

## Notification of the Annual General Meeting of Shareholders for Year 2024

On Thursday, 25<sup>th</sup> April 2024 at 01.30 p.m.,

The Company will hold the 2024 Electronic Annual General Meeting of Shareholders (E-AGM).

Registration via Application IR Plus AGM at 11.00 a.m..

The shareholders who cannot present at the E-AGM may assign the Company's independent directors to be their proxy and for joining and voting the Meeting according to the specified procedures.



50 Soi Ngamwongwan47, Intersection20, Ngamwongwan Road Thungsonghong Sub-district, Laksi District Bangkok 10210

No. STECH-IR005/2567

22<sup>nd</sup> March 2024

Re: Notification of the Annual General Meeting of Shareholders for Year 2024

To: The Shareholder

Siam Technic Concrete Public Company Limited

Enclosures: 1. 2023 Annual Report (in QR Code Format)

2. Profile of directors proposed for re-election

3. Proxy Form

4. Definition of independent director

5. information of independent directors authorized as a proxy

6. Documents for registration, Self-identification procedures, Manual for registration and meeting

7. The Company's Articles of Association, in respect of shareholders' meeting

8. QR Code Downloading procedures for the 2023 Annual Report

The Board of Directors of Siam Technic Concrete Public Company Limited resolved that the Annual General Meeting of Shareholders for Year 2024 will be held on Thursday, 25<sup>th</sup> April 2024 at 01.30 p.m., via E-AGM. The agenda of the Meeting is set out as follows:

#### Agenda 1 To acknowledge of the Company's performance of the year 2023 for the year ended 31 December 2023

The operating results of the Company for Year 2023 appear in the Annual

Report as submitted to the shareholders together with this notification. (as per enclosure no.1)

#### **Board of Directors' Opinion:**

It was considered appropriate to report the Company's operating results for Year 2023 to the AGM for acknowledgement.

#### **Voting Requirement:**

Notice for acknowledgment, there is no resolution for this agenda

#### Agenda 2 To consider and approve the audited consolidated financial statements for

#### the year ended 31 December 2023

The annual financial statements ended 31<sup>st</sup> December 2023 have been

reviewed by the Audit Committee and certified by the certified public accountant, as presented in the Annual Report (as per enclosure no.1) and submitted to the shareholders together with this notification.

#### **Board of Directors' Opinion:**

It was considered appropriate to propose to the AGM to consider and approve the annual financial statements ended 31<sup>st</sup> December 2023.



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#### **Voting Requirement:**

This agenda requires the majority of the total votes of the shareholders in attendance and eligible for voting.

## Agenda 3 To consider and approve the appropriation of profit as legal reserve and omission payment of dividend derived from operating results for the year ended 31 December 2023

The Company's net profit as per its annual financial statements ended 31<sup>st</sup> December 2023 was 124,645,861 Baht. Pursuant to Section 116 of the Public Limited Company Act B.E.2535 and Article 45 of the Company's Articles of Association, the Company is required to allocate not less than 5% of its annual net profit less the accumulated losses brought forward (if any) to a reserve fund until this fund attains an amount of not less than 10% of the registered capital.

Certify and approve to propose to the shareholder' meeting of the Company to consider and approve to set aside to a statutory reserve at least 5% of net profit of year 2023 from separate financial statements the total amount of 6,232,293 Baht.

The Company has a dividend payment policy as least 40% of its net profit on annual basis, after deduct all kind of legal reserved, except for cases when the Company needs more fund for business expansion or other significant activities.

The Board of Directors considers that considering the liquidity current economic conditions as well as business expansion plans Therefore, it is considered appropriate to omission payment of dividend in order to have liquidity and cash flow for operating the business and for investment.

#### Comparison of dividend payments is as follows;

ltem	2022	2023
1. Net Profit (Baht)	97,715,649	124,645,861
2. Number of shares (Shares)	725,000,000	725,000,000
3. Dividend per share (Baht per share)		
- Interim dividend (Baht per share)		
- Remaining dividend (Baht per share)	0.05	0.026
4. Total dividend amount (Baht)	36,247,170	18,849,987
5. Dividend Payout ratio (%)	37.31	13.81

#### **Board of Directors' Opinion:**

It was considered appropriate to propose to the shareholders' meeting to approve to set aside to a statutory reserve at least 5% of net profit of year 2023 from separate financial statements the total amount of 6,232,293 Baht. And to approve the omission payment of dividend.



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#### **Voting Requirement:**

This agenda requires the majority of the total votes of the shareholders in attendance and eligible for voting.

#### Agenda 4 To consider and approve the appointment of auditors, and their remuneration for the year 2024

Pursuant to Section 120 of the Public Limited Company Act B.E.2535 and Article 36 of the Company's Articles of Association, it is stipulated that the Annual General Meeting of Shareholders appoints the auditors and determines the audit fee on annual basis.

The Board of Directors and Audit Committee considered and deemed it appropriate to appoint Miss Suphaphorn Mangjit Certified Public Accountant No. 8125, or Mr. Apipong Leongnarktongdee Certified Public Accountant No. 12199, or Mr. Wirote Satjathamnukul Certified Public Accountant No. 5128 of DIA International Auditing Company Limited to be the auditors of the Company and its subsidiary for the year 2024. The audit fee for year 2024 was proposed at not exceeding Baht 2,090,000. For the Company and not exceeding Baht 410,000.- For its subsidiary. The above-mentioned auditors have full qualification, and charged a reasonable audit fee. The auditor fee was reasonable. The auditors have full qualifications in compliance with the rules of the Stock Exchange of Thailand.

#### **Board of Directors' Opinion:**

It was considered appropriate to propose to the AGM to consider and appoint Miss Suphaphorn Mangjit Certified Public Accountant No. 8125, or Mr. Apipong Leongnarktongdee Certified Public Accountant No. 12199, or Mr. Wirote Satjathamnukul Certified Public Accountant No. 5128 of DIA International Auditing Company Limited to be the auditors of the Company and its subsidiary for the year 2024. The auditors have full qualifications in compliance with the rule of the Stock Exchange of Thailand. The auditors have had no relation and/or conflict with the Company, its subsidiary, major shareholders or relevant person, in case those auditors cannot do their job, DIA International Auditing Company Limited shall provide substitute auditors with approval from the Board of Directors. The audit fee for year 2024 as follow;

Audit Fee	Year 2023 (Baht)	Year 2024 (Baht)
Siam Technic Concrete Plc.	2,350,000	2,090,000
(Subsidiary 10 Company)	410,000	
(Subsidiary 11 Company)		410,000
Non-Audit Fee	None	None



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#### Note:

- 1) Miss Suphaphorn Mangit has been proposed to be the auditor for the year 2019 2023 or 5 years in total.
- 2) Mr. Apipong Leongnarktongdee and Mr. Wirote Satjathamnukul Never been appointed as the company's auditor.

#### **Voting Requirement:**

This agenda requires the majority of the total votes of the shareholders in attendance and eligible for voting.

#### Agenda 5 To consider and approve the appointment of directors replacing those retire by rotation

Pursuant to Section 71 of the Public Limited Company Act B.E. 2535 and Article 17 of the Company's Articles of Association, it is stipulated that one-third of the directors shall retire by rotation upon the Shareholders' Annual General Meeting. The directors who retire during the first and the second year following the registration of the Company shall be drawn by lots. In every subsequent year, the directors who are in the position the longest to be retired. And the director who retire by rotation may be reappointed.

At this year 2024 Annual General Meeting of Shareholders, the following directors are due to retire by rotation:

(1) Mr. Songsak Piyawannarat Director / Member of the Nomination and Remuneration Committee /

Member of the Risk management Committee

(2) Ms.Piyaporn Mongkolsrisawat Director

(3) Mr.Than Siripokee Independence Director / Chairman of the Audit Committee / Chairman of the

Risk management Committee

Nomination and Remuneration Committee (excluding directors who have conflict of interest) considered that those three directors have the appropriate knowledge and experience which will be beneficial to the business operation of the Company, and those directors have knowledge and capacity and qualification complying with the Public Limited Companies Act B.E.2535 and have no prohibitions to be the Board of Directors under the Public Limited Companies Act B.E.2535 and the Securities and Exchange Commission Act. Profile of directors who are due to retire by rotation and have been proposed for reappointment as submitted to the shareholders together with this notification. (as per enclosure no.2) The Company proposes to the shareholders' meeting to reelect these three director who retired by rotation to hold office as directors of the Company for another term.

Moreover, The Company has provided an opportunity to shareholders to nominate qualified candidate(s) for the directorship during 16 October 2023 – 31 December 2023. However, there was no shareholders proposed nominated any individual for consideration.



