

(Unofficial Translation)

Frasers Property (Thailand) Public Company Limited

Notice of the Annual General Meeting of Shareholders 2024

Monday, 15 January 2024, at 14.00 hrs.

via Electronic Meeting (E-AGM)

Pursuant to the Emergency Decree on Electronic Meetings, B.E. 2563 (2020)

Shareholders can perform self-verification via E-AGM system starting from 16 December 2023, at 09:00 hrs. until the meeting is completed. and Shareholders can attend the meeting via the system starting from 13.00 hrs. on 15 January 2024, onwards.

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(Unofficially Translation)

No. FPT 2024/007

15 December 2023

Subject: Invitation to the 2024 Annual General Meeting of Shareholders

Attention: Shareholders of Frasers Property (Thailand) Public Company Limited

Enclosures:

1. Copy of the Minutes of the 2023 Annual General Meeting of Shareholders, held on 16 January 2023 (for supporting the consideration of the Agenda Item 1)
2. Annual Registration Statement/2023 Annual Report (Form 56-1 One Report) in the form of QR Code (for supporting the consideration of the Agenda Items 2 and 3)
3. Information of persons nominated for Directorships Positions (for supporting the consideration of the Agenda Item 5)
4. Profiles and Experience of Auditors for the year 2024 (for supporting the consideration of the Agenda Item 7)
5. Capital Increase Report Form (F 53-4) (for supporting the consideration of the Agenda Item 8)
6. The Company's Articles of Association concerning the Shareholders' Meetings
7. Conditions and Procedures for e-Register and the Appointment of Proxies to Attend the 2024 Annual General Meeting of Shareholders
8. Profiles of Independent Directors for appointment of Proxy and Definition of Independent Directors
9. Request Form for physical Copy of Annual Registration Statement/2023 Annual Report (Form 56-1 One Report)
10. Proxy Form A, B, and C

By virtue of the resolutions of the Board of Directors Meeting No. 1 of 2024 fiscal year of Frasers Property (Thailand) Public Company Limited (the "**Company**") convened on 9 November 2023, the Annual General Meeting of Shareholders of the year 2024 will be held on Monday, 15 January 2024, at 14.00 hours via Electronic Meeting (E-AGM) to consider the agenda items as follows:

Agenda Item 1 To consider and certify the Minutes of the 2023 Annual General Meeting of Shareholders, which was held on 16 January 2023

Objective and Rationale:

For the shareholders to consider and certify the Minutes of the 2023 Annual General Meeting of Shareholders, held on 16 January 2023, which the Company prepared and submitted to the Stock Exchange of Thailand within the timeframe prescribed by laws and publicly disclosed on the Company's website: <https://www.frasersproperty.co.th>, the details of which are enclosed hereto as Enclosure 1.

Opinion of the Board:

The Board of Directors considers that the Minutes of the 2023 Annual General Meeting of Shareholders, held on 16 January 2023 has been made correctly and opines to propose the Minutes of the 2023 Annual General Meeting of Shareholders to the 2024 Annual General Meeting of Shareholders to certify the said minutes.

Voting:

The resolution on this agenda item shall be approved by a majority vote of shareholders attending the Meeting and casting their votes.

Agenda Item 2 To acknowledge the Company's performance report as of 30 September 2023**Objective and Rationale:**

To comply with Article 33 of the Company's Articles of Association which stipulates that the Annual General Meeting of Shareholders shall acknowledge the Board of Directors' report of operation results of the Company during the preceding year. In this regard, the Company has summarized the operation result during the preceding year and significant changes occurred in 2023, the details of which are describe in the 2023 Annual Report enclosed hereto as Enclosure 2.

Opinion of the Board:

The Board of Directors opines to propose the 2023 Annual Report which summarized the operation result of the Company during the preceding year and significant changes occurred in 2023 to the 2024 Annual General Meeting of Shareholders.

Voting:

This agenda item is for acknowledgement; no voting is required.

