

Invitation to the 2024 Annual General Meeting of Shareholders
Thai Plaspac Public Company Limited

2024 Annual General Meeting of Shareholders
Monday 29 April 2024, at 14:00
E-Meeting

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(Translation)

Ref. TPAC.2/2024

Date: 29 March 2024

Re: Invitation to the 2024 Annual General Meeting of Shareholders

To: Shareholders of Thai Plaspac Public Company Limited

- Enclosures:**
1. Copy of the Minutes of the 2023 Annual General Meeting of Shareholders
 2. 2023 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 2024
 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, Registration and Documents Required for Attending the Meeting
 11. Guidelines for attending the Electronic Meeting by Inventech Connect
 12. Annual Report Request Form

The Board of Directors of Thai Plaspac Public Company Limited (the “**Company**”) resolved to convene the 2024 Annual General Meeting of Shareholders on Monday 29 April 2024, at 14:00 on E-Meeting broadcast, to consider the following agenda items:

Agenda 1 Message from the Chairman

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

Agenda 2 To consider and adopt the Minutes of 2023 Annual General Meeting of shareholders

Facts and reasons: The Company already prepared the Minutes of 2023 Annual General Meeting of Shareholders held on 28 April 2023, 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 2023 Annual General Meeting of Shareholders held on 28 April 2023.

Thai Plaspac Public Company Limited

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

☎ 66-2 897 2250-1 | 66-2 897 2529-30 ☎ 66-2 897 2531 | 66-2 897 2426 🌐 www.tpacpackaging.com

COMPANY REGISTRATION NO. AND TAX ID : 0107547000575

Board of Directors' opinion: The Board of Directors, having viewed that the Minutes of 2023 Annual General Meeting of Shareholders held on 28 April 2023 had been correctly and completely recorded, deemed it appropriate to propose the Minutes of 2023 Annual General Meeting of Shareholders for consideration and adoption by the 2024 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 consider, and acknowledge the performance report and approve the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2023

Facts and reasons: The Company has prepared a performance report of the Company and its subsidiary as well as the significant changes occurred during the year 2023, as presented in the 2023 Annual Report in electronic format via the QR Code provided in Enclosure 2. Therefore, it is proposed that the shareholders' meeting consider and acknowledge the performance report of the Company and its subsidiary for the year ended 31 December 2023.

In addition, in accordance with 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, 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 for the year ended 31 December 2023 are as presented in the 2023 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 31 December 2023.

Board of Directors' opinion: The Board of Directors deemed it appropriate to propose the performance report of the Company and its subsidiary for the year ended 31 December 2023 to the shareholders' meeting for consideration and acknowledgment, and propose the audited consolidated financial statements of the Company for the year ended 31 December 2023 which had been audited, prepared correctly and appropriately, in essence, pursuant to the accounting principles, and reviewed by the Audit Committee for consideration and approval of the 2024 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 4 To consider and approve the allocation of profit from the operating results for the year ended 31 December 2023, as statutory reserve and as 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 30.0 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 2023 as shown in its separate and consolidated financial statements amounted to THB 350,328,075 and 541,976,807 respectively, and its unallocated retained earnings as of 31 December 2023 amounted to THB 914,670,095 and THB 1,237,774,914 respectively. Additionally, as of 31 December 2023, the Company has legal reserve of not less than 10 percent of the Company's registered capital. Therefore, it is proposed that the shareholders' meeting consider and approve the suspension of the allocation of profit from the operating results for legal reserve, and approve the payment of dividend from the operating results for the year ended 31 December 2023 to the existing shareholders of the Company of up to THB 146,947,500 or at a rate of THB 0.450 per share, where the date on which the names of shareholders entitled to receive such a dividend (Record Date) will be fixed on 10 May 2023.

The payout ratio of the proposed payment of dividend from the operating results for the year ended 31 December 2023 is 30.0 percent, which has been calculated from the consolidated net profit attributed to the Company, which is in line with the Company's dividend payment policy.

A comparison of the dividend payments in 2020-2022 and 2023 is provided below:

| Details | For the Years Ended 31 December | | | |
|--|---------------------------------|-------------|-------------|---------------|
| | 2020 | 2021 | 2022 | 2023 |
| Net profit (separate financial statements) (THB) | 156,013,124 | 103,606,337 | 94,818,654 | 466,610,245 |
| Unappropriated retained earnings (separate financial statements) (THB) | 696,595,577 | 415,304,911 | 467,604,587 | 838,535,682 |
| Net profit attributed to equity holders of the company (consolidated financial statements) (THB) | 321,979,451 | 152,938,568 | 318,839,970 | 490,203,233 |
| Unappropriated retained earnings (consolidated financial statements) (THB) | 912,545,432 | 680,963,828 | 914,670,095 | 1,237,774,914 |
| Number of paid-up shares (Share) | 326,549,999 | 326,549,999 | 326,549,999 | 326,549,999 |
| Dividend per share (THB) | 0.292 | 0.141 | 0.293 | 0.450 |
| Total dividend (THB) | 95,352,600 | 46,043,550 | 95,679,150 | 146,947,500 |
| Payout ratio (Percent) | 30.0 | 30.1 | 30.0 | 30.0 |
| Dividend yield ^{/1} (Percent) | 2.35 | 0.90 | 2.25 | 2.71 |

^{/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 suspension of the allocation of profit from the operating results for legal reserve and approve the payment of dividend from the operating results for the year ended 31 December 2023 to the existing shareholders of the Company of up to THB 146,947,500 or at a rate of THB 0.450 per share where the date on which the names of shareholders entitled to receive such dividend (Record Date) will be fixed on 10 May 2024.

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 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 whereby the directors who retire by such rotation may be re-appointed if they are re-elected to do so by the meeting.

At present, the Company has eight directors in total, three of whom are due to retire by rotation at the 2024 Annual General Meeting of Shareholders, namely:

- | | |
|------------------------------|--|
| 1. Mr. Yashovardhan Lohia | Non-Executive Chairman of the Board of Directors |
| 2. Mr. Kevin Kumar Sharma | Authorized Director / Nomination and Remuneration Committee / Chairman of Risk Management Committee / Chairman of Corporate Governance Committee / Group Chief Executive Officer |
| 3. Mr. Virasak Sutanthavibul | Independent Director / Chairman of the Audit Committee / Nomination and Remuneration Committee |

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 2024 Annual General Meeting of Shareholders during the period from 13 November 2023 to 31 January 2024. 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 the directors who have conflict of interest), having considered that the three nominated director candidates had gone through appropriate and careful screening of the Board of Directors where the Board of Directors 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 2024 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 2024 Annual General Meeting of Shareholders consider and approve the election of each director individually.*

Agenda 6 To consider and approve the remuneration of the Company's directors for the year ended 31 December 2024

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 the directors for the year ended 31 December 2024 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 the Company's directors for the year ended 31 December 2024 of up to THB 2,585,000, 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 the Company's directors for the year ended 31 December 2024 of up to THB 2,585,000, as proposed above, for consideration and approval by the 2024 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 7 To consider and approve the appointment of auditors and their fees for the year ended 31 December 2024

Facts and reasons:

Section 120 of the PLCA and Article 41 (6) 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; that their proposed fees for this year is appropriate; and that the auditors from EY Office Limited have no relations to or transactions with the Company that may lead to a conflict of interest. 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 ending 31 December 2024, by determining each of the following auditors to audit the accounts and express opinions on the financial statements of the Company:

- (1) Mr. Chayapol Suppasedtanon, Certified Public Accountant No. 3972; and/or
- (2) Mrs. Gingkarn Atsawarangsalit, Certified Public Accountant No. 4496; and/or
- (3) Miss Pimjai Manitkajohnkit, Certified Public Accountant No. 4521; and/or
- (4) Miss Rosaporn Decharkom, Certified Public Accountant No. 5659; and/or
- (5) Miss Sumana Punpongsanon, Certified Public Accountant No. 5872; and/or
- (6) Miss Kirdsiri Kanjanaprakasit, Certified Public Accountant No. 6014; and/or
- (7) Miss Naraya Srisukh, Certified Public Accountant No. 9188.

In the event that the aforementioned auditors are unable to perform their duties, EY Office Limited shall procure other certified public accountants from EY Office Limited to audit the accounts and express opinions on the financial statements of the Company on behalf of such auditors. The Board of Directors also proposed the determination of auditors' fees for the year ending 31 December 2024 of up to THB 3,590,000, 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 as the Company's auditors for the year ending 31 December 2024, by determining each of the following auditors to audit the accounts and express opinions on the financial statements of the Company:

- (1) Mr. Chayapol Suppasedtanon, Certified Public Accountant No. 3972; and/or
- (2) Mrs. Gingkarn Atsawarangsalit, Certified Public Accountant No. 4496; and/or
- (3) Miss Pimjai Manitkajohnkit, Certified Public Accountant No. 4521; and/or
- (4) Miss Rosaporn Decharkom, Certified Public Accountant No. 5659; and/or
- (5) Miss Sumana Punpongsonon, Certified Public Accountant No. 5872; and/or
- (6) Miss Kirdsiri Kanjanaprakasit, Certified Public Accountant No. 6014; and/or
- (7) Miss Naraya Srisukh, Certified Public Accountant No. 9188.

In the event that the aforementioned auditors are unable to perform their duties, EY Office Limited shall procure other certified public accountants from EY Office Limited to audit the accounts and express opinions on the Company's financial statements on behalf of such auditors. The Board of Directors also proposed the determination of auditors' fees for the year ending 31 December 2024 of up to THB 3,590,000, as proposed above.