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#### **Board of Directors' Opinion:**

After due consideration (Excluding directors who have conflict of interest) with the approval to the Board of Directors deem it appropriate to propose to the shareholders' meeting to approve the reappointment of the three directors to hold office as directors of the Company for another term

#### **Voting Requirement:**

This agenda requires the majority of the total votes of the shareholders in attendance and eligible for voting.

#### Agenda 6 To consider and approve the director's remuneration for the year 2024

The Company considered and determined the remuneration for directors based on the status of the Company and each director's duties and responsibilities in conformity with the market and industry norm. After due consideration, The Nomination and Remuneration Committee proposed the Board of Director to resume remuneration for the Directors and sub committee to be the same as previous year. Details of the director's remuneration for year 2024 as follows

(Unit:Baht/Person)

Position	2023		2024 (Propos	ed Year)
	Monthly	Meeting	Monthly	Meeting
	remuneration	allowance	remuneration	allowance
Chairman	25,000	10,000	25,000	10,000
Vice Chairman / Director	17,500	10,000	17,500	10,000
Chairman of the Audit Committee	10,000	10,000	10,000	10,000
Audit Committee	7,000	10,000	7,000	10,000
Chairman of the Nomination and	3,500	-	3,500	-
Remuneration Committee				
Nomination and Remuneration	-	-	-	-
Committee				
Chairman of the Risk	-	-	-	-
Management Committee				
Risk Management Committee	-	-	-	-
Other Remuneration :	None		None	



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#### **Board of Directors' Opinion:**

It was considered appropriate to propose to the AGM to consider and approve the remuneration of the Company's directors and sub committee for Year 2024 as started above.

#### **Voting Requirement:**

This agenda requires the majority of no less than two-thirds of the totals votes of the shareholders in attendance and eligible for voting.

#### Agenda 7 To acknowledge the change in purpose of using the Company's increased capital

With regards to the Initial Public Offering (IPO) of Siam Technic Concrete Public Company Limited ("the company"), the company sold 203.5 million newly issued shares at the price of THB 2.78 each during 13-16 July 2021, and registered the ordinary shares from capital increase listed to the Stock Exchange of Thailand on 23 July 2021. The Company has received total capital increase of THB 565.73 million baht. After deducting related expenses, the remaining proceeds are THB 550.32 million baht. The details regarding the objectives on the Utilization of Proceeds as amended:

Objective	Approximate amount	Estimated expenditure period
	(million Baht)	
1. Expansion of the prestressed concrete pile	298.00	
business		
- New factory construction project 2 <sup>nd</sup> Branch in	58.00	By the end of 2021
Chonburi province		
- Don phut Plant Capacity Expansion Project	45.00	By the end of 2022
- New factory construction project in Mukdahan	80.00	By the end of 2024
- Project for the purchase of concrete products	50.00	By the end of 2021
transport trucks		
- Anti-vibration press purchase project	65.00	By the end of 2021
2. Development of raw materials used in production	-	-
3. Repayment of short-term loans in the form of	220.00	By the end of 2021
promissory notes from financial institutions		
4. Working capital for the Company's operations	22.32	By the end of 2021
Total	550.32	

However, after the capital increase, the Company has been considered that the use of the Company's capital increase for the previous objectives and capital utilization plan may not be in accordance with the current economic realities, The Board of directors deems it appropriate to adjust the objective of using the increased capital to be in line with the current economic realities. By reducing investment for the construction of a new



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factory in Mukdahan province in accordance with the current economic situation and use the said amount to increase the working capital for the Company's operations as follows

Objective	Approximate amount	Estimated expenditure
	(million Baht)	period
1. Expansion of the prestressed concrete pile business	218.00	
- New factory construction project 2 <sup>nd</sup> Branch in	58.00	By the end of 2021
Chonburi province		
- Don phut Plant Capacity Expansion Project	45.00	By the end of 2022
- New factory construction project in Mukdahan	-	-
- Project for the purchase of concrete products	50.00	By the end of 2021
transport trucks		
- Anti-vibration press purchase project	65.00	By the end of 2021
2. Development of raw materials used in production	-	-
3. Repayment of short-term loans in the form of	220.00	By the end of 2021
promissory notes from financial institutions		
4. Working capital for the Company's operations	112.32	By the end of 2023
Total	550.32	

The aforementioned changes to the utilization of proceeds are considered rebalancing investment amounts or expense between objectives which have been disclosed in the Securities Offering Statement, which the Board of Directors have considered and deemed to be immaterial change to the objectives on the utilization of proceeds in accordance with the Notification of the Office of the Securities and Exchange Commission No. SorChor. 63/2561 Re. Change in Objectives of the Utilization of Proceeds under Securities Offering Statement and Draft Prospectus. The Company is able to change the objectives in the utilization of proceeds deemed immaterial following the Board of Directors' approval and will report such change to the next shareholders' meeting for acknowledgement.

#### **Board of Directors' Opinion:**

It was considered appropriate to report the change in purpose of using the Company's increased capital to the AGM for acknowledgement.

#### **Voting Requirement:**

Notice for acknowledgment, there is no resolution for this agenda



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Please be invited to join the E-AGM of 2024 On Thursday, 25<sup>th</sup> April 2024 at 01.30 p.m., at the specified time. The Company's registration will begin from 11.00 a.m. onwards through the IR PLUS AGM application.

The shareholders attending the E-AGM of 2024 must confirm their identity and register according to the specified procedures. (as per enclosures no.6). for use in verifying your identity. You can confirm your identity through Application IR Plus AGM immediately from the time you receive the meeting invitation letter until 25 April 2024 (please study the steps and Methods for holding the 2024 Annual General Meeting of Shareholders via electronic media (e-AGM) according to the manual appearing in Document No. 6)

The shareholders who would like to assign other persons (proxies) to attend the E-AGM of 2024 on their behalf. Please prepare the documents as specified. (as per enclosures no.6) and the proxy form together with the documents as per enclosures no. 3 Then, the shareholders or the proxies shall verify their electronically (E-AGM) through the IR PLUS AGM application immediately from the date of receiving the Notification of the Meeting to 25<sup>th</sup> April 2024

If you, as a shareholder, cannot attend the E-AGM of 2024, please assign the independent directors of the Company (as per enclosures no. 3) to be your proxies to attend the Meeting and vote on your behalf. Please submit the proxy form (as per enclosures no.3) with complete information together with the supporting document through the IR PLUS AGM application immediately from the date of receiving the Notification of the Meeting to 25<sup>th</sup> April 2024

Moreover, we would like to invite the shareholders to submit questions related to the meeting agenda items in advance of the Meeting via Email: puripat.ch@stec.co.th

The Record Date on which the recorded shareholders have the right to attend the Annual General Meeting of Shareholders for Year 2024 was 15<sup>th</sup> March 2024.

The Company provided an opportunity for shareholders to propose the agenda in advance since 16 October 2023 – 31 December 2023. However, none of shareholders proposed such agenda.

Sincerely Yours

(Mr. Weidt Nuchjalearn)

Chairman



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**Enclosure No.1** 

## 2023 Annual Report

(The QR Code of the report is enclosed with the Notice of the 2024

Annual General Meeting of Shareholders)





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Enclosure No.2

#### Profile of directors proposed for re-election



Name-Surname	Mr. Songsak Piyawannarat
Age	54 Years
Position	Deputy Chief Executive Officer, Director, Authorized
	Director, Executive Director , Member of the Risk
	Management Committee, Member of Nomination and
	Remuneration Committee
Date of appointment	24 June 2019 (The Date the Company convert into a public limited
	company.)
No. of years to be Dire	ector 5 years

Percent of shares held in the Company including the number of shares held by spouse and minor children

200,000 shares, as of 31 December 2023 % of total shares 0.03 %

#### Education

- Bachelor Degree in Applied Statistics, Major in Business Administration Faculty of Commerce and Accountancy Chulalongkorn University
- Master Degree in Business Administration, Major in Marketing Management, Thammasat University

#### **Training**

- Director Accreditation Program (DAP 161/2019) (IOD)
- Top Executive program for creative & amazing thai services Class No. 1 2018 University of the Thai Chamber of Commerce and Board of Trade of Thailand
- Corporate Governance for Executive No.9/2017
- The Sales Master Class No.1
- Tata Business Excellency Model (TBEM) in India by Tata Steel
- Leadership Program by Gallup Inc with Tata Steel India
- Executive Coaching Program

#### Work Experience during the past 5 years

2016 - Present Director / Executive Director / Member of the Risk Management Committee / Member of Nomination



