of Association, the Board of director recommended the shareholders to appoint the auditors as follows

- 1) Miss Rungnapa Lertsuwankul CPA License 3516 or,
- 2) Miss Pimjai Manikhajonkit CPA License 4521 or,
- 3) Mr. Chayapol Supasedtanon CPA License 3972 or,
- 4) Miss Orawan Techawatanasirikul CPA License 4807

From EY Office Limited to be the auditors for the year 2020 and any of these recommended auditors be authorized to conduct the verification, audit, expression opinion, signing the audit report and other matter in relation to the financial statements. The determination of the auditor's fee for the year 2020 is not exceeding THB 2,790,000. The detail of the auditor's fee and the credential & background of the auditor are as Enclosure 6.

The Board of Directors deemed it appropriate to propose the Meeting to consider and approve the appointment of the auditors and the auditor's fee for the year 2020 as proposed.

The Company by Managing Director asked the Meeting whether there were any question or comment, and none were raised, and proposed the Meeting to cast their votes.

RESOLUTION

The Meeting considered and unanimously approved the appointment of the auditors and the auditor's fee for the year 2020 with simple majority vote of the shareholder attend the Meeting and casting their votes as follow.

Agree	288,729,342	votes	Equal to	100.00%
Disagreed	0	votes	Equal to	0.00%
Abstained	0	votes	Not constituted as a vote	
Voided Ballots	0	votes	Not constituted as a vote	
Total (58 persons)	288,729,342	votes	Equal to	100.00%

AGENDA No. 8: OTHER MATTERS (IF ANY)

Mr. Theerawit Busayapoka informed the Meeting that according to Section 105 of the Public Company Limited Act 1992 (including the amendment), after the shareholder's Meeting consider the agenda items as the sent out in invitation letter, shareholder individually or collectively, holding not less than one-third of the Company's total issued share, may propose that the meeting consider any matters other than those proposed in the invitation letter, nevertheless, none were raised.

The Chairman thanked all shareholder for devoting the valuable time to attend the meeting and declared the Meeting adjourned at 4.30 pm.

After the Meeting open at 3.00 pm., none shareholders registered to attend the Meeting upon adjournment of the Meeting so there were 58 shareholders holding aggregate 288,729,342 shares equivalent to 88.42 percent of the share sold.

- *signature* -

(Mr. Kevin Kumar Sharma)
Chairman of the Meeting

Credentials and Background of Nominated Director Candidates

Mr. Virasak Sutanthavibul

<u>Type of Director Nominated</u>	Independent Director
<u>Current Positions in the Company</u>	Independent Director, Chairman of the Audit Committee and Member of the Nomination and Remuneration Committee
<u>Age</u>	63 years
<u>Years in Office</u>	5 years
<u>First Appointment Date</u>	October 9, 2015
<u>Last Appointment Date</u>	April 24, 2018

Education and Training

- B. Eng., Chulalongkorn University
- M.E., Texas A&M University, Texas, U.S.A.
- Joint State – Private Sectors Class 18/2005, National Defence College of Thailand
- Certificate, Capital Market Academy (CMA), Class 10/2010
- Certificate, Thailand Energy Academy (TEA), Class 1/2012
- Certificate of Completion and Graduation Pin, Justice Administration Batch 17 National Justice Academy (2012 – 2013)
- Certificate of Completion and Graduation Pin, Institute of Business and Industrial Development (IBID), Class 2 /2015
- Certificate “Business Revolution and Innovation Network” (BRAIN) Class 2/2018
- Certificate, Harvard University, Advanced Management Program, U.S.A.
- Certificate, Harvard University, Financial Institution for Private Enterprise Development, U.S.A.
- Director Accreditation Program (DAP) Class 21/2003, Thai Institute of Directors Association, Thailand

Work Experience

- 2002 – 2012 Executive Vice President and Head of Metropolitan Commercial Banking, Bangkok Bank Public Company Limited

Current Positions in Other Listed Companies

- 2019 – Present Independent Director and Audit Committee Member, NFC Public Company Limited
- 2015 – Present Director of the Remuneration and Nomination Committee, Bangkok Insurance Public Company Limited
- 2011 – Present Chairman of the Corporate Governance Committee, Bangkok Insurance Public Company Limited
- 2005 – Present Independent Director, Bangkok Insurance Public Company Limited
- 2012 – Present Senior Executive Vice President, Commercial Banking, Bangkok Bank Public Company Limited
- 2004 – Present Independent Director and Audit Committee Member, T.Krunchthai Industries Public Company Limited

Current Positions in Other Companies or Organizations

- 2016 – Present Director, Bualuang Ventures Company Limited

Current Positions in Companies Having a Potential Conflict of Interest with the Company

- None

Shareholding in the Company as of December 31, 2020

- None

Relations with Other Directors and Executives of the Company

- None

Meeting Attendance in 2020

Meeting Type	Meeting Attendance
Board of Directors	7/7
Audit Committee	6/6
Nomination and Remuneration Committee	2/2

Mrs. Aradhana Lohia Sharma

Type of Director Nominated Director
Current Positions in the Company Non-Executive Director
Age 35 years
Years in Office 5 years
First Appointment Date October 9, 2015
Last Appointment Date April 24, 2019