Agenda Item 3 To consider and approve the Statements of Financial Position and profits and loss statement for the year ended 30 September 2023**Objective and Rationale:**

To comply with Section 112 of the Public Limited Companies Act B.E. 2535, including any amendment thereof, (the "**Public Limited Companies Act**") and Article 36 of the Company's Articles of Association which provides that the Board of Directors shall prepare the balance sheets (Statements of Financial Position) and profits and loss statement as of the last day of the accounting year of the Company and propose the same to the Meeting of Shareholders for approval and shall arrange it to be audited by the Company's auditors before being proposed to the Meeting of Shareholders. The Company has prepared the Statements of Financial Position and profits and loss statement for the fiscal year ended 30 September 2023 which were audited and certified by the Company's certified public accountant, KPMG Phoomchai

Audit Co., Ltd. The Audit Committee and the Board of Directors considered that they are correct in accordance with the Financial Reporting Standards, the details of which are describe in the 2023 Annual Report enclosed hereto as Enclosure 2.

Opinion of the Board:

The Board of Directors opines to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the Statements of Financial Position and profits and loss statement of the Company for the fiscal year ended 30 September 2023, which were audited and certified by the certified public accountant of KPMG Phoomchai Audit Co., Ltd. and have been approved by the Audit Committee and the Board of Directors.

Voting:

The resolution on this agenda item shall be approved by a majority vote of shareholders attending the Meeting and casting their votes.

Agenda Item 4 To consider and approve the dividend payment for the fiscal year ended 30 September 2023

Objective and Rationale:

To comply with Article 33 of the Company's Articles of Association which provides that the profit appropriation shall be considered and approved by the Annual General Meeting of Shareholders. In addition, Section 116 of the Public Limited Companies Act and Article 41 of the Company's Articles of Association stipulate that the Company is required to allocate a portion of annual net profit as a reserved fund in the amount not less than 5 percent of the annual net profit less the accumulated loss brought forward (if any) until the reserved fund attains the amount not less than 10 percent of the registered capital of the Company. Presently, the Company has its registered capital of 3,710.84 million Baht and has a legal reserve amounted as per the Separate Financial Statement of 371.08 million Baht. Therefore, the legal reserve amount of the Company reaches the amount as required by law so there is no need to allocate annual net profits as legal reserve.

For the dividend payment, under dividend payment policy, the Company shall declare dividend to shareholders in the amount not less than 40 percent of its net profit after deduction of all reserves required under the Company's Articles of Association and by laws. However, the dividend payment will be subject to each year's economic situation, the financial status, the operational plan and the investment plan of the Company and of its affiliated companies, as well as necessity, appropriateness, and other factors as the Board of Directors may deem appropriate.

The consolidated financial statement of 2023 showed net profits of 1,860.57 million Baht, of which were net profit attributable to owners of the parent of 1,851.56 million Baht. Upon consideration of Section 115 of the Public Limited Companies Act, and Article 40 of the

Company's Articles of Association, the Board of Directors deemed it appropriate to propose to the 2024 Annual General Meeting of Shareholders to consider and approve to declaration of the 2023 dividend at the rate of 0.40 Baht per share for 2,319.28 million ordinary shares, totaling 927.71 million Baht, representing 50.10 percent of net profit, which is in accordance with the Company's dividend policy. The comparison of the amounts of dividend payment for previous year and this year is provided below:

(Unit : Million Baht)	Year 2023	Year 2022	Year 2021
Dividend per share (Baht)	0.40	0.43	0.34
Total amount of dividend	927.71	997.29	788.55
Net profit shown in the consolidated financial statement	1,860.57	2,464.50	1,566.89
Net profit attributable to owners of the parent	1,851.56	2,464.46	1,586.27
Net profit of former shareholders before business restructuring	-	-	0.83
Net profit of non-controlling interests	9.01	0.04	(20.21)
Payout ratio - percent of net profit attributable to owners of the parent	50.1	40.5	49.7