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	and Remuneration Committee	Siam Technic Concrete Plc	
2013 - 2016	Vice President - Marketing and Sales,	Tata Steel (Thailand) Co., Ltd.	
2012 - 2013	Vice President – Project,	TSN Wires Co., Ltd. (A Joint Venture with Japanese Company)	
		Tata Steel Group	
2004 - 2011	Domestic Sales Manager and Project Manager - New Business Expansion,		
		The Siam Industrial Co., Ltd. Tata Steel Group	

#### Positions in Listed Companies

- None -

#### Positions in Non-Listed Companies

2021 - Present	Director	Siam Technic Power Co.,Ltd.
2021 - Present	Director	Siam Technic Micropile Co., Ltd.
2021 - Present	Director	Siam Technic Concrete (Sukhothai) Co.,Ltd.
2021 - Present	Director	Siam Technic Concrete (Buriram) Co.,Ltd.
2021 - Present	Director	Siam Technic Concrete (Ubon Ratchathani) Co.,Ltd.
2021 - Present	Director	Siam Technic Concrete (Khon Kaen) Co.,Ltd.
2021 - Present	Director	Siam Technic Concrete (Lamphun) Co., Ltd.
2021 - Present	Director	Siam Technic Concrete (Nakhon Ratchasima) Co.,Ltd.
2021 - Present	Director	Siam Technic Concrete (Saraburi) Co.,Ltd.
2022 - Present	Director	Siam Steel Wire Co.,Ltd.
2023 - Present	Director	Siam Steel Wire Trading Co.,Ltd

#### Other that may cause conflict of interests

- None -

#### Meeting attendance in year 2023

Board of Directors	4/4
Executive Committee	12/12
Annual General Meeting	1/1
Nomination and Remuneration Committee	1/1
Risk Management Committee	1/1



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Name-Surname	Miss Piyaporn Mongkolsrisawat
Age	46 years
Position	Managing Director Management / Director
Date of appointment	24 June 2019 (The Date the Company convert into a public
	limited company.)
No. of years to be Dire	ector 5 years

#### Percent of shares held in the Company including the number of shares held by spouse and minor children

2,833,510 shares, as of 31 December 2023

% of total shares

0.39 %

#### Education

- Bachelor of Engineering (Civil Engineering), Khon Kaen University
- Master of Business Administration Program in Marketing, Kasetsart University

#### **Training**

- Director Accreditation Program (DAP 120/2015)
- IPO Focus (Advance), The Stock Exchange of Thailand.
- Fly ash situation and the use of concrete: Benefits, Problems and Management from the past to the future, Electricity Generating Authority of Thailand.
- Real Estate Executive Development Program, Mini Master of Real Estate at Thammasat Business School No.21, Thammasat University, Thammasat Business School
- Professional design techniques of concrete piles and prestressed concrete slab, The Association of Thai Concrete
   Product Industry.
- Entrepreneurs Development Program (EDP) No.135 of Department of Industrial Promotion

#### Work Experience during the past 5 years

2003 - Present Managing Director Management

Siam Technic Concrete Plc.

#### Positions in Listed Companies

-None-



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#### Positions in Non-Listed Companies

2013 – Present Director Ruam Chai Kij Co.,Ltd.

2021 - Present Director Siam Technic Power Co.,Ltd.

2021 - Present Director Siam Technic Micropile Co.,Ltd.

2021 - Present Director Siam Technic Concrete (Sukhothai) Co.,Ltd.

2021 - Present Director Siam Technic Concrete (Buriram) Co.,Ltd.

2021 - Present Director Siam Technic Concrete (Ubon Ratchathani) Co.,Ltd.

2021 - Present Director Siam Technic Concrete (Khon Kaen) Co.,Ltd.

2021 - Present Director Siam Technic Concrete (Lamphun) Co., Ltd.

2021 - Present Director Siam Technic Concrete (Nakhon Ratchasima) Co.,Ltd.

2021 – Present Director Siam Technic Concrete (Saraburi) Co.,Ltd.

2022 - Present Director Siam Steel Wire Co.,Ltd.

2023 - Present Director Siam Steel Wire Trading Co.,Ltd

#### Other that may cause conflict of interests

- None -

#### Meeting attendance in year 2023

Board of Directors

• Executive Committee 11/12

Annual General Meeting
 1/1



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Name-Surname	Mr.Th	an Siripokee
Age	64 Yea	rs
Position	Chairman of Audit Committee, Chairman of Risk	
	Manage	ement, Independent Director
Date of appointment		31 March 2020
No. of years to be Dire	ector	4 years

#### Percent of shares held in the Company including the number of shares held by spouse and minor children

1,000,000 shares, as of 31 December 2023

% of total shares

0.14 %

#### Education

- Master in Management Asian Institute of Management
- Master of Housing Development(MH.D) Chulalongkorn University
- Bachelor of Accountancy (B.Acc.) Chulalongkorn University

#### **Training**

- Director Accreditation Program (DAP 170/2020)
- Introduction to Compassionate Systems Framework in School, USA 2019
- Capital Market Academy, Leadership Program (Class27) 2018
- Study Tour on MSME Development Programs and Policies of Taiwan 2017
- CSR, Sustainability & Corporate Social Innovation Summit 2016
- Microfinance Appreciation Couse (Philippines)
- Institute of Metropolitan Development ( MAHANAKORN 4)
- Executive Energy Program (EEP 1)
- Thai Intelligent InvestorsProgram (TIIP 4)
- Diploma, National Defence College, The Joint State-Private Sector Course Class 23
- Pacific Rim Bankers Program (University of Washington)



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#### Work Experience during the past 5 years

2020 - Present Independent Director Siam Technic Concrete PCL.

2009 - Present Executive Vice President, Banking Bangkok Bank Pcl.

2018 - 2020 Chairman of Audit Committee The Cube Real Property Co.,Ltd.

2017 - 2020 Director Chu Kai Plc.

2020 – 2022 Independent Director The Practical Solution Pcl.

#### Positions in Listed Companies

2023 - Present Independent Director, Chairman of The Audit Committee. Chai Watana Tannery Group PCL.

2022 - Present Independent Director, Chairman of The Audit Committee Britania PCL.

#### Positions in Non-Listed Companies

2019 – Present Director Toyota Leasing (Thailand) Co.,Ltd.

#### Other that may cause conflict of interests

- None -

#### Meeting attendance in year 2023

•	Board of Directors	4/	4

Nomination and Remuneration Committee
 5/5

■ Annual General Meeting 1/1

• Risk Management Committee 1/1



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Stamp Duty	
Baht 20	

Enclosure No. 3

#### PROXY FROM B

			Made at	
		Date	Month	Year
		Nationality		
	Sub-district	Province	Zi	p Code
2. As a Shareho	older of Siam Technic C	oncrete Public Company Lim	ited, holding a total numbe	er
of	shares and	having total voting right of		votes as follows :
Ordinary Share	shares and	d have the rights to vote equ	al to	vote
Preference Share	shares and	I have the rights to vote equa	al to	vote
3. Hereby appo	pint			
Independent Director	1) □ Mr.Weidt Nuchj	alearn Age 71 years 96 Chand	drakhamphitak Road Sanam	Chan Subdistrict Mueang
	Nakhon Pathom Distr	ict, Nakhon Pathom Province	73000 or	
	2) □ Mr.Sukhun Pror	nmayon Age 61 years 1095 S	oi Ladplaow 71, Saphan So	ng Subdistrict, Wang Thong
	Lang District Bangkok	10310 or		
Other Person	3)	Age	eyears residing at N	lo
	Street	Sub-district	Province	or
	4)	Age	years residing at N	lo
	Street	Sub-district	Province	Or

To be my/our proxy to attend and vote on my/our behalf at the Shareholders' Annual General Meeting for Year 2024 to be held on Thursday, 25<sup>th</sup> April 2024 at 01.30 p.m., via e-AGM broadcasting from the Company's Meeting Room, 50 Soi Ngamwongwan47, Intersection20, Ngamwongwan Road Thungsonghong Sub-district, Laksi District Bangkok 10210 or at any adjournment thereof to any other day, time and venue.