Education and Training

- Bachelor of Science in Business Administration, Babson College, Massachusetts, USA
- Director Certification Program Class No.214/2015, Thai Institute of Directors Association, Thailand

Work Experience

- None

Current Positions in Other Listed Companies

- None

Current Positions in Other Companies or Organizations

- 2018 – Present Vice Chairwoman, IVL Foundation
- 2018 – Present Director, TPAC Packaging India Private Limited
- 2018 – Present Director, TPAC Packaging (Bangna) Company Limited
- 2008 – Present Vice President, Indorama Holdings Limited

Current Positions in Companies Having a Potential Conflict of Interest with the Company

- None

Shareholding in the Companies as of December 31, 2020

- None

Relations with Other Directors and Executives of the Company

- Wife of Mr. Kevin Qumar Sharma (Chairman of the Board of Directors and Group Chief Executive Officer); and
- Sister of Mr. Yashovardhan Lohia (Non-Executive Director)

Meeting Attendance in 2020

Meeting Type	Meeting Attendance
Board of Directors	7/7

Mr. Yashovardhan Lohia

Type of Director Nominated Director
Current Positions in the Company Non-Executive Director
Age 33 years
Years in Office 5 years
First Appointment Date October 12, 2015
Last Appointment Date April 24, 2018

Education and Training

- Bachelor of Engineering Business Management, Warwick Business School, Warwickshire, United Kingdom
- Director Certification Program Class No. 214/2015, Thai Institute of Directors Association, Thailand

Work Experience

- None

Current Positions in Other Listed Companies

- 2019 – Present Director, Indorama Ventures Public Company Limited

Current Positions in Other Companies and Organizations

- 2018 – Present Director, Medco Plast for Packing andPackaging Systems S.A.E.
- 2018 – Present Director, Indorama Polymers Public Company Limited
- 2018 – Present Director, Indorama Holdings Limited
- 2018 – Present Director, Indorama Polyesters Industries Public Company Limited
- 2018 – Present Director, Indorama Petrochem Limited
- 2018 – Present Director, TPT Petrochemicals Public Company Limited
- 2009 – Present Director, Indorama Resources Limited
- 2009 – Present Director, Beacon Chemicals Limited
- 2007 – Present Director, Aurus Speciality Company Limited

Current Positions in Companies Having a Potential Conflict of Interest with the Company

- None

Shareholding inthe Companyas of December 31, 2020

- None

Relations with Other Directors and Executives of the Company

- Brother of Mrs. Aradhana Lohia Sharma (Non-Executive Director); and
- Brother-in-law of Mr. Kevin Kumar Sharma (Chairman of the Board of Director and Group Chief Executive Officer)

Meeting Attendance in 2020

Meeting Type	Meeting Attendance
Board of Directors	6/7

(Translation)

Definition of Independent Directors

The definition of “Independent Directors” set by Thai Plaspac Public Company Limited (the “**Company**”) is more stringent than the rules under the relevant notifications of the Capital Market Supervisory Board, the details of which are as follows:

1. Must not hold more than 0.9 percent of the total voting shares of the Company, its parent company, subsidiary, associated company, major shareholder or its controlling person, including the shares held by the related person of such independent director.
2. Must not be or have been an executive director, employee, staff, advisor earning regular monthly salary or the controlling person of the Company, its parent company, subsidiary, associated company, same-level subsidiary, major shareholder or controlling person, unless the foregoing status has ended for at least two years prior to the date of his or her appointment.
3. Must not be a person who is related by blood or legal registration as the father, mother, spouse, sibling and child, including the spouse of a child, of other directors, executives, major shareholders, controlling persons or any persons to be nominated as the director, executive or controlling person of the Company or its subsidiary.
4. Must not have or have had a business relationship with the Company, its parent company, subsidiary, associated company, major shareholder or controlling person of the Company in a manner that may interfere with independent discretion, which includes not being or having been a significant shareholder or the controlling person of any person having a business relationship with the Company, its parent company, subsidiary, associated company, major shareholder or controlling person, unless such foregoing relationships have ended for at least two years prior to the date of his or her appointment.
5. Must not be or have been an auditor of the Company, its parent company, subsidiary, associated company, major shareholder or controlling person, and must not be a significant shareholder, controlling person or partner of the auditing firm which employs the auditor of the Company, its parent company, subsidiary, major shareholder or controlling person, unless the foregoing relationship has ended for at least two years prior to the date of his or her appointment.
6. Must not be or have been a provider of professional services, which includes serving as a legal advisor or financial advisor being paid with a service fee of more than THB 2 million per year by the Company, its parent company, subsidiary, associated company, major shareholder or controlling person, and not being a significant shareholder, controlling person or partner of such provider of professional services, unless the foregoing relationship has ended for at least two years prior to the date of his or her appointment.
7. Must not be a director who is appointed as the representative of the directors of the Company, its major shareholder or shareholder that is a related person of the Company’s major shareholders.
8. Must not undertake any business of the same nature and in significant competition with the business of the Company or its subsidiary, or must not be a significant partner in a partnership, executive director, employee, staff, advisor earning regular monthly salary, or holding more than 1 percent of total voting shares of another company that undertakes a business of the same nature and in significant competition with the business of the Company or its subsidiary.