The dividend payment at the rate of 0.40 Baht per share will be paid to the shareholders whose names are registered in the Shareholders' Registry on Friday, 24 November 2023 (Record Date). The dividend payment date is scheduled on Tuesday, 13 February 2024. The dividend payment as above will be paid from the net profit and retained earnings after the deduction of income tax at the rate of 20 percent. Therefore, the dividend tax credit will be equivalent to the amount of dividend multiplied by 20/80 in which the individual shareholder would be entitled to use the dividend tax credit for tax refund (individual shareholders shall be entitled to dividend tax credit under Section 47 bis of the Revenue Code).

Dividend Type	Paid from the net profit	Dividend Rate
Entitled to tax credit	20 percent of net profit	0.39
Not entitled to tax credit	Net profit of business that is exempted from corporate income tax (BOI)	0.01

The dividend payment as mentioned is still uncertain as it is subject to the approval of the 2024 Annual General Meeting of Shareholders.

Opinion of the Board:

The Board of Directors deemed it appropriate to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the dividend payment for year 2023 in cash to shareholders at the rate of 0.40 Baht per share. The Company sets the record date to determine the list of shareholders who shall be entitled to receive dividend on Friday, 24 November 2023. The dividend payment date is scheduled on Tuesday, 13 February 2024.

The Board of Directors considered that the rate of dividend specified above is appropriate and complied with the Company's dividend policy, which is approximately 50.1 percent of the net profit of the consolidated financial statements for fiscal year ended 30 September 2023.

The dividend payment for the fiscal year ended 30 September 2023 at the rate of 0.40 Baht per share is lower than the dividend payment paid in 2022. In 2022, the Company paid dividend at the rate of 0.43 Baht per share, totaling 997.29 million Baht which is approximately 40.5 percent of the net profit of consolidated financial statements.

Voting:

The resolution on this agenda item shall be approved by a majority vote of shareholders attending the Meeting and casting their votes.

Agenda Item 5 To consider and approve the appointment of directors for the replacement of the directors who retired by rotation for the year 2024

Objective and Rationale:

Article 15 of the Company's Articles of Association provides that the Board of Directors shall comprise not less than 5 members, and Section 71 of the Public Limited Companies Act and Article 17 of the Company's Articles of Association provide that at every annual general meeting of shareholders, one-third of the directors shall vacate office. If the number of directors cannot be divided exactly into three parts, the number of directors closest to one-third shall vacate office. The directors who shall vacate office in the first year and the second year after the registration of the Company shall draw lots. In subsequent years, the director who remained in office for longest time shall vacate office. Directors vacating office may be re-elected.

At present, the Company's Board of Directors consist of 10 members and in the 2024 Annual General Meeting of Shareholders, there are 3 directors who are due to retire by rotation, namely:

Name	Position
1. Mr. Chatchaval Jiaravanon	Independent Director, Member of Audit Committee and Member of Compensation and Nomination Committee
2. Mrs. Busaya Mathelin	Independent Director
3. Mr. Thanapol Sirithanachai	Director, Authorized Director, Member of the Executive Committee, Member of Corporate Governance and Sustainable Development Committee, and Member of Risk Management Committee

To comply with the laws and the Company's Articles of Association, the 2024 Annual General Meeting of Shareholders should consider electing directors to replace those retiring by rotation, totaling 3 directors.

The Company has provided an opportunity for its individual shareholders to nominate individuals they consider eligible for consideration, and the list of names will be present at the Annual General Meeting of Shareholders for election as the Company's directors, from 1 July 2023 to 30 September 2023, and via the news system of the Stock Exchange of Thailand. The Company disclosed the criteria for such process, including the Form of Proposal of Candidate for Nomination as Company Director, on its website, thus providing shareholders with advanced notice thereof. After the aforementioned period had ended, it was found that no shareholders had nominated any individuals for election as directors of the Company.