4. In this meeting, I/We hereby appoint my/our Proxy to vote as follows:

Agenda 1 To acknowledge of the Company's performance of the year 2023 for the year ended 31 December 2023



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<u>Ag</u>	enda 2		consider and cember 2023		the audited	l cor	nsolidate	ed financial statements for the year ended 31
	(A) Auth	norizing t	he Proxy to v	ote in ever	y agenda at h	is/he	r own di	scretion.
	(B) The	proxy sh	all vote in ac	cordance v	vith my/our in	struc	tion as r	marked ( x ) in the selected
	age	ndas he	rein:					
		Approv	e	□ Disapp	orove		Abstain	
<u>Ag</u>	enda 3	То	consider and	d approve	the appropri	atior	of prof	fit as legal reserve and omission payment of
		div	idend derive	d from op	erating resul	ts fo	r the yea	ar ended 31 December 2023
	(A) Auth	norizing t	he Proxy to v	ote in ever	y agenda at h	is/he	r own di	scretion.
		proxy sh ndas he		cordance v	vith my/our in	struc	tion as r	marked ( x ) in the selected
		Approv	e	□ Disapp	orove		Abstain	
<u>Ag</u>	enda 4	То	consider and	d approve	the appointr	nent	of audi	tors, and their remuneration for the year 2024
	(A) Auth	norizing t	he Proxy to v	ote in ever	y agenda at h	is/he	r own di	scretion.
	(B) The	proxy sh	all vote in ac	cordance v	vith my/our in	struc	tion as r	marked ( $x$ ) in the selected
	age	ndas he	rein:					
		Approv	e	□ Disapp	orove		Abstain	
Ag	enda 5	То	consider and	d approve	the appointr	nent	of direc	ctors replacing those retire by rotation
	(A) Auth	orizing t	he Proxy to v	ote in ever	y agenda at h	is/he	r own di	scretion.
	(B) The	proxy sh	all vote in ac	cordance v	vith my/our in	struc	tion as r	marked ( $x$ ) in the selected
	age	ndas he	rein:					
		Election	of all membe	ers of the Bo	oard of Directo	ors		
			Approve		Disapprove			Abstain
		Election	of each mem	ber of the	Board of Direc	tors		
		1. /	Mr.Songsak Piy	/awannarat				
			Approve		Disapprove			Abstain
		2. 1	Ms.Piyaporn M	1ongkolsrisa	awat			
			Approve		Disapprove			Abstain
		3. 1	Mr.Than Siripo	kee				
			Approve		Disapprove			Abstain



50 Soi Ngamwongwan47, Intersection20, Ngamwongwan Road Thungsonghong Sub-district, Laksi District Bangkok 10210

<u>Agenda 6</u>			To consider and approve the director's remuneration for the year 2024										
		(A) Au	thoriz	ing the P	roxy to v	ote i	n every age	enda at h	is/he	r own di	scretio	on.	
		(B) The	e prox	ky shall v	ote in ac	cord	ance with r	my/our in	struc	tion as r	narke	ed ( x ) in the selected	
		ag	genda	s herein:									
			l App	orove			Disapprove	<u> </u>		Abstain			
	Age	enda 7		To ackr	nowledg	e the	e change ir	purpos	e of	using th	e Cor	mpany's increased	
				capital									
	Age	enda 8		To con	sider oth	ner n	natters (if a	any)					
	_						in every age	•	is/he	r own di:	scretio	on.	
				_								ed ( x ) in the selected	
				s herein:				<i>y.</i>					
			l App				Disapprove	<u>!</u>		Abstain			
	_	٨					,						
voting			_							truction	speci	ified in this Proxy shall be deemed that suc	n
voting i					_	-	us as the sh			to or cu	ch inc	struction is ambiguous, or in case this meetin	
has to												as well as there is any change of any fact, i	
				-			y vote at hi	_			ilelli, i	as well as there is any change of any fact, i	11
Sucirca			•				•				ith m	ny/our instruction any act undertaken by th	Δ
provy ir							our own ac				/1(11 11	ly/our instruction any act undertaken by th	E
ргоху п	i tilis	meeu	118 2116	all be de	errieu as	11197	our own ac	.(3) 111 E	ery i	especi.			
					Signed					Gran	tor		
					(							)	
					Signed .					Prox	У		
					(							)	
					Signed .					Witn	iess		
					(							1	

#### **Notice**

- 1. A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the votes on my/our behalf and the number of shares held by such a shareholder may not be split for more than one proxy in order to separate the votes.
- 2. Either all or each of the members of the Board of Directors may be appointed in the agenda of appointment and election of the directors.
- 3. If the matters to be considered are more than those specified above, the grantor may apply the Annex to Proxy Form 2 as attached.



50 Soi Ngamwongwan47, Intersection20, Ngamwongwan Road Thungsonghong Sub-district, Laksi District Bangkok 10210

#### Annex to Proxy Form B

Proxy of the Shareholder of Siam Technic Concrete Public Company Limited

For the Shareholders' Annual General Meeting for Year 2024 to be held on Thursday, 25<sup>th</sup> April 2024 at 01.30 p.m., via e-AGM broadcasting from the Company's Meeting Room, 50 Soi Ngamwongwan47, Intersection20, Ngamwongwan Road Thungsonghong Sub-district, Laksi District Bangkok 10210 or at any adjournment thereof to any other day, time and venue

Agonda		Subject					
Agerida.					Disapprove Share		
Agenda.		Subject		•••••			
		Approve	Shares		Disapprove Share	s 🗆	Abstain Shares
Agenda.		Subject		•••••			
		Approve	Shares		Disapprove Share	s 🗆	Abstain Shares
I hereby	' cer	tify that all details i	n this Anne	ex to	o Proxy Form No.2 are true a	nd co	rrect in every respect.
			Signed			Grant	tor
			(				)
			Signed .			Proxy	ý
			(				)
			Signed .			Witn	ess
			(				)



50 Soi Ngamwongwan47, Intersection20, Ngamwongwan Road Thungsonghong Sub-district, Laksi District Bangkok 10210

Stamp Duty Baht 20

#### PROXY FROM C

(Specifically for a foreign shareholder for which a custodian in Thailand is appointed)

	Made at								
			Date	Month	Year				
1. I / We				Residii	ng at No				
Street	Sub-distr	rict	Province	Zip Code .	as a custodian				
of	as a Sha	areholders of Siam <sup>-</sup>	Гесhnic Concrete F	Public Company Limited	d, holding a total number				
of	shares a	and having total vot	ing right of		votes as follows :				
Ordinary Share	sha	ares and have the ri	ghts to vote equal	tovoto	e				
Preference Sha	aresha	ares and have the ri	ghts to vote equal	tovot	e				
2. Hereby appo	oint								
Independent Director	1) □ Mr.Weidt N	Nuchjalearn Age 71	years 96 Chandrak	hamphitak Road Sanam	n Chan				
	Subdistrict Muea	ang Nakhon Pathom	District, Nakhon Pa	athom Province 73000	or				
	2) □ Mr.Sukhur	n Prommayon Age 6	0 years Soi Ladpla	ow 71, Saphan Song Su	bdistrict, Wang Thong Lang				
	District Bangkok	10310 or							
Other Person	3)		Age	years residing at N	No				
	Street	Sub-distr	ict	Province	or				
	4)		Age	years residing at N	10				
	Street	Sub-distr	ict	Province	or				
To be my/our	proxy to attend an	nd vote on my/our b	pehalf at the Share	holders' Annual Genera	al Meeting for Year 2024 to				
be held on Thursday,	25 <sup>th</sup> April 2024 a	at 01.30 p.m., via	e-AGM broadcast	ing from the Company	y's Meeting Room, 50 Soi				
Ngamwongwan47, Inte	ersection20, Ngam	nwongwan Road Th	ungsonghong Sub-	district, Laksi District B	angkok 10210 or at any				
adjournment thereof to	any other day, tir	me and venue.							
3. I / We hereb	y authorize the Pr	oxy to attend and v	ote on my/our be	half in this meeting as t	follows:				
□ to vote ba	sed on the total n	umber of shares he	ld by me/us to wh	ich I/we am/are entitle	ed				
$\Box$ to split the	votes : shares in t	the amount of	shares with	the number of votes	for which				
I/we am/are	e entitled to cast i	s vote	!S						