9. Must not have any characteristics that result in the inability to express independent opinions on the business operation of the Company.

(Translation)

Remuneration of Directors for 2021**1. Monetary Compensation– Meeting Allowance**

Remuneration of Directors	For the Years Ended December 31,	
	2020	2021
Board of Directors		
Chairman of the Board of Directors		
Quarterly meeting allowance (THB/per person)	80,000.00	90,000.00
Directors		
Quarterly meeting allowance (THB/per person)	65,000.00	75,000.00
Independent Directors		
Quarterly meeting allowance (THB/per person) (for meetings Nos.1-6)	65,000.00	75,000.00
Meeting allowance per time (THB/per person) (for meetings Nos.7-11)	43,333.33	43,333.33
Audit Committee		
Meeting allowance per time (THB/per person)	30,000.00	40,000.00
Nomination and Remuneration Committee		
Meeting allowance per time (THB/per person)	40,000.00	40,000.00

Remark: (1) Members of the Risk Management Committee and the Corporate Governance Committee are not entitled to any meeting allowance.

(2) Directors are not entitled to any remuneration other than those mentioned above.

2. Non-Monetary Compensation

- None -

(Translation)

Credential and Background of Auditors

The following auditors from EY Office Limited are proposed for consideration and appointment by the 2021 Annual General Meeting of Shareholders as auditors of Thai PlaspacPublic Company Limited (the “**Company**”) for the year ended December 31, 2021:

No.	Name	CPA License No.	Shareholding in the Company	Years in Service to the Company
1.	Miss RunгнаpaLertsuwankul	3516	-	FY2005, 2008 – 2012, and 2016 – 2017(8 years)
2.	Miss PimjaiManitkajohnkit	4521	-	FY 2013 –2015 (3 years)
3.	Mr. ChayapolSupasedtanon	3972	-	-
4.	Miss Orawan Techawatanasirikul	4807	-	FY 2018 – 2020 (3 years)
5.	Mr. KirdsiriKanajanaprakasit	6014	-	-
6.	Any other Certified Public Accountant nominated by EY Office Limited	-	-	-

Any of the appointed auditors shall be authorized to audit and express an opinion on the financial statements of the Company. Each of the proposed auditor has been approved by the Office of the Securities and Exchange Commission and has no conflict of interest or relations with the Company, its subsidiaries, executives, major shareholders, or any related person thereof which may affect their independent performance. In addition, the Company’s subsidiaries will also appoint the auditors from EY Office Limited and/or a member of its group of companies as their auditors.

A comparison of the auditor’s fees for the year ended December 31, 2021 of up to THB 2,790,000 that has been proposed for consideration and approval by the 2021 Annual General Meeting of Shareholders and the auditor’s fees for the year ended December 31, 2020 is as follows:

	For the Years Ended December 31,	
	2020	2021
Auditor Fees for Annual Consolidated/Separate Financial Statements (THB)	1,545,000	1,545,000
Auditor Fees for Interim Consolidated/Separate Financial Statements (THB)	1,245,000	1,245,000
Non-audit Fees (THB)	0	0
Total	2,790,000	2,790,000

Proxy Form A



Written at _____

Date ___ Month ___ Year ___

(1) I / We _____ Nationality _____
 Address _____ Road _____ Sub-District _____
 District _____ Province _____ Post Code _____,

(2) as a shareholder of Thai Plaspac Public Company Limited(the “**Company**”), holding a total number of _____ ordinary share(s) and having the voting rights of _____ vote(s),

(3) hereby appoint one of these persons:

Mr/Mrs/Miss _____ Age _____
 Address _____ Road _____ Sub-District _____
 District _____ Province _____ Post Code _____

Mr. Kittiphat Suthisamphat Age 49 Address:No. 84 SumlaeSub-district,Thon Buri District, Bangkok 10600

Mr. Gran Chayavichitslip Age 48 Address:No. 2Yannawa Sub-district,Sathorn District, Bangkok10120

as my/our proxy to attend and vote on my/our behalf at the 2021 Annual General Meeting of Shareholders, which will be held on April 23, 2021, at 15:00 at Paploen Room, Hansar Bangkok Hotel, located at No. 3/250,Soi Mahatlek Luang 2, Ratchadamri Road, LumpkiniSub-district, Pathum Wan District, Bangkok 10330, or such other date, time, and place as the meeting may be held.