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 8 To consider other business (if any)

Section 105 of the PLCA 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 2024 Annual General Shareholders Meeting in advance during the period from 13 November 2023 to 31 January 2024 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 2024 Annual General Meeting of Shareholders on Monday 29 April 2024, at 14:00 on E-Meeting broadcasted from TPAC seminar room at 77 Soi Thian Thalae 30 Bang Khun Thian Chay Thalae road, Tha Kham, Bang Khun Thian Bangkok, Bangkok 10150.

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 **24 April 2024**.

For the 2024 Annual General Meeting of Shareholders, the Company has prepared the 2023 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 2023 Annual Report by following the instructions as set out in Enclosure 12.

The Company will conduct the 2024 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.

In this regard, the Company had set the date to determine the names of shareholders entitled to attend the 2024 Annual General Meeting of Shareholders (Record Date) on 21 March 2024.

Please be informed accordingly.

Sincerely yours,
Thai Plaspac Public Company Limited

- *Signature* -

(Mr. Yashovardhan Lohia)
Chairman of the Board of Directors

THAI PLASPAC PUBLIC COMPANY LIMITED
The 2023 Annual General Meeting of Shareholders

Time and Place

The 2023 Annual General Meeting of Thai Plaspac Public Company Limited (the “**Company**”) held on 28 April 2023 at 14:00, as an e-meeting broadcasting from the Company’s seminar room at No.77, Soi Thian Thaley 30, Bang Khun Thian-Chay Thaley Road, Tha Kham, Bang Khun Thian Bangkok, 10150 (the “**Meeting**”).

Preliminary Proceedings

Ms. Thanarat Charoenrat (the “**Meeting Facilitator**”) welcome all participants and informed that Due to the outbreak of the COVID-19 pandemic, there is still uncertainty and there are still factors that may cause the epidemic to increase. The Company is deeply concerned over the safety and health of all shareholders who attend the meeting including those who participated in the meeting. For this reason, the Company therefore convened the 2023 Annual General Meeting of Shareholders only through electronic media (e-Meeting) pursuant to the Royal Decree on Teleconferences through Electronic Means B.E. 2563 (2020), including other relevant regulations and the Company already notified all shareholders in advance via the invitation letter to the meeting. In this regard, the Meeting Facilitator has declared the meeting procedure as described in document sent to shareholders, which rules, voting criteria, vote counting, and interrogation or opinions expression are as follow:

1. The meeting shall be conducted by consecutively considering the subjects according to the agenda in the invitation letter to the Meeting without switching the meeting agendas. The meeting shall present information on each agenda and giving opportunity to shareholders to ask questions before voting and will inform the voting results to the meeting for shareholders’ acknowledgment after closing the vote.
2. In respect of voting, the shareholders shall choose the agenda to vote and press the “voting button”. The system will accordingly show the buttons to cast their vote with 3 buttons, i.e., Approve, Disapprove and Abstain. For the shareholder or a person who hold more than one proxy, the system will show all the list of the proxies and such a person can vote separately for each account. In the case that shareholder would like to cancel the vote, choose the “Cancel Vote” button. For any shareholder who did not vote within the specified time, the company will assume that the shareholder agrees with that agenda. Voting can be edited until there is a notice to close voting for that agenda. The Company gives the voting time of 1 minute. When the voting results for each agenda are closed, the result of that agenda will be announced to the meeting accordingly.
3. In the case that a proxy has been authorized by multiple shareholders, select “User Icon” and click on the “Switch Account” button to access the accounts of other shareholders, whilst votes and quorum will not be removed from the meeting.
4. In the case that shareholders click the “Exit the Meeting” button before closing any agenda, the voting right shall not be counted as quorum and voting right in such agenda. However,

clicking the “Exit the Meeting” shall not deprive the shareholders or proxies to return to attend the meeting and vote on the next agenda in the system.

5. For interrogation and opinion expression of the shareholders and proxies, the Chairman of the Meeting shall allow the shareholders or proxies to interrogate in the issues related to the said agenda as appropriate via the message system prior to a vote casting in each agenda. The shareholders or proxies who wish to interrogate shall click “Ask a question” on menu and select which agenda that want to ask, type message requiring interrogation or opinion expression and click “Send”. The Company’s officer shall collect queries to be sent to the Chairman of the Meeting to further reply to queries in the Meeting. However, if a lot of questions relating to such agenda were sent to the system, the Company reserved the right to consider and select the question as appropriate.

6. If a lot of questions were sent to the system, the Company reserved the right to consider and select the question as appropriate. However, for the questions that have not been answered in the Meeting, please submit your question(s) to the chat box, the Company will answer your question after proceeding with the agenda or answer them on the Company’s website.

7. In case of any troubleshooting relating to logging onto the meeting system or voting system, the shareholders may read the instruction described in the meeting invitation sent to shareholders or may choose “Assistance” button on the system or contact the Inventech call center or line official.

8. In the event that the system crashes during the meeting, shareholders will receive an email to return to the meeting through the backup system.

Then, the Meeting Facilitator introduced directors, executives, auditors, and independent legal advisor as follows:

Directors attending the Meeting

- | | |
|------------------------------|---|
| 1. Mr. Yashovardhan Lohia | Chairman of the Board of Director |
| 2. Mr. Kevin Kumar Sharma | Director, Member of Nomination and Remuneration Committee, Chairman of Risk Management Committee, Chairman of Corporate Governance Committee, and Group Chief Executive Officer |
| 3. Mr. Theerawit Busayapoka | Director, Member of Nomination and Remuneration Committee, Member of Risk Management Committee, Member of Corporate Governance Committee and Chief Executive Officer of Thailand Business |
| 4. Mr. Virasak Sutanthavibul | Independent Director, Chairman of the Audit Committee, and Member of Nomination and Remuneration Committee |

| | |
|--------------------------------|--|
| 5. Mr. Kittiphath Suthisamphat | Independent Director, Member of the Audit Committee, and Member of Nomination and Remuneration Committee |
| 6. Mr. Gran Chayavichitsilp | Independent Director, Chairman of the Nomination and Remuneration Committee, and Member of the Audit Committee |
| 7. Mrs. Aradhana Lohia Sharma | Director |
| 8. Mr. Anil Kumar Kohli | Director, Member of Risk Management Committee, and Chief Technical Officer |

In this regard, the directors attending the Meeting were 100 percent of the total number of directors of the Company.

Executives attending the Meeting

| | |
|---------------------------|--|
| Mr. Vishal Aggarwal | Group Chief Financial Officer |
| Mr. Khanit Thanawuthikrai | Assistant Vice President Accounting and Acting Company Secretary |

Advisors attending the Meeting

| | |
|------------------------------|---|
| 1. Ms. Naraya Srisukh | Auditor from EY Office Company Limited |
| 2. Ms. Nattamon Kongdeechean | Auditor from EY Office Company Limited |
| 3. Ms. Jutharat Phudcha | Auditor from EY Office Company Limited |
| 3. Mr. Sombat Petchpun | Auditor from EY Office Company Limited |
| 4. Ms. Wipada Saksri | Legal Advisor from The Capital Law Office Limited |

the general information of the Company's current capital and shares as follows:

| | | |
|----------------------|-------------|--------|
| Registered Capital | 326,550,000 | Baht |
| Divided into | 326,550,000 | Shares |
| Paid-up Capital | 326,549,999 | Baht |
| Issued Shares | 326,549,999 | Shares |
| Par value per shares | 1 | Baht |

As of 21 March 2023 (Record Date), the Company had total number of shareholders of 1,407 persons; being 1,396 Thai shareholders holding an aggregate of 325,351,748 shares, which is equivalent to 99.63 percent of total number of paid-up shares of the Company, and being 11 foreign shareholders, holding an aggregate of 1,198,251 shares, which is equivalent to 0.37 percent of the total number of issued shares of the Company.

There were 30 shareholders attended the Meeting, i.e. 9 shareholders attending in person and 21 shareholders attending by proxies, representing 264,523,492 shares or 81.0055 percent of the total issued shares of the Company, thereby, it was constituted a quorum as require by

laws and Article 38 of the Company’s Articles of Association which specifies that 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.

Mr. Yashovardhan Lohia, Chairman of the Board of Directors was the chairman of the Meeting (the “**Chairman**”). The Chairman convened the Meeting and assigned Mr. Theerawit Busayapoka, the Chief Executive Officer of Thailand Business, to conduct the Meeting. Then, Mr. Theerawit Busayapoka conducted the Meeting according to the agenda item listed in the invitation as follows:

AGENDA 1: Message from the Chairman

The Chairman expressed his gratitude to the shareholders for devoting their valuable time to attend the Meeting and thanked the auditors and advisors of the Company.

This agenda item was for acknowledgment and voting is not required.

AGENDA 2: To consider and adopt the Minutes of 2022 Annual General Meeting of Shareholders held on 29 April 2022

Mr. Theerawit Busayapoka informed the Meeting that the Company already prepared the Minutes of the 2022 Annual General Meeting of Shareholders held on 29 April 2022, submitted a copy of the said minutes to 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 to the invitation to the Meeting which has been sent to all shareholders.

The Board of Directors, having viewed that the Minutes of the 2022 Annual General Meeting of Shareholders held on 29 April 2022 had been correctly and completely recorded, deemed it appropriate to propose the Minutes of the 2022 Annual General Meeting of Shareholders for consideration and adoption by the shareholders’ meeting.

The Company gave an opportunity to the shareholders/proxies to ask any questions or give any comments. However, there was no shareholders/proxies give any comments or ask any questions. The Company then ask the Meeting to cast their votes.