50 Soi Ngamwongwan47, Intersection20, Ngamwongwan Road Thungsonghong Sub-district, Laksi District Bangkok 10210

4. In this meeting, I/We hereby appoint my/our Proxy to vote as follows: Agenda 1 To acknowledge of the Company's performance of the year 2022 for the year ended 31 December 2023 <u>Agenda 2</u> To consider and approve the audited consolidated financial statements for the year ended 31 December 2023 ☐ (A) Authorizing the Proxy to vote in every agenda at his/her own discretion.  $\square$  (B) The proxy shall vote in accordance with my/our instruction as marked (x) in the selected agendas herein: ☐ Approve □ Disapprove ☐ Abstain Agenda 3 To consider and approve the appropriation of profit as legal reserve and omission payment of dividend derived from operating results for the year ended 31 December 2023 ☐ (A) Authorizing the Proxy to vote in every agenda at his/her own discretion. ☐ (B) The proxy shall vote in accordance with my/our instruction as marked (x) in the selected agendas herein: ☐ Approve ☐ Abstain ☐ Disapprove To consider and approve the appointment of auditors, and their remuneration for the year 2024 Agenda 4 ☐ (A) Authorizing the Proxy to vote in every agenda at his/her own discretion.  $\Box$  (B) The proxy shall vote in accordance with my/our instruction as marked (x) in the selected agendas herein: ☐ Approve ☐ Disapprove ☐ Abstain To consider and approve the appointment of directors replacing those retire by rotation Agenda 5 ☐ (A) Authorizing the Proxy to vote in every agenda at his/her own discretion.  $\square$  (B) The proxy shall vote in accordance with my/our instruction as marked ( x ) in the selected agendas herein: ☐ Election of all members of the Board of Directors ☐ Approve ☐ Disapprove ☐ Abstain



#### Siam Technic Concrete Public Company Limited

50 Soi Ngamwongwan47, Intersection20, Ngamwongwan Road Thungsonghong Sub-district, Laksi District Bangkok 10210

			☐ Election of eac	ch member	of the Board	of Dir	ectors	
			1. Mr.Weidt Nuch	jalearn				
			□ Approve		Disapprove			Abstain
			2. Mr.Sopon Kam	pakdee				
			□ Approve		Disapprove			Abstain
			3. Mr.Jadskorn Mo	ongkolsrisav	wad			
			□ Approve		Disapprove			Abstain
	<u>Age</u>	nda 6	To consider and	approve t	he director's	s remu	ınerati	ion for the year 2024
		(A) Authoriz	zing the Proxy to vo	te in every	agenda at hi	s/her o	own dis	scretion.
		(B) The pro	xy shall vote in acc	ordance w	ith my/our in:	structio	on as n	narked ( x ) in the selected
		agenda	as herein:					
		□ Ар	prove	□ Disapp	rove	$\Box$ A	bstain	
	Age	nda 7	To acknowledge	the chang	e in purpose	of us	ing th	e Company's increased
	7.55	<u> </u>	capital	the ending	c iii pai pose	. O. a.	,,,,,	e company sincreased
			capitat					
	<u>Age</u>	nda 8	To consider other	er matters	(if any)			
		(A) Authoriz	zing the Proxy to vo	te in every	agenda at hi	s/her o	own dis	scretion.
		(B) The pro	xy shall vote in acc	ordance w	ith my/our in:	structio	on as n	narked ( x ) in the selected
		agenda	as herein:					
		□ Ар	prove	□ Disapp	rove		bstain	
	5	Any voting i	n any agenda whicl	n is inconsi	stent with the	e instri	uction	specified in this Proxy shall be deemed that such
voting is	s inc	orrect and s	hall not be voting I	oy us as th	e shareholde	r.		
	6. Ir	case I/we I	nave not stated my,	our instruc	ction of how t	o vote	, or su	ch instruction is ambiguous, or in case this meeting
has to d	onsi	der or appr	ove any other matt	er other th	an the agenc	das sta	ted he	rein, as well as there is any change of any fact, in
such ca	ses t	he Proxy sh	all be entitled to fr	eely vote a	at his/her ow	n discr	etion.	
	Exc	ept for any	voting undertaken	by the pro	xy which is ir	nconsis	tent w	ith my/our instruction any act undertaken by the
proxy in	this	meeting sh	all be deemed as r	my/our ow	n act (s) in ev	ery res	spect.	

Signed...... Grantor



50 Soi Ngamwongwan47, Intersection20, Ngamwongwan Road Thungsonghong Sub-district, Laksi District Bangkok 10210

(	)
Signed Proxy	)
Signed Witness	,

#### **Notice**

- 1. This Proxy Form C is applicable only to shareholder whose name appears in the shareholder registration book as a foreign investor and a custodian in Thailand is appointed therefore.
- 2. Evidence of documents required to be attached to the proxy form are:
- 2.1 a Power of Attorney executed by the shareholder authorizing the custodian to execute the proxy form on behalf of such shareholder; and
  - 2.2 a letter confirming that the person executing the proxy form has obtained a license for being a custodian.
- 3. A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the votes on my/our behalf and the number of shares held by such a shareholder may not be split for more than one proxy in order to separate the votes.
- 4. Either all or each of the members of the Board of Directors may be appointed in the agenda of appointment and election of the directors.
- 5. If the matters to be considered are more than those specified above, the grantor may apply the Annex to Proxy Form C as attached



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#### Annex to Proxy Form C

Proxy of the Shareholder of Siam Technic Concrete Public Company Limited

For the Shareholders' Annual General Meeting for Year 2024 to be held on Thursday, 25<sup>th</sup> April 2024 at 01.30 p.m., via e-AGM broadcasting from the Company's Meeting Room, 50 Soi Ngamwongwan47, Intersection20, Ngamwongwan Road Thungsonghong Sub-district, Laksi District Bangkok 10210 or at any adjournment thereof to any other day, time and venue

Agonda	Subject						
Agerida	Approve						Shares
Agenda	Subject Approve						Shares
Agenda	Subject						Shares
I hereby	tify that all detai						
		Signed.	 	(	Granto	or )	
		Signed (	 		Proxy	)	
		_				ss )	



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Enclosure No. 4

#### Definition of Independent Director of the Company

An independent director must hold a non-executive position and be independent of management and shareholders with controlling power. An independent director must be a person who has no business relationship with the Company in such a way that restricts the expression of independent opinions and must meet the qualifications specified in the Capital Market Supervisory Board's Notification. These qualifications include the following:

- (1) An independent director must not hold more than 1% of the total number of voting shares in the Company, its parent company, subsidiary companies, associated companies, major shareholder, or controlling person, including the shares held by related persons of that independent director.
- (2) An independent director must not be or has been a director who participates in management, an employee, a consultant who receives a regular salary, or a controlling person of the Company, parent company, subsidiary company, associated company, subsidiary of the same level, major shareholder, or of the Company's controlling person, unless the aforementioned characteristics have been terminated for at least two years prior to the date of appointment as an independent director. However, such prohibited characteristics do not apply in the case of an independent director who was previously a government official or government sector consultant and is now a major shareholder or the person with the power to control the Company.
- (3) An independent director must not be a person with whom the applicant or a subsidiary has a blood or legal relationship in the form of father, mother, spouse, siblings, or children, including the spouses of the children of other directors, executives, or major shareholder, controlling person, or a person who will be nominated to be a director, executive, or person with the power to control the applicant or a subsidiary.
- (4) An independent director must not have or have a business relationship with the Company, parent company, subsidiary company, associated company, major shareholder, or person with the power to control the Company that would impede the exercise of one's independent judgment, including not being or having been a significant shareholder or controlling person of a person with a business relationship with the Company, parent company, subsidiary company, associated company, major shareholder, or person with the power to control the Company unless the foregoing relationship has been terminated for not less than 2 years prior to the date of being appointed as an independent director.

For business relationships described in the first paragraph, including normal trading transactions for the purpose of conducting business, renting or renting out real estate, transactions involving assets or services, providing or receiving financial assistance through the acceptance or provision of loans, guarantees, or the provision of assets as collateral for liabilities, and other similar behaviors that result in the Company or the counterparty having debt obligations to the other party of three percent of the Company's net tangible assets or of 20 million Baht or more or whichever amount is lower, however, the method for calculating such indebtedness shall be in accordance with the method for



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calculating the value of connected transactions set forth in the Capital Market Supervisory Board's Notification on Rules for Connected Transactions, except that when calculating such debt burden, debt obligations incurred during the preceding one year prior to the date of the business relationship with the same person shall be included.