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

Signed.....Grantor
 (_____)

Signed.....Proxy
 (_____)

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

Proxy Form B

Affix THB 20 Stamp Duty

Written at _____

Date ___ Month _____ Year ___

- (1) I / We _____ Nationality _____
 Address _____ Road _____ Sub-District _____
 District _____ Province _____ Post Code _____,
- (2) as a shareholder of Thai Plaspac Public Company Limited, (the “**Company**”), holding a total number of _____ ordinary share(s) and having the voting rights of _____ vote(s),

(3) hereby appoint one of these persons:

- Mr/Mrs/Miss _____ Age _____
 Address _____ Road _____ Sub-District _____
 District _____ Province _____ Post Code _____
- Mr. Kittiphath Suthisamphat Age 49 Address: No. 84 Sumlae,
 Sub-district, Thon Buri
 District, Bangkok 10600
- Mr. Gran Chayavichitslip Age 48 Address: No. 2 Yannawa
 Sub-district, Sathorn District,
 Bangkok 10120

as my/our proxy to attend and vote on my/our behalf at the 2021 Annual General Meeting of Shareholders, which will be held on April 23, 2021, at 15:00 at Paploen Room, Hansar Bangkok Hotel, located at No. 3/250, Soi Mahatlek Luang 2, Ratchadamri Road, Lumpini Sub-district, Pathum Wan District, Bangkok 10330, or such other date, time, and place as the meeting may be held.

(4) In this meeting, I/we hereby grant the proxy the right to vote on my/our behalf as follows:

Agenda 1**Message from the Chairman**

No voting is required for this agenda item.

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

- (a) The proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.
- (b) The proxy shall have the right to vote in accordance with my/our intention as follows:

 Approve Disapprove Abstain

Agenda 3 **To acknowledge the report on the Company's operations for the year ended December 31, 2020**

No voting is required for this agenda item.

Agenda 4 **To consider and approve the audited consolidated financial statements of the Company and its subsidiaries for the year ended December 31, 2020**

(a) The proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.

(b) The proxy shall have the right to vote in accordance with my/our intention as follows:

Approve Disapprove Abstain

Agenda 5 **To consider and approve the allocation of profit from the operating results for the year ended December 31, 2020 and the dividend payment**

(a) The proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.

(b) The proxy shall have the right to vote in accordance with my/our intention as follows:

Approve Disapprove Abstain

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

(a) The proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.

(b) The proxy shall have the right to vote in accordance with my/our intention as follows:

Approve Disapprove Abstain

Agenda 7 **To consider and approve the remuneration of directors for the year ended December 31, 2021**

(a) The proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.

(b) The proxy shall have the right to vote in accordance with my/our intention as follows:

Approve Disapprove Abstain

Agenda 8 **To consider and approve the appointment of auditors and their fees for the year ended December 31, 2021**

 (a) The proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.

 (b) The proxy shall have the right to vote in accordance with my/our intention as follows:

Approve Disapprove Abstain

Agenda 9 **To consider other business (if any)**

 (a) The proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.

 (b) The proxy shall have the right to vote in accordance with my/our intention as follows:

Approve Disapprove Abstain

(5) If the proxy does not vote consistently with my/our voting intentions as specified herein, such vote shall be deemed incorrect and not made on my/our behalf as the Company’s shareholder.

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

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

Signed.....Grantor
(_____)

Signed.....Proxy
(_____)

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

Attachment to Proxy Form B

Proxy Appointment by a shareholder of Thai Plaspac Public Company Limited

At the 2021 Annual General Meeting of Shareholders, which will be held on April 23, 2021, at 15:00 at Paploen Room, Hansar Bangkok Hotel, located at No. 3/250, Soi Mahatlek Luang 2, Ratchadamri Road, Lumpini Sub-district, Pathum Wan District, Bangkok 10330, or such other date, time, and place as the meeting may be held.

-
- Agenda**_____ **Re :** _____
- (a) The proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.
- (b) The proxy shall have the right to vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain
- Agenda**_____ **Re :** _____
- (a) The proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.
- (b) The proxy shall have the right to vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain
- Agenda**_____ **Re :** _____
- (a) The proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.
- (b) The proxy shall have the right to vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain
- Agenda**_____ **Re :** _____
- (a) The proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.
- (b) The proxy shall have the right to vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain

แบบหนังสือมอบฉันทะแบบค.

Proxy Form C.

(ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น)

(For shareholders who are recorded in the register as foreign investors and have appointed a custodian in Thailand as the share depository and trustee)

(ปิดอากรแสตมป์ 20 บาท)
(Affix THB 20 Stamp Duty)

เลขทะเบียนผู้ถือหุ้น
Shareholder registration number

เขียนที่ _____
Written at
วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า _____ สัญชาติ _____ อยู่เลขที่ _____ ซอย _____
I/We _____ Nationality _____ Address _____ Soi _____
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____ จังหวัด _____
Road _____ Tambon/Khwaeng _____ Amphoe/Khet _____ Province _____
รหัสไปรษณีย์ _____
Postal Code _____

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ _____
as the share depository and trustee (Custodian) of _____

ซึ่งเป็นผู้ถือหุ้นของบริษัท พลาสติค และหีบห่อไทยจำกัด(มหาชน) (“บริษัทฯ”)
a shareholder of Thai Plaspac Public Company Limited (the “Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้นและออกเสียงลงคะแนนได้เท่ากับ _____ เสียงดังนี้
holding a total number of _____ shares and having the voting rights of _____ vote(s) as follows:

หุ้นสามัญ _____ หุ้นและออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
holding _____ ordinary share(s) and having the voting rights of _____ vote(s)
 หุ้นบุริมสิทธิ _____ หุ้นและออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
holding _____ preference share(s) and having the voting rights of _____ vote(s),

(2) ขอมอบฉันทะให้(กรุณาเลือกข้อใดข้อหนึ่ง)
hereby appoint (Please choose one of the following)

กรณีเลือกข้อ 1. กรุณาทำเครื่องหมาย
✓ ที่ 1. ระบุชื่อผู้รับมอบอำนาจ
If No.1 is selected, please mark ✓ at
 1. and give the details of the
proxy (proxies).