RESOLUTION

The Meeting considered and unanimously resolved to adopt the 2022 Annual General Meeting of Shareholders, which was held on 29 April 2022 as proposed as follows:

| Vote | Number (Votes) | Equal to (%) |
|--------------------|-----------------------|---------------------|
| Agree | 264,721,892 | 100.00 |
| Disagreed | 0 | 0.00 |
| Abstained | 0 | 0.00 |
| Voided Ballots | 0 | 0.00 |
| Total (34 persons) | 264,721,892 | 100.00 |

Remark: 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 consider and acknowledge the Company’s operations for the year ended 31 December 2022

Mr. Theerawit Busayapoka informed the Meeting that before considering this agenda, the Company has an anti-corruption policy for business operation, the detail of which has disclosed in the annual report and the Company’s website.

In this agenda, the report on the Company’s operations and significant developments in 2022 is presented in the 2022 annual report which is available in electronic format via the QR Code provided in Enclosure 2 to the invitation to the Meeting which has been sent to all shareholders.

Moreover, Mr. Theerawit Busayapoka explained the operating performance for the year 2022 which can be summarized as follows:

- TPAC is the fastest growing packaging company in Asia.
- We are the leader in packaging design according to customer requirements, and we are also the market leader in the group of fixed plastic packaging products for food and pharmaceutical.
- There are four plants in Thailand, nine in India, two in the United Arab Emirates and one in Malaysia, totalling 16 plants.
- For sustainability policy, the company focuses on plastic that can be reused or recyclable.
- We got 4 stars in well-business management rated by SET.
- The company's revenue in 2022 was 46% from India, 29% from Thailand, 16% from Malaysia and 9% from the United Arab Emirates.
- The percentage of the market divided by groups of products is 77% from Food and beverages, 15% from pharmaceuticals, and 8% from household and industrial appliances. More than 90% of the market is in the group’s products that require very high standards of hygiene, which is our standpoint.

- The group of our customers varies more than 1,500 different accounts which help reduce business risks and show business growth.
- The company's growth over the past 40 years is as follows. In 1983, the company was founded; in 2005, it was listed on the Mai stock market, then in 2016 there was a major change in shareholders and executives, which led to the acquisition of the "Custom Pack" in Thailand and the first acquisition in India. In 2018, it was then acquired in the United Arab Emirates in 2019.
- In 2021 the company was registered on the SET stock market and acquired its operations in Malaysia in the same year. Then in 2022, there was the second acquisition in India, including the establishment of the company "TPAC Custom Solutions Pvt Ltd" in India. And in 2023, the plant construction project in India was completed.
- The company's earnings in the past 2022 years were another year of high growth record, with total revenue of THB 6,997 million, increased from the previous year up to 35 percent, pre-tax profits and depreciation from regular operations or Core EBITDA equal to THB 1,080 million, which is equivalent to 11 percent growth compared to the previous year. Net profits increased by 9 percent to THB 359 million, resulting in a total operating profit of THB 1 per share, which increased from the previous year by 7 percent.
- For operating income over the past 5 years, the company's sales have grown with an average annual growth rate of 35 percent per year, initial earnings with an annual average of 33 percent, earnings before deduction of financial expenses, taxes and core operating depreciation (EBITDA) of 32 per cent per year and earnings per share of 17 per year.
- Cash flow has grown with an average annual growth rate of 20 per cent per year, with a net debt-to-equity ratio of 1.2 times, and a net debt-to-profit ratio before financial expenses, taxes and normal operating depreciation of 2.8 times, which indicates high growth. We well managed the ratio of debt to equity compared to the previous years as we had the business's expansion, which indicates readiness for future investments.

The Board of Directors deemed it appropriate to propose the report on the Company's operations for the year ended 31 December 2022 for acknowledgement by the Meeting.

The Company gave an opportunity to the shareholders/proxies to ask any questions or give any comments, there are some questions. The details of which are summarized as follows:

Questions / Answers

Question: Mr. Thamrong Anantaweepol inquired regarding the utilization rate of a new plant in India.

Answer: Mr. Theerawit Busayapoka answered that the average utilization rate in India is around 80%

This agenda item was for acknowledgement and voting is not required.

AGENDA 4: To consider and adopt the Company’s operations for the year 2022 and to approve the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2022

Mr. Theerawit Busayapoka stated the Meeting, that 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 31 December 2022 are as presented in Enclosure 2 to the invitation to the Meeting which has been sent to all shareholders.

The Board of Directors, having viewed that the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2022 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 31 December 2022 for consideration and approval by the 2023 Annual General Meeting of Shareholders.

The Company gave an opportunity to the shareholders/proxies to ask any questions or give any comments. However, there was no shareholders/proxies give any comments or ask any questions. The Company then ask the Meeting to cast their votes.

RESOLUTION

The Meeting considered and unanimously resolved to approve the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2022 as follows:

| Vote | Number (Votes) | Equal to (%) |
|--------------------|-----------------------|---------------------|
| Agree | 264,743,692 | 100.00 |
| Disagreed | 0 | 0.00 |
| Abstained | 0 | 0.00 |
| Voided Ballots | 0 | 0.00 |
| Total (37 persons) | 264,743,692 | 100.00 |

Remark: 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 31 December 2021 and the dividend payment

Mr. Theerawit Busayapoka informed the Meeting that 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. In addition, Section 115 of the PLCA and Article 46 of the Articles of Association of the Company specifies that no dividend shall be paid other than out of profits available for distribution and all dividends shall be paid in proportion to the number of shares and paid to each share equally.

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 2022 as shown in its separate and consolidated financial statements amounted to THB 94,818,654 and 350,328,075, respectively, and its unallocated retained earnings as of 31 December 2022 amounted to THB 467,604,587 and THB 914,670,095, respectively. Additionally, as of 31 December 2022, the Company has legal reserve of not less than 10 percent of the Company's registered capital.

Therefore, it is proposed that the shareholders' meeting consider and approve:

- (1) the suspension of the allocation of profit from the operating results for legal reserve; and
- (2) the payment of dividend from the operating results for the year ended 31 December 2022 to the existing shareholders of the Company of up to THB 95,679,150 or at a rate of THB 0.293 per share, where the date on which the names of shareholders entitled to receive such a dividend (Record Date) will be fixed on 10 May 2023.

The payout ratio of the proposed payment of dividend from the operating results for the year ended 31 December 2022 is 30 percent, which has been calculated from the consolidated net profit attributed to the Company, which is in line with the Company's dividend payment policy.

The Board of Directors deemed it appropriate to propose the suspension of the allocation of profit from the operating results for legal reserve and the payment of dividend from the operating results for the year ended 31 December 2022 to the existing shareholders of the Company of up to THB 95,679,150 or at a rate of THB 0.293 per share where the date on which the names of shareholders entitled to receive such dividend (Record Date) will be fixed on 10 May 2023 and the payment will be on 25 May 2023.

The Company gave an opportunity to the shareholders/proxies to ask any questions or give any comments. However, there was no shareholders/proxies give any comments or ask any questions. The Company then ask the Meeting to cast their votes.

RESOLUTION

The Meeting considered and unanimously resolved to approve the suspension of the allocation of profit from the operating results for the year ended 31 December 2022 and the dividend payment as follows:

| Vote | Number (Votes) | Equal to (%) |
|--------------------|-----------------------|---------------------|
| Agree | 264,752,092 | 100.00 |
| Disagreed | 0 | 0 |
| Abstained | 0 | 0 |
| Voided Ballots | 0 | 0 |
| Total (38 persons) | 264,752,092 | 100.00 |

Remark: 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

Before considering this agenda item, Mr. Theerawit Busayapoka asked Mr. Gran Chayavichitsilp, Mr. Anil Kumar Kohli and Mrs. Aradhana Lohia Sharma to disconnect the Meeting in order for shareholders to vote and express their opinion freely.

Then, Mr. Theerawit Busayapoka informed the Meeting that 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 2023 Annual General Meeting of Shareholders, namely: 1) Mr. Gran Chayavichitsilp 2) Mr. Anil Kumar Kohli and 3) Mrs. Aradhana Lohia Sharma.

In addition, 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, deemed it appropriate to propose that the shareholders' meeting consider and approve the election of the three nominated director candidates as directors for another term. The details on the nominated director candidates and definition of independent directors are provided in Enclosure 3 and 4 to the invitation to the Meeting which has been sent to all shareholders.

Moreover, 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 2023 Annual General Meeting of Shareholders. However, none of the shareholders nominated any director candidate.

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 2023 Annual General Meeting of Shareholders.

The Company gave an opportunity to the shareholders/proxies to ask any questions or give any comments. However, there was no shareholders/proxies give any comments or ask any questions. The Company then ask the Meeting to cast their votes for each director, individually.

RESOLUTION

The Meeting considered and majority resolved to approve the re-election of “Mr. Gran Chayavichitsilp” as director for another term as follows:

| Vote | Number (Votes) | Equal to (%) |
|--------------------|-----------------------|---------------------|
| Agree | 264,715,792 | 99.9862 |
| Disagreed | 36,300 | 0.0137 |
| Abstained | 0 | 0 |
| Voided Ballots | 0 | 0 |
| Total (38 persons) | 264,752,092 | 100.00 |

The Meeting considered and unanimously resolved to approve the re-election of “Mr. Anil Kumar Kohli” as director for another term as follows:

| Vote | Number (Votes) | Equal to (%) |
|--------------------|-----------------------|---------------------|
| Agree | 264,752,092 | 100.00 |
| Disagreed | 0 | 0 |
| Abstained | 0 | 0 |
| Voided Ballots | 0 | 0 |
| Total (38 persons) | 264,752,092 | 100.00 |

The Meeting considered and unanimously resolved to approve the re-election of “Mrs. Aradhana Lohia Sharma” as director for another term as follows:

| Vote | Number (Votes) | Equal to (%) |
|--------------------|-----------------------|---------------------|
| Agree | 264,752,092 | 100.00 |
| Disagreed | 0 | 0 |
| Abstained | 0 | 0 |
| Voided Ballots | 0 | 0 |
| Total (38 persons) | 264,752,092 | 100.00 |

Remark: 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.