- (5) An independent director must not be or have been an auditor of the Company, its parent company, subsidiary company, associated company, major shareholder, person with control authority over the Company, or juristic person who may have conflicts of interest, and must not be a significant shareholder, controlling person, or managing partner of the audit company that serves as the Company's auditor, parent company, subsidiary company, associated company, or person with controlling power, unless the foregoing relationship has been terminated for not less than 2 years prior to the date of being appointed as an independent director.
- (6) An independent director must not be or have been a professional service provider of any kind, including acting as a legal or financial advisor, who receives service fees in excess of 2 million Baht per year from the Company, its parent company, subsidiary company, associated company, major shareholder, or controlling person, and is not a significant shareholder, controlling person, or partner of that professional service provider, unless the aforementioned characteristics have been vacated for not less than 2 years prior to the date of being appointed as an independent director.
- (7) An independent director must not be a director who has been appointed as a representative of the Company's directors, major shareholders, or shareholders who are related to major shareholders.
- (8) An independent director must not operate a business that is a significant competitor of the Company or a subsidiary, be a significant partner in a partnership, be a director who participates in management, be an employee, a consultant who receives a regular salary, or own more than 1.00 percent of the total number of shares with voting rights of other companies that operate businesses that are in a significant competition with the Company or a subsidiary.
- (9) An independent director must not possess any other traits that would preclude him or her from expressing independent judgments on the Company's operations.
- (10) The Audit Committee must be an independent director of the Company according to the qualifications prescribed by the Securities and Exchange Commission. ("SEC")
- (11) Following appointment as an independent director with the characteristics listed in 1)–9), the independent director shall be assigned by the Board of Directors to decide on the operation of the Company, subsidiary, associated company, subsidiary of the same level, juristic person with potential conflicts of interest, major shareholder or controlling person of the Company with a decision in the form of a collective decision.



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**Enclosure No.5** 

#### Information of independent directors authorized as a proxy



#### 1. Mr.Weidt Nuchjalearn

Age (Year) 71

**Position** Chairman of the Board of Directors, Member of the

Audit Committee, Independent Director

Address 96 Chandrakhamphitak Road Sanam Chan Subdistrict Mueang

Nakhon Pathom District, Nakhon Pathom Province 73000

Percent of shares held in the Company including the number of shares held by spouse and minor children

500,000 shares, as of 31 December 2023 % of total shares 0.07 %

Interest in considering each agenda

-None -



#### 2. Mr. Sukhun Prommayon

Age (Year) 61

Position Independent Director / Member of Audit Committee /

Chairman of Nomination and Remuneration Committee

Address 1095 Soi Ladprao 71 Sapansong Sub-district,

Wang Thong Lang District, Bangkok 10310

Percent of shares held in the Company including the number of shares held by spouse and minor children

1,000,000 shares, as of 31 December 2023 % of total shares 0.14 %

Interest in considering each agenda

-None -



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**Enclosure No.6** 

#### Documents for registration, Self-identification procedures,

#### Manual for registration and meeting through the application IR PLUS AGM, and voting method

- 1. Evidence of identification
  - Natural person
  - (1) For the Shareholders who wish to attend the meeting through electronic means by yourself:
    - Notification of Meeting (with barcode)
    - Copy of your identification card, or government official identification card or driving license, or passport which not expired.
  - (2) If you wish to appoint a proxy holder to attend and vote at the meeting through electronic means on your behalf Notification of Meeting (with barcode)
    - Completed and duly executed proxy with the grantor's and proxy holder's signature.
    - Certified true copy of the grantor's identification which not expired such as identification card, or government official identification card or driving license, or passport.
    - Certified true copy of the Proxy holder's identification which not expired such as identification card, or government official identification card or driving license, or passport.
  - Juristic person
  - (1) In case a juristic person wish to have its authorized director attended the meeting on behalf of it through electronic means:
    - Notification of Meeting (with barcode)
    - Certified true copy of the company's affidavit or Certification Document specifying the authorization of the authorized director.
    - Original of the director's identification such as identification card, or government official identification card or driving license, or passport which not expired.
  - (2) In case a juristic person wish to appoint a person to attend and vote through electronic means:
    - Notification of Meeting (with barcode)
    - Completed and duly executed proxy with the grantor's authorized directors' signature and proxy holder's signature.
    - Certified true copy of the grantor's identification such as the company's affidavit, the Certification Document showing that persons who sign in a proxy are authorized directors.



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- Proxy holder's identification such as identification card, or government official identification card or driving license, or passport which not expired.
- 2. Voting Method
- (1) 1 share is entitled to 1 vote.
- (2) Shareholders and proxy holders under proxy Form A or B may not split votes in each agenda.
- (3) Custodians who are appointed by foreign investors may spilt votes under proxy Form C.
- (4) Shareholders may cast their vote to approve, disapprove, or abstain from voting.
- (5) In each agenda item, the Chairman of the shareholders meeting will request the shareholders to vote. In order to save time of the overall shareholders, the shareholders who "approve" shall not take any action through voting system, while the shareholders who "object" or "abstain" shall confirm their intention through voting system except in the proxy case that the grantor specified the voting in the proxy, the Company would count the voting according to such proxy at the registration time. For vote counting, the Company would deduct the votes, which are "objection" or "abstention" from the total votes. The remaining votes will be deemed as "approve".
- (6) In case the Shareholders or proxies attend the Meeting after completion of voting in any of the agenda items, the Shareholders or proxies have a right to vote only in the next agenda item(s) for which the voting system is still open. For fairness and transparency, when the voting system is closed, the Company cannot amend any information in the voting system.



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3. Self-identification procedures, Manual for registration and meeting



#### IR PLUS AGM

#### Electronic-Annual General Meeting (E-AGM)

1. Download and Install application "IR PLUS AGM"

From App Store (Support since iOS 14.5) and Google Play Store (Support since Android 8)



to the shareholder's meeting.



เดร 145 ขึ้นไป



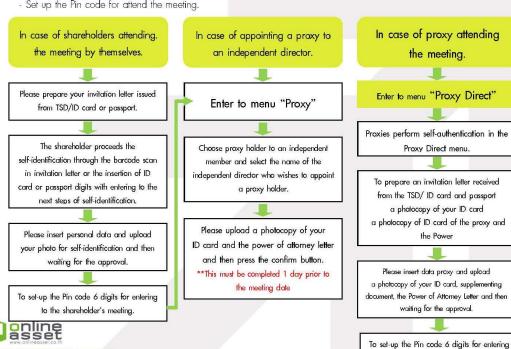
Android 8.0 ขึ้นไป



"webagm.irplus.in.th"

Or attend the meeting via the Web App "webagm.irplus.in.th" on Google without an application or program installed.

- 2. Identity verification process (KYC)
  - Select the company you want to attend the meeting. And select the status of the user, then Login to access the system with the ID card number of the shareholders.
  - Please insert personal data, upload your photo of the ID card, and then take a photograph of the shareholder holding the ID card for identity verification.
  - Fill up the OTP received from the system via selected channels (text/e-mail)
  - The system will notify the result of identity verification (KYC) as "Approve" or "Disapprove" In case of Disapprove, the shareholder must proceed with the KYC procedure again.
  - Set up the Pin code for attend the meeting.



ONLINE ASSET COMPANY LIMITED

466 Ratchadapisek Rd., Samsen-Nok, Huay Kwang, Bangkok 10310 THAILAND Tel: +662 022 6200 Fax: +662 022 6255

www.efinancethai.com www.onlineasset.co.th



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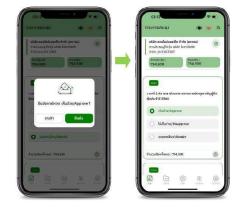


#### How to vote.

The system will Default vote "Agree" on every agenda that can change the vote result "Disagree" or "Abstain" Then press the bottom confirms to confirm. The system Will change the voting result immediately. As shown in the picture.

#### 3. Asking question, Text format and VDO Call format





- In case, Asking questions via VDO Call Click for that shown on your screen, then type the question. Then wait for the staff will get back to you.
- 1 In case, Asking questions via Text Click 10 that shown in every agenda to send questions to be asked in that agenda. You can ask a question in the system at any time until the agenda is closed.

#### 4. Other Menu

- ( ): Document

- (D): Media or VDO Presentation

- Proxy \*Incase Provide proxy to independent directors only. This must be completed 1 day prior the meeting date

- (2) : Profile

- Log out \*\*When you confirm to log out the meeting

Your vote will eliminate from the vote base immediately.

- 🥨 : Live stream



If you encounter problems in the use please contact: IR PLUS AGM Call Center

Call: 02-022 6200 ext. 2, 626 Office hours: 9:00 a.m. to 5:30 p.m. Monday to Friday



Add Line id: @irplusagm

Or scan QR Code to report a problem using the system to get help quickly.



#### ONLINE ASSET COMPANY LIMITED

466 Ratchadapisek Rd., Samsen-Nok, Huay Kwang, Bangkok 10310 THAILAND Tel: +662 022 6200 Fax: +662 022 6255

www.efinancethai.com www.onlineasset.co.th



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# Processes of shareholder / proxy holder self-identification through the application

#### **IR PLUS AGM**

In case of shareholders attending the meeting by themselves.

In case of appointing a proxy to an independent director In case of proxy attending the meeting



Please prepare your invitation letter issued from TSD/ID card or passport.