1. ชื่อ อายุ ปี อยู่บ้านเลขที่ _____
Name Age years Address
ถนน _____ ตำบล/แขวง _____ อำเภอ _____
Road Tambon/Khwaeng Amphoe/Khet
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

หรือ/or

ชื่อ อายุ ปี อยู่บ้านเลขที่ _____
Name Age years Address
ถนน _____ ตำบล/แขวง _____ อำเภอ _____
Road Tambon/Khwaeng Amphoe/Khet
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

คนหนึ่งคนใดเพียงคนเดียว
anyone of these persons,

กรณีเลือกข้อ 2. กรุณาทำเครื่องหมาย
✓ ที่ 2. และเลือกกรรมการอิสระ
คนใดคนหนึ่ง

If No. 2 is selected, please mark ✓ at
 2. and choose one of these
Independent Directors.

2. มอบอำนาจให้กรรมการอิสระคนใดคนหนึ่งของบริษัทฯ คือ
appoint any one of the following Independent Directors of the Company:
 นายกิตติภักดิ์ สุทธิสัมพันธ์ (Mr. Kittiphath Suthisamphat) หรือ/หรือ
 นายกรานต์ ฉายาวิจิตรศิลป์ (Mr. Gran Chayavichitslip)
(รายละเอียดของกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 8 ของหนังสือเชิญประชุมสามัญผู้ถือหุ้น
ประจำปี 2564) (Details of the Independent Directors of the Company are as set out in
Enclosure 8 of the Invitation to the 2021 Annual General Meeting of Shareholders.)

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบอำนาจคนใดคนหนึ่ง ไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระที่เหลือเป็นผู้รับมอบอำนาจแทนกรรมการอิสระที่ไม่
สามารถเข้าประชุม

In this regard, in the case where any of such Independent Directors is unable to attend the meeting, the other Independent Director shall
be appointed as a proxy instead of the Independent Director who is unable to attend the meeting.

เป็นผู้แทนของข้าพเจ้า (“ผู้รับมอบอำนาจ”) เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2564 ในวันที่
23 เมษายน 2564 เวลา 15.00 น. ณ ห้องพาเพลิน โรงแรมทรวงู กรุงเทพฯ เลขที่ 3/250 ซอยมหาดเล็กหลวง 2 ถนนราชดำริ แขวงลุมพินี เขตปทุมวัน
กรุงเทพมหานคร 10330 หรือที่แจ้งไว้ในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy (“Proxy”) to attend and vote on my/our behalf at the 2021 Annual General Meeting of Shareholders, which will be held on
April 23, 2021, at 15:00 at Paploen Room, Hansar Bangkok Hotel, located at No. 3/250, Soi Mahatlek Luang 2, Ratchadamri Road,
Lumphini Sub-district, Pathum Wan District, Bangkok 10330, or such other date, time, and place as the meeting may be held.

- (3) ข้าพเจ้าขอมอบอำนาจให้ผู้รับมอบอำนาจเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

I/we hereby authorize my/our Proxy to attend the meeting and cast votes as follows:

- มอบอำนาจตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

The Proxy shall have the rights in relation to the total number of voting shares that I/we hold.

- มอบอำนาจบางส่วน คือ

The Proxy shall have the rights in relation to the following:

หุ้นสามัญ _____ หุ้นและมีสิทธิออกเสียงลงคะแนนได้ _____ เสียง

Ordinary share: shares with the voting rights of vote(s),

หุ้นบุริมสิทธิ _____ หุ้นและมีสิทธิออกเสียงลงคะแนนได้ _____ เสียง

Preference share: shares with the voting rights of vote(s),

รวมสิทธิออกเสียงลงคะแนนทั้งหมด _____ เสียง

total voting rights of vote(s).

- (4) ข้าพเจ้าขอมอบอำนาจให้ผู้รับมอบอำนาจออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/we hereby authorize my/our Proxy to consider and vote on my/our behalf at the meeting as follows:

วาระที่ 1
Agenda 1

เรื่องที่ประธานแจ้งให้ที่ประชุมทราบ

Message from the Chairman

(ไม่มีการลงคะแนนในวาระนี้ / No voting is required for this agenda item.)

วาระที่ 2
Agenda 2

พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2563

To consider and adopt the Minutes of the 2020 Annual General Meeting of shareholders

- ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The Proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.

- ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง จดออกเสียง _____ เสียง

Approve

vote(s)

Disapprove

vote(s)

Abstain

vote(s)

วาระที่ 3
Agenda 3

พิจารณารับทราบรายงานผลการดำเนินงานของบริษัทฯ สำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2563

To acknowledge the report on the Company's operations for the year ended December 31, 2020

(ไม่มีการลงคะแนนในวาระนี้ / No voting is required for this agenda item.)