After the completion of voting for agenda 6, Mr. Theerawit Busayapoka asked the three directors for reconnecting to the Meeting

AGENDA 7: To consider and approve the remuneration of the Company’s board of directors for the year 2023

Mr. Theerawit Busayapoka informed the Meeting that 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 the Company’s board of directors for the year 2023 by taking into account the Company’s operating results, business size, the 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 the Company’s board of directors for the year 2023 of up to THB 2,540,000, the details of which are set out in Enclosure 5 to the invitation to the Meeting which has been sent to all shareholders.

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 the Company’s board of directors for the year 2023 of up to THB 2,540,000 as proposed above for consideration and approval by the 2023 Annual General Meeting of Shareholders.

The Company gave an opportunity to the shareholders/proxies to ask any questions or give any comments. However, there was no shareholders/proxies give any comments or ask any questions. The Company then ask the Meeting to cast their votes.

RESOLUTION

The Meeting considered and unanimously resolved to approve the remuneration of the Company's board of directors for the year 2023 as follows:

| Vote | Number (Votes) | Equal to (%) |
|--------------------|-----------------------|---------------------|
| Agree | 264,752,092 | 100.00 |
| Disagreed | 0 | 0 |
| Abstained | 0 | 0 |
| Voided Ballots | 0 | 0 |
| Total (38 persons) | 264,752,092 | 100.00 |

Remark: 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 2023

Mr. Theerawit Busayapoka informed the Meeting that 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 ending 31 December 2023 as follows:

- (1) Mr. Chayapol Suppasedtanon, Certified Public Accountant No. 3972; and/or
- (2) Miss Orawan Techawatanasirikul, Certified Public Accountant No. 4807; and/or
- (3) Mrs. Gingkarn Atsawarangsalit, Certified Public Accountant No. 4496; and/or
- (4) Miss Pimjai Manitkajohnkit, Certified Public Accountant No. 4521; and/or
- (5) Miss Rosaporn Decharkom, Certified Public Accountant No. 5659; and/or
- (6) Miss Sumana Punpongsanon, Certified Public Accountant No. 5872; and/or
- (7) Miss Kirdsiri Kanjanaprakasit, Certified Public Accountant No. 6014;

of EY Office Limited. In the event that the aforementioned auditors are unable to perform their duties, EY Office Limited shall procure other certified public accountants to audit the accounts and express opinions on the Company's financial statements on behalf of such auditors. The Board of Directors also proposed the determination of auditors' fees for the year ending 31 December 2023 of up to THB 3,290,000, the details of which are set out in Enclosure 6 to the invitation to the Meeting which has been sent to all shareholders.

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 as proposed as the Company's auditors for the year ended 31 December 2023 and the auditors' fees for the year ended 31 December 2023 of up to THB 3,290,000 for consideration and approval by the shareholders' meeting.

The Company gave an opportunity to the shareholders/proxies to ask any questions or give any comments. However, there was no shareholders/proxies give any comments or ask any questions. The Company then ask the Meeting to cast their votes.

RESOLUTION

The Meeting considered and unanimously resolved to approve the appointment of auditors and their fees for the year 2023as follows:

| Vote | Number (Votes) | Equal to (%) |
|--------------------|-----------------------|---------------------|
| Agree | 264,752,092 | 100.00 |
| Disagreed | 0 | 0 |
| Abstained | 0 | 0 |
| Voided Ballots | 0 | 0 |
| Total (38 persons) | 264,752,092 | 100.00 |

Remark: 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)

Mr. Theerawit Busayapoka informed the Meeting that Section 105 of the PLCA 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, nevertheless, none were proposed other matters to the Meeting but there are some questions. The details of which are summarized as follows:

Questions / Answers

- Question: Ms. Phattraya Angkadechachat inquired the revenue that the company plan in the next 1 – 3 years and how to get that number.
- Answer: Mr. Kevin Kumar Sharma answered that we cannot give any forward-looking guidance but we don't want to lose the title of being Asia's fastest growing packaging company you have seen our growth rates over the past few years over the past 5 years. We see no reason to slow down so we expect to continue to hold on to this title in the future of being Asians fastest growing packaging company and we expect to deliver on this
- Question: Ms. Rossana Asawasiriwilas inquired how is the raw material price trends this year.
- Answer: Mr. Kevin Kumar Sharma answered that The trend of the raw material price goes up and down. It depends on the political events and many factors. We run our business regardless of what is happening in raw material markets and this is not something we should get distracted by whether the trend is up or whether the trend is down. We as a management team need to find a way to deliver whether oil is at \$100 or oil is at \$20. We as a management team must find the way to deliver and we have done so. There may be a little bit of a lag effect here and there based on one quarter. . We focus on running our business in an agile fashion what comes we will deal with it.
- Question: Mr. Tanin Thienwitit inquired whether there will be any exciting M&A this year. If yes, where?
- Answer: Mr. Kevin Kumar Sharma answered that we cannot share any specific details about M&A and when we will announce our next M&A but what I can share is that M&A is part of our DNA when we came in 2016. We started to build our capability to do M&A successfully we took two years to do this to build our M&A execution capability and also to be clear on what type of M&A is interesting for us in 2018 we did M&A in Bangna and India. In 2019, we did M&A again. In 2020, the first year of covid, so there is no M&A in that year. In 2021, we did M&A again and we went to Malaysia. In 2022, we did further M&A in India. So M&A is bread and butter for us. We are always ready and everyone should be ready
- Question: Mr. Tanin Thienwitit inquired that do you need capital injection in the near future.
- Answer: Mr. Kevin Kumar Sharma answered that our balance sheet is strong as you can see our DE ratio is around one time so our balance sheet is strong and of course we will see what type of potential M&A comes around and then depending on what type of M&A or expansion plans then we can decide but right now our balance sheet is strong and healthy.
- Question: Mr. Tanin Thienwitit inquired about plan for packaging from bioplastics in the future.
- Answer: Mr. Kevin Kumar Sharma said that this is a very interesting question, Sustainability is driving our business today and our business is strong because, on the product side, we have a very sustainable packaging solution. Our

packaging is all recyclable today and our Packaging is a monolayer. We are doing recyclable and has proven mechanical recyclability in the residents that we are focused on. We have been doing and this is growing nicely for us by introducing recycled resins into our packaging control. It has been very busy in this area here in Thailand, especially on our PET side. On the bio side, it is very exciting area and we are watching it carefully. Our customers want to be sure that when we are talking about bio and it is not competing with the food source because if it is competing with food then perhaps some of our customers are not so comfortable. So we have not done anything in the bioplastic yet because either they are technical issues or there are functional issues and we are watching it and discussing it a lot with our customers. We are optimistic in the future, and we will do something here but for today we are in monolayer Rigid Recyclable Packaging.

Question: Mr. Smith Sangsupawanich inquired whether, in TPAC viewed, the global economic volatility will affect the company's performance, or not.

Answer: Mr. Kevin Kumar Sharma answer that TPAC is not immune to what is happening macroeconomically ultimately. The consumption of our products is impacted by GDP but what I can say is that TPAC has very strategically chosen to focus on segments that are able to perform quite well and be resilient through all economic cycles, for example over 90% of our portfolio is in Food and Beverage Pharmaceuticals and Personal Care. So these everyday critical essential basic items are where we are focused on, and these segments historically have performed robustly even through economic shocks. So, on the cost side, we just finished the year 2022 where we experienced significant cost inflation and maybe we have seen or have not seen the peak of inflation but what we have here is a management team that has a very strong cost discipline and has been able to manage these costs and protect our margins as saw that in 2022. So we have to continue the same mindset and get even better.

There is no further query Then, Mr. Theerawit Busayapoka invited the Chairman to make a closing statement. The Chairman thanked all shareholders for devoting their valuable time to attend the meeting and declared the Meeting adjourned at 15:45

From the beginning of the Meeting at 14:00, there were the shareholders registered to attend the Meeting so there were 38 shareholders attending the Meeting, holding an aggregate of 264,752,092 shares or equivalent to 81.08 percent of the total issued share of the Company.