Enter to menu "Proxy"



ssued from TSD/ID card or pas



The shareholder proceeds the self-identification through the barcode scan in invitation letter or the insertion of ID card or passport digits with entering to the next steps of self-identification.

Please insert personal data and

upload your photo for self-identification

and then waiting for the approval.

To set-up the Pincode for entering to the shareholder's meeting.



Choose proxy holder to an independent member and select the name of the independent director who wishes to appoint a proxy holder.



Please upload a photocopy of your ID card and the power of attorney letter and then press the confirm button. \*\*This must be completed 1 day prior 8

Enter to menu "Proxy Direct"

Proxies perform self-authentication in the Proxy Direct menu.



To prepare an invitation letter received from the TSD/ ID card and passport a photocopy of your ID card a photocopy of ID card of the proxy and the Power of Attorney Letter signed by a shareholder.



Please insert data proxy and upload a photocopy of your ID card, supplementing document, the Power of Attorney Letter and then waiting for the approval.



To set-up the Pincode for entering to the shareholder's meeting.

On the date of meeting, all shareholders are encouraged to access to the Application IR PLUS AGM, and insert Pincode for registration with attending to the meeting.



The Application IR PLUS AGM, iOS system, Version 14.5 upwards



The Application IR PLUS AGM, ANDROID system, Version 8 upward



The Manual for Using Application IR PLUS AGM



Meeting on web App "webagm.irplus.in.th"

For your future information please add id line



Call Center: 02-022-6200 ext.2



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Enclosure No.7

#### Articles of Association relating to the shareholders' meeting

Article 31. The Board of Directors must call an annual general meeting of shareholders, within four (4) months following the end of the Company's fiscal year.

Shareholders' meetings other than the first paragraph shall be called extraordinary meetings. The Board of Directors may call an extraordinary meeting of shareholders at any time as it deems appropriate.

One (1) or more shareholders holding not less than ten (10) percent of the total number of shares sold may join their names in a letter to request the Board of Directors to convene an extraordinary meeting of shareholders at any time. However, the subject and reasons for convening the meeting must be specified clearly in the aforementioned letter. In this instance, the Board of Directors must call a shareholders' meeting within forty-five (45) days from the date of receipt of the letter from the shareholders.

If the Board fails to convene a meeting within the time period specified in paragraph three, all shareholders who have signed their names or aggregated with other shareholders to obtain the required number of shares may convene a meeting within forty-five (45) days of the expiration of the period specified in paragraph three. In this instance, it is deemed to be a meeting of shareholders convened by the Board of Directors. The Company shall bear the costs of scheduling meetings and providing reasonable facilitation.

If it appears that the number of shareholders attending any meeting of shareholders called by the shareholders pursuant to paragraph four is insufficient to constitute a quorum as defined in Article 33, the shareholders pursuant to the fourth paragraph must jointly be responsible for reimbursement to the Company of the expenses incurred in holding the meeting at that time.

Article 32. When the Board of Directors convenes a shareholders' meeting, the Board of Directors shall prepare a letter convening the meeting that specifies the location, date, time, and agenda of the meeting, as well as the matters to be proposed to the meeting, in reasonable detail, must clearly state that the matter is being proposed for acknowledgment, approval, or consideration, as the case may be, including the Board of Directors' opinion on such matter, and shall send it to the shareholders and registrar for acknowledgment not less than seven (7) days prior to the meeting date. In this regard, notice of the meeting shall be published in a newspaper for at least three (3) days, at least three (3) consecutive days prior to the meeting date.

The meeting will be held in the province in which the Company's headquarters is located or in another location in the Kingdom as may be determined by the Board.

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Article 33. At the shareholders' meeting, a quorum must consist of not less than twenty-five (25) shareholders and their proxies (if any), or not less than one-half (1/2) of the total number of shareholders, and there must be shares in aggregate not less than one-third (1/3) of the total number of shares sold to constitute a quorum.

In the event of any shareholders' meeting, after one (1) hour from the scheduled time, the number of shareholders present is inadequate to create a quorum as defined in the first paragraph, and the meeting was called at the shareholders' request, the meeting shall be cancelled. If the shareholders' meeting is not called at the shareholders' request, a new meeting should be scheduled. In this situation, the shareholders shall receive an invitation letter to the meeting not less than seven (7) days prior to the meeting's date. A quorum is not necessary for the latter meeting.

- Article 34. The Chairman of the Board of Directors shall preside over the shareholders meeting. In the absence of the chairperson or inability to exercise his or her duties, the Vice Chairperson shall preside over the meeting. If there is no Vice Chairman, or if there is one but he or she is unable to perform the duties, the meeting shall elect one of the shareholders present to preside over the meeting.
- Article 35. To vote at the shareholders' meeting, one (1) share must be assumed to have one (1) vote, and any shareholder who has a particular interest in any topic other than voting for the election of directors shall be disqualified from voting on that matter, except for voting for the election of directors. The shareholders' meeting resolution must include the following votes:
  - (1) In most cases, the majority vote of shareholders present and voting prevails. If the votes are tied, the meeting's chairman shall have an additional vote (1) as a casting vote.
  - (2) In the following instances, three-fourths (3/4) of the total number of votes must be cast. Shareholders who attend the meeting and have the right to vote
    - A. Selling or transferring all or a portion of the business of the Company to another individual
    - B. Purchasing or accepting a business transfer involving a private company or other publicly traded companies owned by the Company
    - C. Making, revising, or terminating contracts relating to leasing all or a major portion of the Company's business, assigning another person to run the Company's business, or merging with another person for the purpose of sharing profits and losses.
    - D. Amendment to the memorandum of association or the articles of association of the Company
    - E. Increase or decrease the Company's registered capital
    - F. Dissolution
    - G. issuing corporate debentures
    - H. Merging and acquisitions of other businesses



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Article 36. The following are the activities that the annual general meeting of shareholders should convene:

- (1) Acknowledge the Board of Directors' report on the Company's activities over the previous fiscal year.
- (2) Consider and approve the balance sheet and profit and loss statements
- (3) Consider and approve the allocation of profits and dividend payment
- (4) Consider electing new directors to fill the vacancies created by rotation.
- (5) Consider the determination of directors' remuneration
- (6) Consider appointing auditors and determining the amount of audit fees; and
- (7) other affairs



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**Enclosure No.8** 

#### QR Code Downloading Procedures for the 2023 Annual Report

The Thailand Securities Depository Co., Ltd., as a securities registrar under the Stock Exchange of Thailand, has developed a system which allows SET Listed Companies to send to the shareholders documents regarding the General Meeting of Shareholders and the 2023 Annual Report in the form of E-books accessible through QR Code, thus allows the shareholders to access the information with ease.

The aforementioned documents could be downloaded from the QR Code (per enclosures no.1) by following the steps below.

#### For iOS System (iOS 11 and above) and Android System

- 1. Open the camera application.
- 2. Scan that QR Code.
- 3. The notification will appear on top of the screen. Click on the notification to access documents regarding the meeting.

Remark: If the notification does not appear on the mobile phone, the QR Code can be scanned with other applications such as QR CODE READER, Facebook or Line



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## Personal Data Protection Policy For shareholders of Siam Technical Concrete Public Company Limited

#### 1. General chapter

Siam Technical Concrete Public Company Limited and companies in the group in which the Company is a shareholder (hereinafter collectively referred to as the ("The Company") is aware of the importance of complying with the Personal Data Protection Act B.E. 2019 and related secondary laws including any future amendments ("Personal Data Protection Law"), the Company therefore has prepared a Personal Data Protection Policy for shareholders ("Policy") This edition has been created to make shareholders confident that Information that can identify shareholders, whether directly or indirectly. according to the Personal Data Protection Law ("Personal Data") is information that the Company Gives high importance to the protection and management of personal information with the best appropriate security measures

The Company need to collect, process, use, disclose, and forward personal data information. of the shareholders, so the policy was prepared In order to comply with personal data protection laws, the Company therefore recommends that shareholders read and understand the various regulations under the policy The details are as follows;

#### 2. Purpose

The Company will collect, use, disclose, and forward personal information. of shareholders or securities holders For the following purposes

- 2.1 Preparing the shareholder register
- 2.2 Determination of various rights of shareholders
- 2.3 Processing for sending meeting invitation letters or other notices to inform shareholders.
- 2.4 Confirming the identity of shareholders to show various rights in being a shareholder, such as exercising the right to participate in shareholder meetings, right to transfer shares, etc.
- 2.5 Management of responses to communications that shareholders contact the company
- 2.6 Notification of benefits, Financial information such as dividend payments to shareholders
- 2.7 Changes in the rights of the Company's shareholders
- 2.8 Other purposes that is necessary It is beneficial to shareholders and relevant to the stated objectives.
- 2.9 To comply with the law or contract or it is necessary to provide personal information of shareholders in order to enter into a contract.