วาระที่ 4
Agenda 4

พิจารณาอนุมัติงบการเงินรวมของบริษัทฯ และบริษัทย่อยสำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2563
To consider and approve the audited consolidated financial statements of the Company and its subsidiaries for the year ended December 31, 2020

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The Proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่ 5
Agenda 5

พิจารณาอนุมัติการจัดสรรกำไรจากผลการดำเนินงานสำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2563 และการจ่ายเงินปันผล
To consider and approve the allocation of profit from the operating results for the year ended December 31, 2020 and the dividend payment

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The Proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่ 6
Agenda 6

พิจารณาอนุมัติการเลือกตั้งกรรมการแทนกรรมการที่ออกตามวาระ
To consider and approve the election of directors to replace those who retire by rotation

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The Proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่ 7
Agenda 7

พิจารณาอนุมัติการกำหนดค่าตอบแทนกรรมการสำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2564
To consider and approve the remuneration of directors for the year ended December 31, 2021

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The Proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่ 8
Agenda 8

พิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชีสำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2564
To consider and approve the appointment of auditors and their fees for the year ended December 31, 2021

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The Proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่ 9
Agenda 9

พิจารณาเรื่องอื่น ๆ (ถ้ามี)
To consider other business (if any)

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The Proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
Approve vote(s) Disapprove vote(s) Abstain vote(s)

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

If the Proxy does not vote consistently with my/our voting intentions as specified herein, such vote shall be deemed incorrect and not made on my/our behalf as the Company's shareholder.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้นรวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใดให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมเว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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

ลงชื่อ/Signedผู้มอบฉันทะ/Grantor
(.....)
ลงชื่อ/Signedผู้รับมอบฉันทะ/Proxy
(.....)
ลงชื่อ/Signedผู้รับมอบฉันทะ/Proxy
(.....)
ลงชื่อ/Signedผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ/Remark:

- หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คิสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
This Proxy form C. is only used for the shareholders who are recorded in the register as foreign investors and have appointed a custodian in Thailand to be the share depository and trustee.
- หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
The documents that are required to be attached to this Proxy Form are:
(1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คิสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
Power of attorney from the shareholder authorizing the custodian to sign this Proxy Form on his/her behalf; and
(2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคิสโตเดียน (Custodian)
Document confirming that the person signing the Proxy Form is permitted to engage in the custodian business.
- ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
A shareholder appointing a proxy shall appoint only one proxy to attend the meeting and vote. The shareholder cannot split his/her votes to different proxies to vote separately.
- ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้นผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบค. ตามแนบ
In case there are additional agenda items in addition to those specified above, additional details may be specified in the Attachment to Proxy Form C. enclosed herewith.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบค.
Attachment to Proxy Form C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท พลาสติก และหีบห่อไทยจำกัด (มหาชน)
Proxy Appointment by a shareholder of Thai PlaspacPublic Company Limited

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2564 ในวันที่ 23 เมษายน 2564 เวลา 15.00 ณ ห้องพาเพลิน โรงแรมทรราช กรุงเทพฯ เลขที่ 3/250 ซอยมหาดเล็กหลวง 2 ถนนราชดำริ แขวงลุมพินี เขตปทุมวัน กรุงเทพมหานคร 10330 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย
At the 2021 Annual General Meeting of Shareholders, which will be held on April 23, 2021 at 15:00 at Paploen Room, Hansar Bangkok Hotel, located at No. 3/250, Soi Mahatlek Luang 2, Ratchadamri Road, Lumpini Sub-district, Pathum Wan District, Bangkok 10330, or such other date, time, and place as the meeting may be held.

วาระที่ _____ เรื่อง _____
Agenda Re:

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The Proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
The Proxy shall have the right to vote in accordance with my/our intention as follows:

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่ _____ เรื่อง _____
Agenda Re:

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
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เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่ _____ เรื่อง _____
Agenda Re:

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
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The Proxy shall have the right to vote in accordance with my/our intention as follows:

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่ _____ เรื่อง _____
Agenda Re:

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The Proxy shall have the right on my/our behalf to consider and vote independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
The Proxy shall have the right to vote in accordance with my/our intention as follows:

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
Approve vote(s) Disapprove vote(s) Abstain vote(s)

(Translation)

List of Independent Directors for Proxy Appointment

In the event that shareholders are unable to attend the 2021 Annual General Meeting of Shareholders in person, the shareholders may consider appointing another person or any of the following independent directors as their proxies to attend the meeting and cast votes on their behalf:

1. Mr. Kittiphatsuthisamphat

Position: Independent Director and Member of the Audit Committee

Address: No. 84 Sumlae Sub-district, Thon Buri District, Bangkok 10600

Age: 49

Interest in Agenda Items: No special interest that is different from other directors in any agenda items proposed at the 2021 Annual General Meeting of Shareholders

2. Mr. Gran Chayavichitslip

Position: Independent Director and Member of the Audit Committee

Address: No. 2 Yannawa Sub-district, Sathorn District, Bangkok 10120

Age: 48

Interest in Agenda Items: No special interest that is different from other directors in any agenda items proposed at the 2021 Annual General Meeting of Shareholders

(Translation)

Articles of Association of Thai Plaspac Public Company Limited relating to Shareholders' Meetings

General Meetings of Shareholders

35. The board must hold an annual general meeting of shareholders within four months from the end of the fiscal year of the company.