- signature -

(Mr. Yashovardhan Lohia)
Chairman of the Meeting

Credentials and Background of Nominated Director Candidates

Mr. Yashovardhan Lohia

Type of Director Nominated Non-Executive Chairman of the Board of Directors

Current Positions in the Company Non-Executive Chairman of the Board of Directors

Age 36 years

Years in Office 8 years

First Appointment Date 12 October 2015

Last Appointment Date 25 February 2022

Education and Training

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

Work Experience

Current Positions in Other Listed Companies

- 2019 – Present Director, Indorama Ventures Public Company Limited
- 2015 – Present Director, Thai Plaspac Public Company Limited

Current Positions in Other Companies or Organizations

- 2018 – Present Director, Indorama Ventures Services S.r.l.
- 2018 – Present Director, Medco Plast Co. for Packing & Packaging 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 PCL
- 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 in the Company as of 31 December 2023

- 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 (Director and Group Chief Executive Officer)

Meeting Attendance in 2023

| Meeting Type | Meeting Attendance |
|--------------------|--------------------|
| Board of Directors | 5/6 |

Mr. Kevin Qumar Sharma

Type of Director Nominated Authorized Director, Nomination and Remuneration Committee, Chairman of Risk Management Committee, Chairman of Corporate Governance Committee, Group Chief Executive Officer

Current Positions in the Company Authorized Director, Nomination and Remuneration Committee, Chairman of Risk Management Committee, Chairman of Corporate Governance Committee, Group Chief Executive Officer

Age 40 years

Years in Office 8 years

First Appointment Date 09 October 2015

Last Appointment Date 29 April 2022

Education and Training

- Master's in Science - Mathematical Trading and Finance, Cass Business School, City University, London, UK
- Bachelor of Engineering (Honors) - Civil Engineering, University College London, UK
- Master's in Science - Mathematical Trading and Finance, Cass Business School, City University, London, UK

Work Experience

- 2015 – Present Group Chief Executive Officer, Thai Plaspac Public Company Limited, Thailand
- 2018 – 2022 Director, TPAC Packaging India Private Limited, India
- 2015 – 2022 Chairman of the Board of Directors, Thai Plaspac Public Company Limited, Thailand
- 2013 – 2014 Associate Director, European Special Situations, La Salle Investment Management, London, UK
- 2010 – 2013 Associate, European Distressed Debt Acquisitions, Colony Capital, London, UK
- 2007 – 2010 Analyst, Investment Banking Division, Credit Suisse Securities, London, UK

Current Positions in Other Listed Companies

- 2016 – Present Director, Thai Plaspac Public Company Limited, Thailand

Current Positions in Other Companies or Organizations

- 2018 – Present Director, TPAC Packaging (Bangna) Company Limited, Thailand
- 2019 – Present Director, Sun Packaging Systems (FZC), U.A.E.
- 2021 – Present Director, Combi-Pack Sdn.Bhd, Malaysia

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

- None

Shareholding in the Company as of 31 December 2023

- None

Relations with Other Directors and Executives of the Company

- Husband of Mrs. Aradhana Lohia Sharma (Director) and;
- Brother-in-law of Mr. Yashovardhan Lohia (Chairman of the Board of Directors)

Meeting Attendance in 2023

| Meeting Type | Meeting Attendance |
|---------------------------------------|--------------------|
| Board of Directors | 6/6 |
| Nomination and Remuneration Committee | 2/2 |

Mr. Virasak Sutanthavibul

Type of Director Nominated Independent Director, Chairman of the Audit Committee, Nomination and Remuneration Committee

Current Positions in the Company Independent Director, Chairman of the Audit Committee, Nomination and Remuneration Committee

Age 66 years

Years in Office 8 years

First Appointment Date 9 October 2015

Last Appointment Date 23 April 2021

Education and Training

- Bachelor of Engineering, Chulalongkorn University
- M.E., Texas A&M University, Texas, U.S.A.
- Class 21/2003, Director Accreditation Program (DAP), Thai Institute of Directors Association (IOD)
- Class 18/2005, The Joint State - Private Sectors, The National Defence College
- Class 10/2010, Top Management Program, Capital Market Academy, The Stock Exchange of Thailand
- Class 1/2012, Top Executive Program in Energy Literacy, Thailand Energy Academy
- Class 17/2012-2013, Top Executive Program in Justice Administration, Judicial Training Institute
- Class 2/2015, Completion and Graduation Pin, Institute of Business and Industrial Development (IBID)
- Class 2/2018, Business Revolution, and Innovation Network (BRAIN), The Federation of Thai Industries
- Advanced Management Program, Harvard University, U.S.A.
- Financial Institution for Private Enterprise Development, Harvard University, U.S.A.
- Year 2023, Cyber Security Awareness Program, Krungthai Bank PCL. by guest speaker

Work Experience

- 2019 – 2020 Independent Director and Chairman of Audit Committee, NFC Public Co., Ltd
- 2015 – 2020 Director of the Remuneration and Nomination Committee, Bangkok Insurance Public Co., Ltd.
- 2012 – 2020 Senior Executive Vice President, Head of Metropolitan Commercial Banking, Bangkok Bank Public Co., Ltd.
- 2011 – 2020 Chairman of the Corporate Governance Committee, Bangkok Insurance Public Co., Ltd.
- 2005 – 2020 Independent Director, Bangkok Insurance Public Co., Ltd.

Current Positions in Other Listed Companies

- 2023 – Present Independent Director and Chairman of Audit Committee, Super Energy Corporation Public Co., Ltd.
- 2023 – Present Independent Director and Executive Director, Krungthai Bank Public Co., Ltd.
- 2021 – Present Independent Director, Nirvana Development Public Co., Ltd
- 2016 – Present Nomination and Remuneration Committee, Thai Plaspac Public Co., Ltd.
- 2015 – Present Independent Director and Chairman of Audit Committee, Thai Plaspac Public Co., Ltd.

- 2004 – Present Independent Director and Chairman of Audit Committee, T.Krungthai Industries Public Co., Ltd.

Current Positions in Other Companies and Organizations

- 2023 – Present Independent Director, Food Moments Public Co., Ltd.
- 2016 – 2021 Director, Bualuang Ventures Co., Ltd.

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

- None

Shareholding in the Company as of 31 December 2023

- None

Relations with Other Directors and Executives of the Company

- None

Meeting Attendance in 2023

| Meeting Type | Meeting Attendance |
|---------------------------------------|--------------------|
| Board of Directors | 6/6 |
| Audit Committee | 4/4 |
| Nomination and Remuneration Committee | 2/2 |

(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 2024**1. Monetary Compensation – Meeting Allowance**

| Remuneration of Directors | For the Years Ended December 31, | |
|---|----------------------------------|-----------|
| | 2023 | 2024 |
| Board of Directors | | |
| Chairman of the Board of Directors | | |
| Quarterly meeting allowance (THB/per person) | 90,000.00 | 90,000.00 |
| Directors | | |
| Quarterly meeting allowance (THB/per person) | 75,000.00 | 75,000.00 |
| Independent Directors | | |
| Quarterly meeting allowance (THB/per person) (for meetings Nos. 1-6) | 75,000.00 | 75,000.00 |
| Meeting allowance per time (THB/per person) (for meetings Nos. 7-12) | 43,333.33 | 43,333.33 |
| Audit Committee | | |
| Chairman | | |
| Meeting allowance per time (THB/per person) | 50,000.00 | 50,000.00 |
| Member | | |
| Meeting allowance per time (THB/per person) | 40,000.00 | 40,000.00 |
| Nomination and Remuneration Committee | | |
| Chairman | | |
| Meeting allowance per time (THB/per person) | 50,000.00 | 50,000.00 |
| Member | | |
| Meeting allowance per time (THB/per person) | 40,000.00 | 40,000.00 |
| Corporate Governance and Sustainability Committee | | |
| Chairman | | |
| Meeting allowance per time (THB/per person) | - | 12,500.00 |
| Member | | |
| Meeting allowance per time (THB/per person) | - | 10,000.00 |

- Remark:**
- (1) Mr. Yashovadhan Lohia is not entitled to any meeting allowance.
 - (2) Mr. Kevin Qumar Sharma is not entitled to any meeting allowance.
 - (3) Mrs. Aradhana Lohia Sharma is not entitled to any meeting allowance.
 - (4) Mr. Theerawit Busayapoka and Mr. Anil Kumar Kohli are entitled to only Board of Directors meeting allowance.
 - (5) Directors are not entitled to any remuneration other than those mentioned above.

2. Non-Monetary Compensation

- None, same as the previous year -

(Translation)

Credential and Background of Auditors

The following auditors from EY Office Limited are proposed for consideration and appointment by the 2024 Annual General Meeting of Shareholders as auditors of Thai Plaspac Public Company Limited (the “**Company**”) for the year ending 31 December 2024:

| No. | Name | CPA License No. | Shareholding in the Company | Years in Service to the Company |
|-----|--|-----------------|-----------------------------|---------------------------------|
| 1. | Mr. Chayapol Suppasedtanon | 3972 | - | FY 2022 - 2023 |
| 2. | Mrs. Gingkarn Atsawarangsalit | 4496 | - | - |
| 3. | Miss Pimjai Manitkajohnkit | 4521 | - | FY 2013 – 2015 |
| 4. | Miss Rosaporn Decharkom | 5659 | - | - |
| 5. | Miss Sumana Punpongsanon | 5872 | - | - |
| 6. | Miss Kirdsiri Kanjanaprakasit | 6014 | - | - |
| 7. | Miss Naraya Srisukh | 9188 | - | - |
| 8. | 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 auditors 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 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 ending 31 December 2024 of up to THB 3,590,000 that has been proposed for consideration and approval by the 2024 Annual General Meeting of Shareholders and the auditor’s fees for the year ended 31 December 2024 is as follows:

| | For the Years Ended December 31, | |
|---|---|------------------|
| | 2023 | 2024 |
| Auditor Fees for Annual Consolidated/Separate Financial Statements (THB) | 1,865,000 | 2,045,000 |
| Auditor Fees for Interim Consolidated/Separate Financial Statements (THB) | 1,425,000 | 1,545,000 |
| Non-audit Fees (THB) | 0 | 0 |
| Total | 3,290,000 | 3,590,000 |

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

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

, or appoint one of the Company's independent directors as follows:

- Mr. Kittiphath Suthisamphat Age 52 Address: No. 84 Sumlae Sub-district, Thon Buri District, Bangkok 10600
- Mr. Gran Chayavichitsilp Age 51 Address: No. 2 Yannawa Sub-district, Sathorn District, Bangkok 10120

as my/our proxy to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders, which will be held on 29 April 2024, at 14:00 on E-Meeting broadcasted from the Company’s seminar room at 77 Soi Thian Thalae 30 Bang Khun Thian-Chay Thalae road, Tha Kham, Bang Khun Thian Bangkok, Bangkok 10150, 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



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

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

, or appoint one of the Company's independent directors as follows:

- Mr. Kittiphath Suthisamphat Age 52 Address: No. 84 Sumlae Sub-district, Thon Buri District, Bangkok 10600
- Mr. Gran Chayavichitsilp Age 51 Address: No. 2 Yannawa Sub-district, Sathorn District, Bangkok 10120

as my/our proxy to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders, which will be held on 29 April 2024, at 14:00 on E-Meeting broadcasted from the Company’s seminar room at 77 Soi Thian Thalee 30 Bang Khun Thian-Chay Thalee road, Tha Kham, Bang Khun Thian Bangkok, Bangkok 10150, 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 2023 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 consider and acknowledge the performance report and approve the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2023**
- (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 4** **To consider and approve the allocation of profit from the operating results for the year ended 31 December 2023, as statutory reserve and as 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 5** **To consider and approve the election of directors to replace those who retire by rotation**
- Agenda 5.1** **To consider and approve the election of Mr. Yashovadhan Lohia to replace the director who retires 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 5.2** **To consider and approve the election of Mr. Kevin Qumar Sharma to replace the director who retires 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 5.3** **To consider and approve the election of Mr. Virasak Suthanthavibul to replace the director who retires 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 6 **To consider and approve the remuneration of the Company’s directors for the year ended 31 December 2024**

- (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 appointment of auditors and their fees for the year ended 31 December 2024**

- (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 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:

1. 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.
2. In case there are additional agenda items in addition to those specified above, additional details may be specified in the Attachment to Proxy Form B. enclosed herewith.