The Compensation and Nomination Committee selects directors by considering the diversity of the board structure along with the qualifications, knowledge, ability, expertise of the board members (Board Skill Matrix), experience and good professional track record, and whether they possess leadership, have vision, business ethics, good attitude toward the Company, and are able to fully devote themselves for the interests of and appropriate for the business operations of the Company. The independence of independent directors is also considered, concerning their abilities to perform their duties, including that such independent directors must be able to provide opinions on an independent basis in accordance with the relevant rules and regulations. All such factors are considered in the process of nominating directors to ensure transparency for the shareholders.

The Compensation and Nomination Committee, without the participation of any member having interest therein, agreed to propose to the Board of Directors to consider proposing to the Annual General Meeting of Shareholders to consider the re-election of those retired independent directors and director to be the independent directors and the director of the Company for another term and to hold the same positions in the Committees.

The detailed profiles of the 3 directors, the number of shareholdings of the Company's ordinary shares, directorship or position of executive level in other listed companies and other business are set out in Enclosure 3.

Opinion of the Board:

The Board of Directors, without the participation of any director having an interest therein, has thoroughly and carefully considered the individual qualifications of all individuals who have been nominated at the recommendation of the Compensation and Nomination Committee in line with the nomination guidelines set out by the Board of Directors. The individuals nominated on this occasion have been evaluated in accordance with the procedures outlined by the Company, possessing the qualifications in accordance with the relevant rules and regulations, and are deemed suitable for the Company's business operations. The Board of Directors was of view that the proposed directors and independent directors are appropriately qualified without prohibited characteristics under any applicable rules and laws, have knowledge, skills and

expertise which will be benefits the organization, business ethic, vision, and good attitude toward the Company, and are able to devote their full capability for the interests of the Company and able to provide opinions on an independent basis in accordance with the relevant rules, regulations and laws. In addition, the Board of Directors has considered and is of the opinion that the persons to be nominated as independent directors, i.e., Mrs. Busaya Mathelin (the period of being an independent director in the past when combined with the term of office if elected this time, totaling a period of 6 years), and Mr. Chatchaval Jiaravanon (the period of being an independent director in the past when combined with the term of office if elected this time, totaling a period of 26 years), are possessing qualifications for independent director as set out in the relevant laws and regulations.

For Mr. Chatchaval Jiaravanon, even though the duration of his continuous tenure as an independent director has exceeded 9 years, the Board of Directors has considered and viewed that Mr. Chatchaval Jiaravanon possesses complete qualifications as stipulated by the Company. Additionally, during his tenure as an independent director, he has performed his duties excellently, by utilizing his knowledge, expertise, and experience, he has provided beneficial recommendations for the formulation of the Company's business strategies and policies. Furthermore, a director serving in a consecutive position is well-versed in the Company's operations, demonstrating good knowledge and experience. Despite the continuous tenure, the independent director is still providing opinions on an independent basis in accordance with the relevant rules and regulations.

Therefore, to ensure the utmost benefit for the Company, the Board of Directors agrees with the Compensation and Nomination Committee to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the appointment of Mr. Chatchaval Jiaravanon Mrs. Busaya Mathelin and Mr. Thanapol Sirithanachai who are due to retire by rotation as the Company's directors for another term.

Voting:

The resolution on this agenda item shall be approved by a majority vote of shareholders attending the Meeting and casting their votes. The approval for the appointment of each director shall be seek separately with the following rules and procedures:

- (1) Each shareholder shall have one vote for each share.
- (2) Each shareholder shall use all votes he/she has in accordance with (1) above to elect one or many persons to be director(s), provided that split vote is prohibited.
- (3) The persons who are respectively received the most votes shall be appointed to be directors corresponding to the number of directors that would be appointed in such Meeting. In the event of equal votes among the persons last that cause the number of directors exceed the number that would be appointed, the Chairman will be the one to cast a dissenting vote.