Meetings of shareholders other than the aforesaid meeting are called "extraordinary general meetings of shareholders", and the board may summon an extraordinary general meeting of shareholders at any time as appropriate or when shareholders representing not less than one-fifth of the total issued shares or not less than 25 shareholders whose total shares account for not less than one-tenth of the total issued shares jointly sign their names in a letter requesting the board to summon an extraordinary general meeting of shareholders at any time, but they must explicitly specify the reason of such meeting request in such letter as well. The board must hold the meeting of shareholders within one month from the date of receipt of the letter from the shareholders.

The place of the general meetings of shareholders must be located within the locality of the head office of the company or a neighboring province or any place prescribed by the board.

36. In calling a general meeting of shareholders, the board shall prepare a written notice calling the meeting that specifies the place, date, time, agenda and the matters to be proposed at the meeting with details as appropriate and indicates clearly that a matter is proposed for information, for approval or for consideration, as the case may be, as well as their opinions about such matters. The said notice shall be sent to the shareholders and the registrar not less than seven days before the meeting date and must be published in a newspaper for three consecutive days not less than three days before the meeting date.
37. A shareholder may appoint a proxy to attend and vote on his or her behalf at a general meeting of shareholders but the proxy appointment must be made in writing and in the form prescribed by the registrar and must be handed over to the chairman of the board or the person assigned by the chairman of the board at the place of the meeting place before the proxy attends the meeting.
38. Not less than 25 shareholders and proxies or not less than one-half of the total number of shareholders holding not less than one-third of the total issued shares must attend a general meeting of shareholders to form a quorum.

If one hour has passed since the scheduled time of a general meeting of shareholders and the number of shareholders attending the meeting is still inadequate to form a quorum as required, such meeting shall be cancelled if it is requested by the shareholders or shall be adjourned if it is not requested by the shareholders where the notice calling such meeting shall be delivered to the shareholders not less than seven days before the meeting. In the subsequent meeting, a quorum is not required.

39. The chairman of the board shall be the chairman of the meeting. If half an hour has passed since the scheduled time of the meeting and the chairman is not present at the meeting, the vice-chairman shall act as the chairman of the meeting. If there is no vice-chairman or the vice-chairman is unable to perform the duty, the shareholders present at the meeting shall elect one of them to be the chairman of the meeting.

40. One share carries one vote, with the exception where the company has issued preference shares and has determined the voting rights of such shares to be less than those of the ordinary shares.

The resolutions of a general meeting of shareholders shall be passed by a majority vote of the shareholders who attend the meeting and cast their votes. In the event of a tie, the chairman of the meeting shall have a casting vote.

In the following events, a vote of not less than three-fourths of the total number of votes of the shareholders who attend the meeting and have the right to vote shall be required:

- (a) selling or transferring all or a material part of the business of the company to other persons;
 - (b) buying or receiving transfer of the business of other companies or private companies as part of the company;
 - (c) executing, amending, or terminating rental contracts relating to all or a material part of the business of the company;
 - (d) appointing other persons to manage the business of the company;
 - (e) merging with other persons with the intention to share profit and loss;
 - (f) amending the company's memorandum of association or articles of association;
 - (g) increasing or reducing the company's capital or issuing debentures;
 - (h) amalgamating or dissolving the company; and
 - (i) debt restructuring by issuing new shares to repay debts to creditors in accordance with debt-to-equity conversion.
41. The annual general meeting of shareholders must:
- (1) consider the report of the board on the operations of the company during the past year;
 - (2) consider and approve the balance sheet;
 - (3) consider profit allocation (if any);
 - (4) elect directors to replace those who retire by rotation;
 - (5) appoint auditors and fix their remuneration; and
 - (6) consider other business.

(Translation)

Guidelines for Proxy Appointment and Registration and Documents Required for Registration**Proxy Appointment**

The Company has provided proxy forms as enclosed to the Invitation to the 2021 Annual General Meeting of Shareholders. The shareholders may use one of either Proxy Form A or Proxy Form B. In the case where any foreign shareholder has appointed a custodian in Thailand to be the share depository and trustee, please use Proxy Form C. It is recommended that the shareholders use Proxy Form B and specify the voting intentions for each agenda item. In the event that the shareholders use Proxy Form B, please submit Proxy Form B together with supporting documents to the Company Secretary, at No. 77, Soi Thian Thaley 30, Bang Khun Thian-Chay Thaley Road, Tha Kham Sub-district, Bang Khun Thian District, Bangkok 10150 by **April 9, 2021**.

Registration and Documents Required for Registration

To facilitate the registration process for the 2021 Annual General Meeting of Shareholders, the Company will allow all shareholders and proxies to register from 14:00 onwards on the meeting date. All shareholders and proxies must present the registration form and the following documents at the registration desk before attending the meeting:

- **Individual shareholders**

1. **In case of attendance in person:**

- a) Registration form; and
- b) Copy of a valid photographic government issued identification document of the shareholder, such as identification card, civil servant identification card, driver's license or passport, which must be certified as true and correct copy by the shareholder.