Attachment to Proxy Form B

Proxy Appointment by a shareholder of Thai Plaspac Public Company Limited

At the 2024 Annual General Meeting of Shareholders, which will be held on 29 April 2024, at 14:00 on E-Meeting broadcasted from the Company's seminar room at 77 Soi Thian Thalae 30 Bang Khun Thian-Chay Thalae road, Tha Kham, Bang Khun Thian Bangkok, Bangkok 10150, 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

แบบหนังสือมอบฉันทะ แบบ ค.

Proxy Form C.

(ใช้เฉพาะกรณีผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (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)

(เปิดออกหมดมปี 20 บาท)

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 และหีบห่อไทย จำกัด (มหาชน) (“บริษัทฯ”)

a shareholder of Thai Plaspac Public Company Limited (the “Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้

holding a total number of _____ shares and having the voting rights of

vote(s) as follows:

หุ้นสามัญ _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

holding ordinary share(s) and having the voting rights of _____ vote(s)

หุ้นบุริมสิทธิ _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ 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. มอบฉันทะให้กรรมการอิสระคนใดคนหนึ่งของบริษัทฯ คือ

appoint any one of the following Independent Directors of the Company:

นายกิตติภักดิ์ สุทธิสัมพันธ์ (Mr. Kittiphat Suthisamphat) หรือ/or

นายกรานต์ ฉายาวิจิตรศิลป์ (Mr. Gran Chayavichitsilp)

(รายละเอียดของกรรมการอิสระปรากฏตามเอกสารแนบ 8 ของหนังสือเชิญประชุม
สามัญผู้ถือหุ้น ประจำปี 2567) (Details of the Independent Directors of the
Company are as set out in Enclosure 8 of the Invitation to the 2024 Annual
General Meeting of Shareholders.)

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะคนใดคนหนึ่ง ไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระที่เหลือเป็นผู้รับมอบฉันทะ
แทนกรรมการอิสระที่ไม่สามารถเข้าประชุม

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 (“ผู้รับมอบฉันทะ”) เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น
ประจำปี 2567 ในวันที่ 29 เมษายน 2567 เวลา 14.00 น. ประชุมผ่านช่องทางอิเล็กทรอนิกส์ (E-Meeting) โดยถ่ายทอดจาก
ห้องสัมมนาของบริษัทฯ ตั้งอยู่เลขที่ 77 ซอยเทียนทะเล 30 ถนนบางขุนเทียน ซายทะเล แขวงท่าข้าม เขตบางขุนเทียน
กรุงเทพมหานคร 10150 หรือที่จะพึงเลื่อนไปในวัน และเวลาสถานที่อื่นด้วย

as my/our proxy (“Proxy”) to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders,
which will be held on 29 April 2024, at 14:00 on E-Meeting broadcast from the Company’s seminar room at 77 Soi Thian
Thalae 30 Bang Khun Thian Chay Thalae road, Tha Kham, Bang Khun Thian Bangkok, Bangkok 10150, or such other
date, time, and place as the meeting may be held.

- (3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

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

- มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

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

- มอบฉันทะบางส่วน คือ

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

- หุ้นสามัญ _____ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ _____ เสียง

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

- หุ้นบุริมสิทธิ _____ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ _____ เสียง

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

รวมสิทธิออกเสียงลงคะแนนทั้งหมด _____ เสียง

total voting rights of vote(s).

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ดังนี้

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

- วาระที่ 1 เรื่องที่ประธานแจ้งให้ที่ประชุมทราบ

Agenda 1 Message from the Chairman

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

- วาระที่ 2 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2566

Agenda 2 To consider and adopt the Minutes of the 2023 Annual General Meeting of shareholders

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

- เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง

Approve vote(s) Disapprove vote(s)

- งดออกเสียง _____ เสียง

Abstain vote(s)

- วาระที่ 3 พิจารณารับทราบรายงานผลการดำเนินงาน และอนุมัติงบการเงินรวมของบริษัทฯ และบริษัทย่อย สำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2566

Agenda 3 To consider and acknowledge the Performance Report and approve the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2023

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

- เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง

Approve vote(s) Disapprove vote(s)

- งดออกเสียง _____ เสียง

Abstain vote(s)

วาระที่ 4

พิจารณาอนุมัติการจัดสรรเงินกำไรจากผลการดำเนินงานสำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2566 เพื่อเป็นทุนสำรองตามกฎหมายและเพื่อจ่ายเงินปันผล

Agenda 4

To consider and approve the allocation of profit from the operating results for the year ended 31 December 2023, as statutory reserve and as dividend payment

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

- เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง

Approve vote(s) Disapprove vote(s)

- งดออกเสียง _____ เสียง

Abstain vote(s)

วาระที่ 5

พิจารณาอนุมัติการเลือกตั้งกรรมการแทนกรรมการที่ออกตามวาระ

Agenda 5

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

วาระที่ 5.1

พิจารณาอนุมัติการเลือกตั้ง นาย ยาชโวรดัน โลเฮีย แทนกรรมการที่ออกตามวาระ

Agenda 5.1

To consider and approve the election of Mr. Yashovadhan Lohia to replace the director who retires by rotation

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

- เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง

Approve vote(s) Disapprove vote(s)

- งดออกเสียง _____ เสียง

Abstain vote(s)

วาระที่ 5.2 พิจารณานุมัติการเลือกตั้ง นาย เควิน कुमार ชาร์มา แทนกรรมการที่ออกตามวาระ
 Agenda 5.2 To consider and approve the election of Mr. Kevin Kumar Sharma to replace the director who retires
 by rotation

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

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

| | |
|---|--|
| <input type="checkbox"/> เห็นด้วย _____ เสียง | <input type="checkbox"/> ไม่เห็นด้วย _____ เสียง |
| Approve | Disapprove |
| vote(s) | vote(s) |
| | |
| <input type="checkbox"/> งดออกเสียง _____ เสียง | |
| Abstain | vote(s) |

วาระที่ 5.3 พิจารณานุมัติการเลือกตั้ง นาย วีระศักดิ์ สุตันทวีบูลย์ แทนกรรมการที่ออกตามวาระ
 Agenda 5.3 To consider and approve the election of Mr. Virasak Suthanthavibul to replace the director who
 retires by rotation

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

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

| | |
|---|--|
| <input type="checkbox"/> เห็นด้วย _____ เสียง | <input type="checkbox"/> ไม่เห็นด้วย _____ เสียง |
| Approve | Disapprove |
| vote(s) | vote(s) |
| | |
| <input type="checkbox"/> งดออกเสียง _____ เสียง | |
| Abstain | vote(s) |

วาระที่ 6 พิจารณานุมัติการกำหนดค่าตอบแทนกรรมการสำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2567
 Agenda 6 To consider and approve the remuneration of the Company's directors for the year ended
 31 December 2024

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

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

| | |
|---|--|
| <input type="checkbox"/> เห็นด้วย _____ เสียง | <input type="checkbox"/> ไม่เห็นด้วย _____ เสียง |
| Approve | Disapprove |
| vote(s) | vote(s) |
| | |
| <input type="checkbox"/> งดออกเสียง _____ เสียง | |
| Abstain | vote(s) |

วาระที่ 7 พิจารณานุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชีสำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2567

Agenda 7 To consider and approve the appointment of auditors and their fees for the year ended 31 December 2024

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง

Approve vote(s) Disapprove vote(s)

งดออกเสียง _____ เสียง

Abstain vote(s)

วาระที่ 8 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 8 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.

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง

Approve vote(s) Disapprove vote(s)

งดออกเสียง _____ เสียง

Abstain vote(s)

(5) การลงคะแนนเสียงของผู้รับมอบอำนาจในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบอำนาจนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

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) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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:

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (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.

2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ

The documents that are required to be attached to this Proxy Form are:

- (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน

Power of attorney from the shareholder authorizing the custodian to sign this Proxy Form on his/her behalf; and

- (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)

Document confirming that the person signing the Proxy Form is permitted to engage in the custodian business.

3. 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.

4. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. 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.

ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ค.