Agenda Item 6 To consider and approve directors' remuneration for the year 2024.

Objective and Rationale:

To comply with Section 90 of the Public Limited Companies Act which stipulates that the payment of remuneration of directors shall be in accordance with the resolution of the shareholders meeting and Article 18 of the Company's Articles of Association which provides that directors shall be entitled to receive the remunerations in the forms of reward, meeting allowance, pension, bonus or other benefits in accordance with the Company's Articles of Association or the consideration of the shareholders' meeting.

According to the remuneration policy for directors, in determining the remuneration, the Company will take into account the appropriateness of the assigned duties, responsibilities, and the remuneration rate can be compared with other companies in the same industry with a similar size of business listed on the Stock Exchange of Thailand, whereby the remuneration for such directors must be at an appropriate and sufficient level to motivate and retain high-quality directors who can effectively perform their duties to meet the objectives and in accordance with the business goals and business strategies set by the Company through transparent process in order to build confidence for shareholders.

The Compensation and Nomination Committee has determined the remuneration of the directors for the year 2024 by adhering to the directors' remuneration policy of the Company and comparing the remuneration with the average remuneration rate of other listed companies based on the survey report of the directors remuneration of the listed companies prepared by the Thai Institute of Directors (IOD) and opines that it is appropriate to propose the same rates of the monthly remuneration and meeting allowance of director as provided to the directors in 2023. The details of the remuneration are as follows:

1. Monetary Compensation

1.1 Meeting allowance and monthly remuneration for the year 2024

Unit: Baht/person	Chairman		Members	
	Meeting allowance (Per Meeting)	Remuneration (Per Month)	Meeting allowance (Per Meeting)	Remuneration (Per Month)
Remuneration for the Board of Directors	25,000	35,000	20,000	25,000
Remuneration for the Executive Committee	-	25,000	-	20,000
Remuneration for the Audit Committee	-	40,000	-	30,000
Remuneration for the Compensation and Nominating Committee	22,000	-	18,000	-
Remuneration for the Corporate Governance Committee	22,000	-	18,000	-
Remuneration for the Risk Management Committee	22,000	-	18,000	-

Remark: The director who is the management of the Company will not receive the director's remuneration.

In this regard, the total amount of directors' remuneration including extra remuneration (if any) for the year 2024 shall not exceed 20,000,000 Baht (same amount as last year).

1.2 For extra remuneration, the Compensation and Nomination Committee is authorized to consider and allocate as appropriate, which shall be subject to the Company's performance, and duties and responsibilities of each director.

2. Non-Monetary Compensation are life and health insurance (group insurance), seminars and training fees, travel expenses and other expenses which are in relation to the performance as the directors (same as last year).

Detail of directors' remuneration in Annual Registration Statement/2023 Annual Report (Form 56-1 One Report) October 2022 - September 2023 Corporate Governance / Report on Key Operating Results of Corporate Governance / directors' remuneration

Opinion of the Board:

The Board of Directors has agreed with the Compensation and Nominating Committee's proposal who consider the directors' remuneration payment based on the appropriateness of the scope of duties and responsibilities of each Committee, the director's knowledge, competency, experience and performance under current circumstances, including the expertise demanded by the Company during business expansion and the comparison to the reference data of the same industry. The Board of Directors, therefore, deems it appropriate to propose to the 2024 Annual General Meeting of Shareholders to consider and approve to maintain the amount of directors' remuneration including extra remuneration (if any) to not exceed 20,000,000 (Twenty Million) Baht, which is equal to the amount approved for year 2023.

Voting:

The resolution on this agenda item shall be approved by votes of no less than two-third of the total votes casted by shareholders attending the meeting.