2. **In case of proxy appointment:**

- a) Registration form;
- b) Proxy form that is completely filled in, signed by the shareholder as the grantor and the proxy, and affixed with THB 20 stamp duty, which must be crossed out and dated upon the appointment of the proxy; and
- c) Copy of a valid photographic government issued identification document of the shareholder and the proxy, such as identification card, civil servant identification card, driver's license or passport, which must be certified as true and correct copy by the shareholder and/or the proxy (as applicable).

- **Juristic person shareholders**

1. **In case of attendance in person by the authorized director(s):**

- a) Registration form;
- b) Copy of a valid photographic government issued identification document of the authorized director(s) of the shareholder, such as identification card, civil servant identification card, driver's license or passport, which must be certified as true and correct copy by the authorized director(s); and
- c) Copy of a certificate issued not more than six months prior to the meeting date, which must contain a statement showing the authorized director(s) as the authorized representative(s) of the shareholder and must be certified as true and correct copy by the authorized director(s).

2. **In case of proxy appointment:**

- a) Registration form;
- b) Proxy form that is completely filled in, signed by the shareholder as the grantor and the proxy, and affixed with THB 20 stamp duty, which must be crossed out and dated upon the appointment of the proxy;

c) Copy of a valid photographic government issued identification document of the authorized director(s) and the proxy, such as identification card, civil servant identification card, driver's license or passport, which must be certified as true and correct copy by the authorized director(s) and/or the proxy (as applicable); and

d) Copy of a certificate issued not more than six months prior to the meeting date, which must contain a statement showing the authorized director(s) signing the proxy form as the authorized representative(s) of the shareholder and must be certified as true and correct copy by the authorized director(s).

• **Foreign shareholders who have appointed a custodian in Thailand as the share depository and trustee**

1. Documents from the custodian:

a) Registration form;

b) Proxy Form C that is completely filled in, signed by the custodian's authorized representative(s) as the grantor and the proxy, and affixed with THB 20 stamp duty, which must be crossed out and dated upon the appointment of the proxy;

c) Document confirming that the custodian has a license to engage in the custodian business;

d) Copy of a certificate issued not more than six months prior to the meeting date, which must contain a statement showing the custodian's authorized representative(s) signing the proxy form as the authorized representative(s) of the custodian and must be certified as true and correct copy by the custodian's authorized representative(s); and

e) Copy of a valid photographic government issued identification document of the custodian's authorized representative(s) and the proxy, such as identification card, civil servant identification card, driver's license or passport, which must be certified as true and correct copy by the custodian's authorized representative(s) and/or the proxy (as applicable).

2. Documents from the shareholder:

a) Copy of a power of attorney signed by the shareholder authorizing the custodian to sign the proxy form on behalf of the shareholder;

b) In case of individual shareholders:

- Copy of a valid photographic government issued identification document of the shareholder, such as identification card, civil servant identification card, driver's license or passport, which must be certified as true and correct copy by the custodian's authorized representative(s).

c) In case of juristic person shareholders:

- Copy of a certificate issued not more than six months prior to the meeting date, which must contain a statement showing the authorized director(s) of the shareholder signing the proxy form as the authorized representative(s) of the shareholder and must be certified as true and correct copy by the custodian's authorized representative(s); and

- Copy of a valid photographic government issued identification document of the authorized director(s) of the shareholder signing the proxy form, such as identification card, civil servant identification card, driver's license or passport, which must be certified as true and correct copy by the custodian's authorized representative(s).

In the event that any document is not prepared in Thai or English, a Thai or English translation of such document must be provided and certified by the shareholder or the authorized representative(s) of the shareholder (as applicable). In case any document is issued in a foreign country, certification by a notary public is also required.

Annual Report RequestForm

Dearshareholders,

For the 2021 Annual General Meeting of Shareholders, Thai Plaspac Public Company Limited has prepared the 2020 Annual Report, which is available in electronic format in Thai and English via the QR Code provided in Enclosure 2.

In case any shareholder wishesto receivea hard copy of the 2020 Annual Report, please provide your information in the space provided below and return this form to the Company Secretaryat No. 77 SoiThianThaley 30, Bang KhunThian-ChayThaley Road, Tha Kham Sub-district, Bang KhunThian District, Bangkok 10150, or contact us at ir@tpacpackaging.com or Tel. No. +66 (0) 2897-2250 ext. 179and a hard copy of the 2020 Annual Report will be sent to you as requested.

Name (IN ALL CAPS) _____

Address

Telephone No. _____

E-mail _____

I/We would like to receive a hard copy of the 2020 Annual Report (please check the box below):

- One copy of the 2020 Annual Report in Thai
- One copy of the 2020 Annual Report in English

Map of the Meeting Venue



Paploen Room, Hansar Bangkok Hotel
No. 3/250, Soi Mahatlek Luang 2, Ratchadamri Road, Lumpini Sub-district,
Pathum Wan District, Bangkok 10330