Attachment to Proxy Form C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท พลาสติค และหีบห่อไทย จำกัด (มหาชน)

Proxy Appointment by a shareholder of Thai Plaspac Public Company Limited

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันที่ 29 เมษายน 2567 เวลา 14.00 น. ประชุมผ่านช่องทางอิเล็กทรอนิกส์ (E-Meeting) โดยถ่ายทอดจากห้องสัมมนาของบริษัทฯ ตั้งอยู่เลขที่ 77 ซอยเทียนทะเล 30 ถนนบางขุนเทียน ซายทะเล แขวงท่าข้าม เขตบางขุนเทียน กรุงเทพมหานคร 10150 หรือที่จะพึงเลื่อนไปในวัน และเวลาสถานที่อื่นด้วย

At the 2024 Annual General Meeting of Shareholders, which will be held on 29 April 2024, at 14:00 on E-Meeting broadcast from the Company's seminar room at 77 Soi Thian Thalae 30 Bang Khun Thian Chay Thalae road, Tha Kham, Bang Khun Thian Bangkok, Bangkok 10150, 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.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
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 2024 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. Kittiphat Suthisamphat

Position: Independent Director and Member of the Audit Committee

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

Age: 52

Interest in Agenda Items: No special interest that is different from other directors in any agenda items proposed at the 2024 Annual General Meeting of Shareholders

2. Mr. Gran Chayavichitsilp

Position: Independent Director and Member of the Audit Committee

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

Age: 51

Interest in Agenda Items: No special interest that is different from other directors in any agenda items proposed at the 2024 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 the Annual General Meeting within 4 months from the end of fiscal year of the company.

Any other general meetings of shareholders other than previously referred to shall be called "Extraordinary General Meetings of Shareholders". The board of directors may call an extraordinary general meeting of shareholders any time it considers appropriate.

One or more shareholders holding in aggregate not less than ten percent of the total issued shares may submit a written request to the board of directors to call an extraordinary general meeting at any time, but the matter and the reason for such request must be clearly indicated therein. In this case, the board of directors must arrange for a general meeting of shareholders to be held within forty-five days from the date of receipt of such request from the shareholders.

In the case that the board of directors fails to arrange for such meeting to be held within the time specified in the third paragraph, the shareholders making such request or any shareholders having the required number of shares may call the meeting within forty-five days from the date of the due date of the period specified in the third paragraph. In such case, this meeting is deemed to be a general meeting of shareholders called by the board of directors. The Company shall be responsible for paying all expenses arisen from holding such meeting and facilitating as appropriate.

In the case that the quorum of the meeting called as a result of the shareholders' request under the fourth paragraph is not constituted as required under the article 38, the shareholders under the fourth paragraph shall be jointly liable to pay the expenses arisen from holding such meeting to the Company.

- 35/1. Meetings of the shareholders may be conducted electronically pursuant to the rules and procedures under the relevant laws or notifications which shall be in accordance with the standards for maintaining security of meetings via electronic means as required by laws.

36. Regarding the meeting of shareholders, the board has an invitation to a meeting made and specifies a place, date, agenda and the issues submitted to the meeting with its appropriated details and stated them clearly that it is proposed to know for approval or consider as well as their opinions about such issues. The invitation shall be sent to the shareholders and the registrar according to the law of Public Company Limited not less than 7 days before the meeting date and must be published on local newspapers for 3 days before the meeting date less than 3 days.

In addition, as for an electronic meeting, the delivery of the invitation letter and its enclosures via e-mail is allowed.

37. Shareholders are able to appoint proxies to the meeting and vote for them but proxies must be made in the form prescribed by the registrar and handed over to the chairman or the one assigned by the chairman at the meeting place before the proxies attend the meeting.

38. Regarding the shareholders meeting should comprise of the shareholders and the representative of the shareholder (if any) present in the meeting not less than 25 individual or not less than half of the total shareholders. The amount of total shares should not be less than 1 of 3 total purchases shares; hence it would be qualified as a meeting.

In the events where the shareholders meeting, when the hour has past 1 hour after the appointment time, the amount of the shareholders present in the meeting has not met its required meeting particulars. Whereas the appointment has been requested by the shareholders, the meeting is cancelled. If the shareholders' meeting is not requested by the shareholders, there has to be a new appointment for the meeting and issuing a letter of the shareholders meeting appointment to the shareholders for at least 7 days before the meeting. In this coming meeting, it is not required for all individuals to be presented at the meeting.

39. The chairman of the board shall preside over the general meetings of shareholders as the chairman of the meetings. If the chairman of the board is not present at the meeting or is unable to perform his/her duty, the vice-chairman of the board shall preside over the meeting as the chairman of the meeting. If there is no vice-chairman or if there is a vice-chairman, but he/she is not present at the meeting or is unable to perform his/her duty, the shareholders who attend the meeting shall elect one shareholder to preside over the meeting as the chairman of the meeting.
40. Regarding of votes, the shareholders have the amount of vote on the basis of 1 share equal to 1 vote, with the exception where the company issued a preference share and regulated the voting rights to be less than the common shares.

The resolution of the shareholders' meeting shall be passed by majority votes of the shareholders who attend the meeting and having votes. If there are equal votes, then the chairman of the meeting shall have one more vote for the final decision.

In the following events to be abided by having not less than 3 of 4 of the shareholders who attend the meeting, with the rights to vote

- (a) The selling or transferring all or vital partials of the proceedings of the company to other individuals
 - (b) Buying or receiving transfer of other companies or private companies as a part of the company
 - (c) Forming, amending or cancellation of contracts concerning to the enterprise rentals, all or vital partials
 - (d) The appointment of other individuals to manage the business of the company
 - (e) Merging with other individuals with the intentions of dividing the loss and profits with each other
 - (f) Amendments of the company's memorandum or its regulations
 - (g) Increasing or decreasing of capital or debentures
 - (h) Merging or cease operation of the company
 - (i) Debt restructuring by issuing new shares to repay debts to debtors in accordance with Debt-to-Equity Conversion
41. The annual general meeting of shareholders shall be called:
- (1) To consider the report of the board of directors proposed to the meeting showing the operations of the Company in the past year;

- (2) To consider and approve the balance sheet and profit and loss statement;
- (3) To consider and approve appropriation of profits and dividend payment;
- (4) To consider and elect new directors to replace those who retire by rotation;
- (5) To consider and determine the director's remuneration;
- (6) To consider and appoint an auditor and fix the consideration; and
- (7) 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 Annual General Meeting of Shareholders No. 1/2024. 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 or Proxy Form C, please submit the proxy form 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 **23 May 2024**.

Registration and Documents Required for Registration

Since the Company will conduct the Annual General Meeting of Shareholders No. 1/2024 as an e-meeting and to facilitate the registration process for the Annual General Meeting of Shareholders No. 1/2024, shareholders are requested to register via the URL or QR Code on the Company's website www.tpacpackaging.com at least three business days in advance prior to the meeting date, i.e. by **24 May 2024**, where the registration procedures are as follows:

1. Individual shareholders**(1) In case of joining in person:**

- (a) Fill in the following information of the shareholder via the online registration system;
 - Shareholder number
 - Name (Please do not indicate title)
 - Surname
 - Identification card number
- (b) Take a photograph to verify the identity of the shareholder;
- (c) Take a photograph as specified in (b) while holding a valid photographic government issued identification document of the shareholder, such as identification card, civil servant identification card, driver's license or passport; and
- (d) Upload a copy of the identification document as specified in (c), which must be certified as true and correct copy by the shareholder.

(2) In case of proxy appointment:

- (a) Proceed with the procedures as set out in 1. (1) (a) to (d) (Individual shareholders – In case of joining in person); and
- (b) Fill in the name-surname of the proxy via the online registration system and upload the following supporting documents:
 - a valid photographic government issued identification document of the proxy, such as identification card, civil servant identification card, driver's license or passport; and
 - a copy of the 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.

2. Juristic person shareholders**(1) In case of joining in person by the authorized director(s):**

- (a) Fill in the following information of the shareholder via the online registration system;

- Shareholder number
- Name (Please leave as blank)
- Surname (Please specify the name of the juristic person)

- (b) Take a photograph to verify the identity of the authorized director(s) of the shareholder;
- (c) Take a photograph as specified in (b) while holding 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;
- (d) Upload a copy of the identification document as specified in (c), which must be certified as true and correct copy by the authorized director(s) as specified in (b); and
- (e) Upload a 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 specified in (b) is/are the authorized representative(s) of the shareholder and must be certified as true and correct copy by the authorized director(s) as specified in (b).

(2) In case of proxy appointment:

- (a) Proceed with the procedures as set out in 2. (1) (a) to (e) (Juristic person shareholders – In case of joining in person by the authorized director(s)); and
- (b) Fill in the name-surname of the proxy via the online registration system and upload the following supporting documents:
 - a valid photographic government issued identification document of the proxy, such as identification card, civil servant identification card, driver's license or passport; and
 - a copy of the 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.

3. Foreign shareholders who have appointed a custodian in Thailand as the share depository and trustee

- (a) Proceed with the procedures as set out in 1. (Individual shareholders) or 2. (Juristic person shareholders) as applicable;
- (b) Upload the following supporting documents (documents of the custodian):
 - 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;
 - Document confirming that the custodian has a license to engage in the custodian business;
 - 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
 - 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); and
- (c) Upload the following supporting documents (documents of the shareholder):
 - Copy of a power of attorney signed by the shareholder authorizing the custodian to sign the proxy form on behalf of the shareholder;
 - 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); and

- 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.