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#### 3. Collection of personal data, source of personal data

- 3.1 Under this policy, when a shareholder holds shares of the Company or deliver various documents which has personal data appears to the Company and the Company receives information from shareholders, the source of personal data may be received directly from shareholders' notice or from the company has inspected the company's shareholder register, which the company has a duty to collect and process personal data according to the law or from TSD as a securities registrar service provider for the company and who performs duties in maintaining the said shareholder register Including the law on public limited companies and securities law and the Stock Exchange of Thailand as follows:
- (a) Personal information shown in a copy of national ID card, copy of driver's license copy of government official identification card, copy of passport, copy of name change form, such as first name, last name, date/month/year of birth, age, gender, national, ID card number, Passport number, photograph, signature, nationality, race, religion, etc. Personal data that shareholders send to the company may have sensitive data such as nationality, race, and religion, which is unnecessary information in the shareholder meeting, the Company requests that the shareholders conceal such information before sending it to the Company. In the case that the shareholders do not conceal such information, the Company assumes that the shareholders have given their consent to the Company to collect such information
- (b) Contact information, such as address as shown on a copy of ID card, address according to copy of house registration, telephone number, fax, email, user ID for the LINE application (Line ID), information on who can be contacted in an emergency. and reference person information, etc.
- (c) Shareholder registration number information
- (d) Recording or broadcasting via an online system or electronic video recording sound recording, still image recording, moving pictures through closed circuit cameras ( CCTV)
- 3.2 In collecting personal information of shareholders, shareholders will be informed of the details as specified in this Policy, including but not limited to the purposes and legal bases for collecting, using, disclosing and/or processing personal data. Or if it is the case that personal data protection laws stipulate that any processing of personal data must have the consent of the shareholder. The Company will request explicit consent from the shareholder.
- 3.3 In the case that the company collect personal data of shareholders before the date of the Personal Data Protection Act. In matters related to the collection, use, or disclosure of personal data, the Company will collect and use personal information of shareholders according to the original objectives of the Company has previously informed shareholders about the collection of personal data which you have the right to revoke your consent By contacting the company using the contact details specified in



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Section 7 of this policy. The company reserves the right to consider your request to revoke your consent and proceed as required by personal data protection laws.

3.4 In the case that the company Will carry out the collection, use and disclosure of personal information. of shareholders in the manner and/or for inconsistent purposes. With the purposes specified in Section 2, the Company will provide additional policies or announcements regarding personal data protection. and/or have a letter sent to shareholders to explain the processing of data in such manner. Shareholders should read additional related policies or announcements together with this policy and/or the said letter. (depending on the case)

#### 4. Disclosure of personal information

Personal information that shareholders given to the company will be collected, processed, used and disclosed in accordance with personal data protection laws. In disclosing personal information of shareholders to other persons, the Company will provide appropriate measures. to protect the personal information that has been disclosed and to comply with the standards and duties of personal information protection as specified by the Personal Information Protection Law.

Disclosure of personal information under the specified objectives and according to the criteria specified by law, the Company may need to disclose to the following persons and agencies:

- 4.1 Service providers and personal data processors at the company assign or hire someone to manage/process personal data to the company in providing various services such as providing information technology services, data recording service, analysis data services, or any other services.
- 4.2 TSD as a securities registrar service provider for the Company.
- 4.3 Various financial institutions to which the Company will inform personal data for the benefit of financial information such as dividend payments to shareholders.
- 4.4 Government agencies with legal regulatory duties or who are requested to disclose personal information by virtue of law or related with the legal process or as permitted by relevant laws, such as the Revenue Department, Department of Provincial Administration, Department of Business Development, Office of the Securities and Exchange Commission, The Stock Exchange of Thailand and its subsidiaries (such as TSD) and the Office of the Personal Data Protection Board, etc.
- 4.5 Any other person or agency that you give consent to disclose your personal information to that person or agency, such as disclosing a compilation of photos of activities on the Company's various media channels to the general public.
- 4.6 Company advisors such as legal advisors, lawyers, accounting advisors. Auditor or any other experts, both internal and external to the company, etc.



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#### 5. Period for storing personal data

The company will keep personal data of shareholders for the period necessary to achieve the stated objectives of collecting, processing, and using personal information, which is specified in this policy, with the retention period for personal data will change depending on the given objective. In processing that personal information, the Company will also retain personal data for a period of time as specified by relevant laws, taking into account the legal statute of limitations for legal proceedings. that may arise from or relate to documents or personal data that the Company collected in each item.

In cases where the period for storing personal information cannot be clearly specified, the Company will retain the shareholder's personal information for the necessary period during the shareholder's relationship with the Company. Shareholder status or throughout the period necessary to achieve the objectives related to this policy, which may need to be kept thereafter if required or permitted by law for a period of 10 years from the date of termination of shareholdership. or receive personal information from shareholders has ended. However, the Company may retain personal information. of shareholders for a period longer than said period if The legal permission or retention of such personal data is necessary for the establishment of the Company's legal claims.

After the above period expires, the Company will delete or destroy such personal information. From the storage or systems of the Company and other people who provide services to the Company (if any) or make your personal information into information that cannot identify you.

#### 6. Shareholders' rights regarding personal information

Shareholders, as owners of personal data, have various rights. Under the Personal Data Protection Law, as follows:

6.1 Right to access personal information

Shareholders have the right to access their personal information and request a copy of their personal data of shareholders, which shareholders have provided in this policy as required by personal data protection laws.

6.2 Right to request sending or transfer of personal data.

Shareholders have the right to request that personal information be sent or transferred to another personal data controller or to shareholder except because of the condition that cannot be done as specified by the Personal Data Protection Law.

6.3 Right to object to the collection, processing, and use of personal information.

Shareholders have the right to object to the processing of personal data as specified by the Personal Data Protection Law.

6.4 Right to delete personal information



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Shareholders have the right to request the company to delete or destroy or make personal data transform to information that cannot be personally identified as specified by the Personal Data Protection Law.

6.5 Right to request suspension of use of personal information.

Shareholders have the right to request the company suspend the processing of personal information as specified by the Personal Data Protection Law.

6.6 Right to request correction of personal information.

In the case that shareholders find personal data that has been provided in accordance with this policy is incorrect or the shareholder has changed his or her personal information. Shareholders have the right to request correction of personal information to be correct as required by the Personal Data Protection Law.

6.7 Right to be informed in the case of changes to the registration form regarding personal information.

The Company may consider amending and changing the registration form regarding personal data as appropriate to ensure that personal data of shareholders will receive appropriate protection as required by the Personal Data Protection Law.

#### 6.8 Right to complain

If shareholders are concerned or have questions about the company's practices about the personal data of Shareholders. Shareholders may contact the company by using the contact details in section 7 of this policy. In the event that there is reason to believe that the company has violated the Personal Data Protection Act. Shareholders have the right to submit complaints to the expert committee appointed by the Personal Data Protection Committee in accordance with the rules and procedures prescribed by the Personal Data Protection Law.

However, the various rights of shareholders as owners of personal data as specified in this policy are subject to limitations and conditions in accordance with personal data protection laws. The Company may therefore reject your request by giving reasons specified by law, including reserving the right to consider your request under the Company's conditions, procedures and rules.

#### 7. How to contact the company

The Company has appointed a Personal Data Protection Officer ( Data Protection Office: DPO) to be the coordinator regarding the protection of personal data of the Company in accordance with the Personal Data Protection Act. If shareholders wish to exercise the various rights in Section 6 of this policy, they can contact the company through the following channels:

If shareholders have any questions or want to inquire about information related to personal information and this privacy policy or want to request to exercise your rights, Please contact us at



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#### 7.1 Investor Relations

Email: pancahporn.ch@stec.co.th

Contact location: Siam Technical Concrete Public Company Limited, No. 50 Soi Ngamwongwan 47, Intersection 20,

Ngamwongwan Road. Thung Song Hong Subdistrict, Lak Si District, Bangkok 10210 Tel. 025893888 ext. 140

The company may make changes to this policy to comply with any changes related to the processing of your personal data and as required by the Personal Data Protection Law or other related laws, the Company will notify you of any important changes to the announcement together with the announcement. revised version through appropriate channels. The Company recommends that you check for changes to this announcement periodically.

This personal data protection policy for shareholders was approved by the Board of Directors' meeting No. 1/2023 dated February 28, 2023.

This Policy is effective from February 28, 2023.