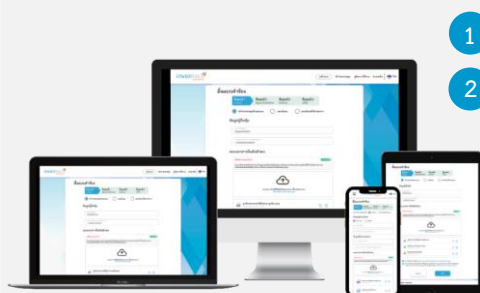
In this regard, shareholder who has any queries related to registration, please contact agm@tpacpackaging.com

Guidelines for attending of Electronic Meeting by Inventech Connect

Shareholders and proxies wishing to attend the meeting can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows :

Step for requesting Username & Password from via e-Request system

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://app.inventech.co.th/TPAC172873R/#/homepage> or scan QR Code  and follow the steps as shown in the picture



- 1 Click link URL or scan QR Code in the letter notice Annual General Meeting
- 2 Choose type request for request form to 4 step
 - Step 1 Fill in the information shown on the registration
 - Step 2 Fill in the information for verify
 - Step 3 Verify via OTP
 - Step 4 Successful transaction, The system will display information again to verify the exactitude of the information
- 3 Please wait for an email information detail of meeting and Password

**** Merge user accounts, please using the same email and phone number ****

2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from 22 April 2024 at 8:30 a.m. and shall be closed on 29 April 2024 Until the end of the meeting.

3. The electronic conference system will be available on 29 April 2024 at 12:00 p.m. (2 hours before the opening of the meeting). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.

Appointment of Proxy to the Company's Directors


For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, The Shareholders can submit a request to attend the meeting by Electronic Means of the specified procedures or send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company by 25 April 2024 at 5.00 p.m.


Thai Plaspac Company Limited


Company Secretary Department

No.77, Soi Thian Thaley 30, Bang Khun Thian-Chay Thaley Road, Tha Kham Sub-district, Bang Khun Thian District, Bangkok 10150

If you have any problems with the software, please contact Inventech Call Center

 02-931-9144

 @inventechconnect

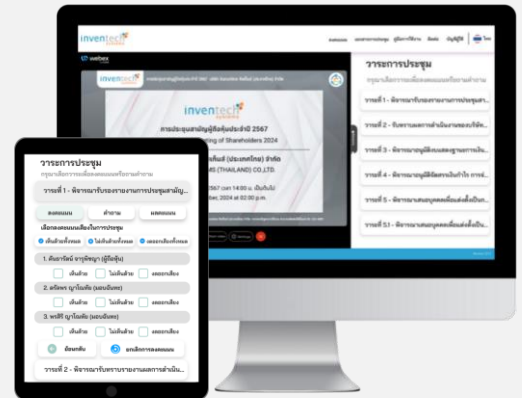
 The system available during 22 – 29 April 2024 at 08.30 a.m. – 05.30 p.m.
(Specifically excludes holidays and public holidays)



Report a problem
@inventechconnect

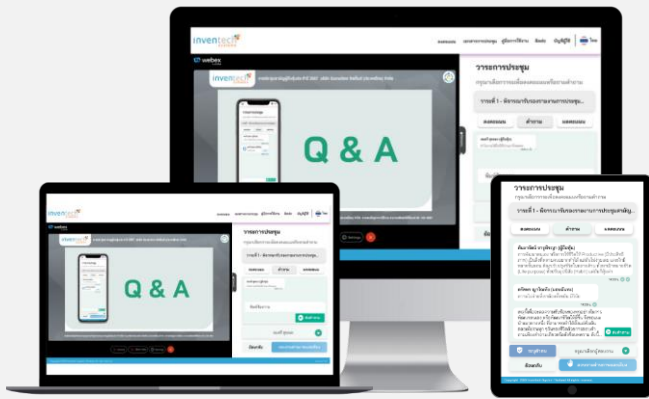
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 1 Get email and password that you received from your email or request OTP
- 2 Click on “Register” button, the system has already registered and counted as a quorum.
- 3 Click on “Join Attendance”, Then click on “Join Meeting” button
- 4 Select which agenda that you want to vote
- 5 Click on “Vote” button
- 6 Click the voting button as you choose
- 7 The system will display status your latest vote



To cancel the last vote, please press the button “Cancel latest vote (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result) Shareholders can conduct a review of the votes on an agenda basis. When the voting results for that agenda are closed.

Step to ask questions via Inventech Connect



- Select which agenda
- Click on “Question” button
- 1 Ask a question
 - Type the question then click “Send”
- 2 Ask the question via video
 - Click on “Conference”
 - Click on “OK” for confirm your queue
 - Please wait for the queue for you then your can open the microphone and camera

How to use Inventech Connect



User Manual e-Request



User Manual e-Voting

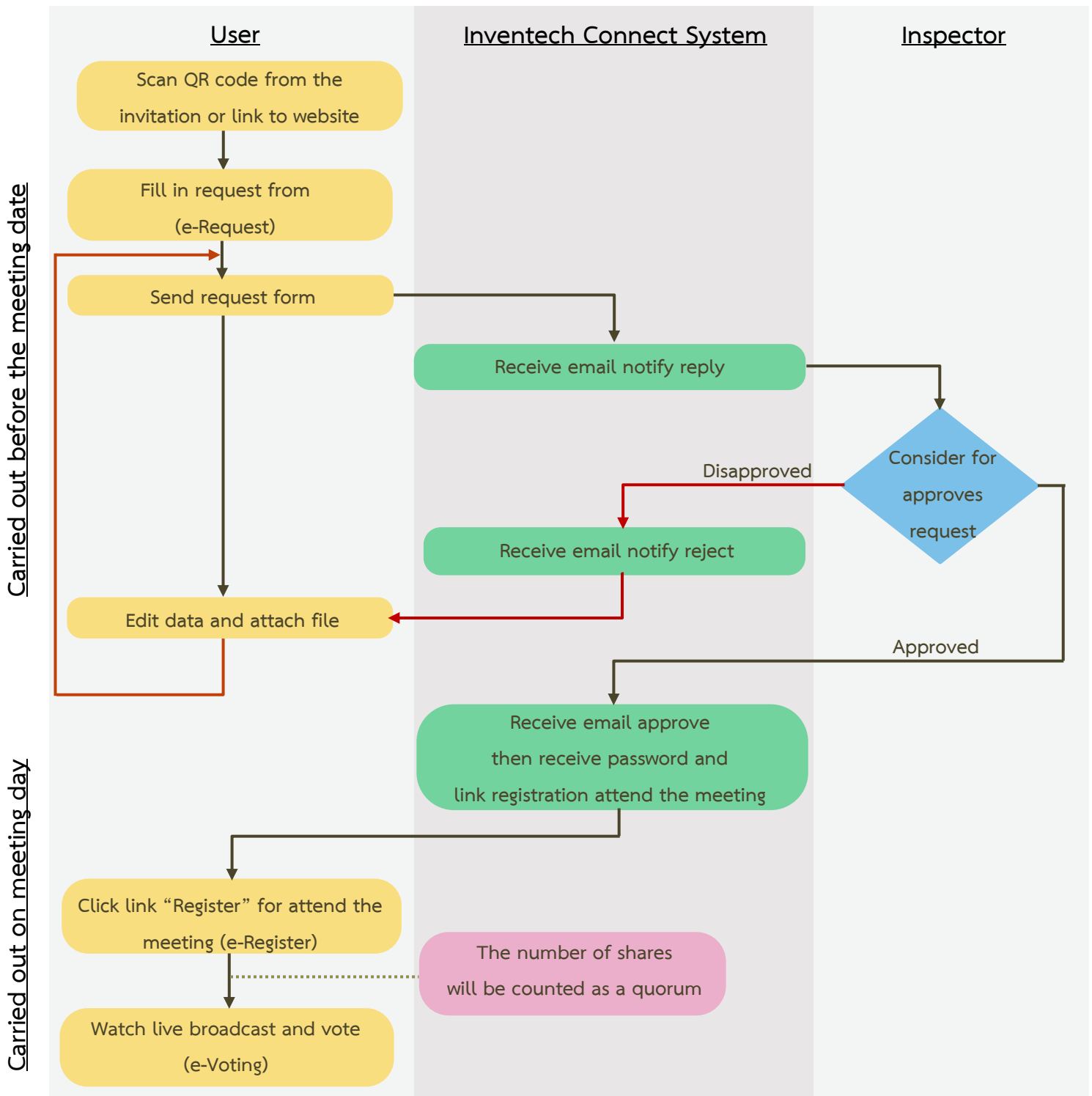


Video of using Inventech Connect

* Note Operation of the electronic conferencing system and Inventech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

1. Internet speed requirements
 - High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
 - High Quality Video: Must be have internet speed at 1.0 Mbps.
 - Standard Quality Video: Must be have internet speed at 0.5 Mbps.
2. Equipment requirements.
 - Smartphone/Tablet that use IOS or android OS.
 - PC/Laptop that use Windows or Mac OS.
3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge **** The system does not supported internet explorer.**

Guidelines for attending of Electronic Meeting



Condition of use

In case Merge account/change account

In case filing request multiple by using the same email and phone number, the systems will merge account or in case user has more than 1 account, you can click on "Change account" and the previous account will still count the base in the meeting.

In case Exit the meeting

Attendees can click on "Register to leave the quorum", the systems will be number of your shares out from the meeting base.

Annual Report Request Form

Dear shareholders,

For the 2024 Annual General Meeting of Shareholders, Thai Plaspac Public Company Limited has prepared the 2023 Annual Report, which is available in electronic format in Thai and English via the QR Code provided in Enclosure 2.

In case any shareholder wishes to receive a hard copy of the 2023 Annual Report, please provide your information in the space provided below and return this form 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, or contact us at ir@tpacpackaging.com or Tel. No. +66 (0) 2897-2250 ext. 179 and a hard copy of the 2023 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 2023 Annual Report (please check the box below):

- One copy of the 2023 Annual Report in Thai
- One copy of the 2023 Annual Report in English