Agenda Item 7 To consider and approve the appointment of auditors and the determination of the audit fee for the year 2024

Objective and Rationale:

To comply with Section 120 of the Public Limited Companies Act and Article 38 of the Company's Articles of Association which stipulate that the Annual General Meeting of Shareholders shall appoint the auditor and determine an audit fee of the Company each year. In appointing the auditor, the former auditor may be re-appointed. In addition, the Notification of the Office of the Securities and Exchange Commission provides that listed companies shall rotate auditor once the auditor has performed duties in reviewing, auditing and providing opinion to the Company's financial statements for a total period of 7 years,

whether it is consecutive or not. The company is allowed to appoint such auditor to be the auditor of the Company when at least 5 consecutive accounting periods have passed.

At present, the auditor of the Company is Mr. Ekkasit Chuthamsatid, CPA Registration No. 4195, from KPMG Phoomchai Audit Co., Ltd., who is responsible for reviewing, auditing and giving opinions on the Company's financial statements for 2 years, which is not more than the time stipulated by the Office of the Securities and Exchange Commission.

In selecting the auditor of the Company for the year 2024, the Audit Committee has taken into account the past performance, experience, and preparedness of the auditor, and standards and reliability in their working performance, the independence of auditor and the rate of audit fee, along with other factors proposed by the auditor. The Audit Committee deemed it appropriate to appoint the auditors from KPMG Phoomchai Audit Co., Ltd. to be the auditor of the Company and its subsidiary due to their consistently high standards of work and performance, expertise, independence and reasonable fee.

Profile and working experience of the auditors are set out in Enclosure 4.

Opinion of the Board:

The Board of Directors concurred with the proposal of the Audit Committee and deemed it appropriate to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the appointment of the following 5 auditors of KPMG Phoomchai Audit Co., Ltd. as the Company's auditors, whereby any one of the auditors has the authority to audit and sign the Company's audit report. In the case that one of the auditors cannot perform the duty, the other auditor shall perform. The details of the auditors are as follows:

Name	CPA No.	
1) Ms. Nittaya Chetchotiros	CPA Registration No. 4439	or
2) Mr. Ekkasit Chuthamsatid	CPA Registration No. 4195	or
3) Ms. Yuvanuch Thepsongvaj	CPA Registration No. 5371	or
4) Ms. Vilaivan Ponlprasert	CPA Registration No. 8420	or
5) Ms. Kanokorn Phooriphanyawanit	CPA Registration No. 10512	

KPMG Phoomchai Audit Co., Ltd. and the said auditors have no relationship and conflict of interest with the Company, its subsidiaries, executives, major shareholders or persons related to those persons. Therefore, they are independent for audit and to express their opinion on the financial statement of the Company and its subsidiary. In addition, none of the said auditors has performed a duty as the Company's auditor for a duration exceeding the number of years stipulated by the relevant notification.

For the audit fee for the year 2024, the Board of Directors concurred with the proposal of the Audit Committee and deemed it appropriate to propose to the shareholders to consider and

approve the audit fee in the amount not exceeding 1,910,000 (One million nine hundred and ten thousand) Baht, which is more than the amount approved for year 2023 by 3.2%.

The comparison of the amount of audit fee for the year 2024-2021 are as follows:

(Unit : Baht)

	Year 2024 (12 months)	Year 2023 (12 months)	Year 2022 (12 months)	Year 2021 (12 months)
Audit Fee	1,910,000	1,850,000	1,850,000	1,850,000

Exclude other non-audit services fees. See detail of non-audit fee of year 2023 in the Annual Registration Statement/Annual Report 2023 (Form 56-1 One Report)

In addition, the same group of auditors from KPMG Phoomchai Audit Co., Ltd. are also appointed as auditors of subsidiaries, associated companies and joint venture companies for the year 2024 as follows:

- Subsidiaries: Golden Land Property Development Public Company Limited, Frasers Property Industrial (Thailand) Company Limited, ECO Industrial Services Company Limited, Frasers Property Industrial REIT management (Thailand) Company Limited, Automation Asset Company Limited, Bangkok Logistics Park Company Limited, Frasers Property Power Management (Golden Habitation Co., Ltd.), Wangnoi Logistics Park Company Limited, Narayana Pavilion Company Limited, Samyan Mitrtown Holding (Golden Property Services) Company Limited, Sathorn Supsin Company Limited, Grand Mayfair Company Limited, Golden Land (Mayfair) Company Limited, Golden Land Polo Company Limited, North Sathorn Realty Company Limited, Silom Corporation Company Limited, Frasers Property Commercial Assets Management Company Limited, Frasers Property Homes Company Limited, United Homes Company Limited, Krungthep Land Public Company Limited, First Square Company Limited, Prime Plus Asset Company Limited, Regal Region Company Limited, Sidewalk Land Company Limited, Ritz Village Company Limited, Walker Homes Company Limited, Grand Paradise Property Company Limited and Nawamin Residence Company Limited
- Associated Companies: Frasers Property Thailand Industrial Freehold and Leasehold Real Estate Investment Trust and Golden Ventures Leasehold Real Estate Investment Trust
- Joint Venture Companies: Bangpakong Logistics Park Company Limited, Kasemsubbhakdi Company Limited, Bhakdi Retail Company Limited and Bhakdi Hospitality Company Limited

For auditors of other subsidiaries, associated companies and joint venture companies that not share the same audit firms , the Board of Directors will oversee and ensure that these

entities are able to prepare financial statements promptly in accordance with the specified laws and regulations deadlines.

Voting:

The resolution on this agenda item shall be approved by a majority vote of the shareholders attending the Meeting and casting their votes.

Agenda Item 8 To consider and approve the extension of the period for the allocation of newly-issued ordinary shares under the General Mandate

Objective and Rationale:

The Company has planned for the business expansion and growth on a continuous basis in order to generate income and profit which will generate returns to the shareholders. Therefore, in order to support the Company's business expansion as targeted and to increase a capability in sourcing fund from capital market suitably and flexibly in the case the Company has necessity to use fund. So, the Board of Directors to the 2024 Annual General Meeting of Shareholders to consider and approve the extension of the period for the allocation of newly-issued ordinary shares under the General Mandate, in an amount not exceeding 1,391,566,449 Baht at a par value of 1 Baht per share, which are required to be completed by the date of the 2024 Annual General Meeting of Shareholders. The details of the allocation of newly-issued ordinary shares under the General Mandate are described in Enclosure 5.

Opinion of the Board:

The Board of Directors considered and deemed it appropriate to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the extension of the period for the allocation of newly-issued ordinary shares under the General Mandate, in the amount not exceeding 1,391,566,449 shares at a par value of 1 Baht per share, which are required to be completed by the date of the 2024 Annual General Meeting of Shareholders, in the following manners:

- | | | |
|--------|-----|---|
| Method | (1) | Shares allocation of not exceeding 695,783,225 shares, representing 30 percent of the Company's paid-up capital, by way of a rights offering; |
| Method | (2) | Shares allocation of not exceeding 463,855,483 shares, representing 20 percent of the Company's paid-up capital, by way of a public offering; |
| Method | (3) | Shares allocation of not exceeding 231,927,741 shares, representing 10 percent of the Company's paid-up capital, by way of a private placement. |

Ⓐ In this regard, the details and conditions in relation to the allocation of the Company's newly-issued ordinary shares shall be in accordance with the resolutions approved by the 2022 Annual General Meeting of Shareholders, which was held on 12 January 2022 in all

respects, except for the part that has been amended to comply with the Notification of the Capital Market Supervisory Board Re: Approval for Listed Companies to Offer Newly Issued Shares through Private Placement (as amended).

In addition, the Board of Directors deemed it appropriate to propose to the 2024 Annual General Meeting of Shareholders to authorize the Board of Directors of the Company with authority to do the followings:

- to consider the offering for sale of the Company's newly-issued ordinary shares, whether for the shares to be offered in a single offering or multiple offerings. In allocating the newly-issued ordinary shares by any or all of the methods under (1), (2), and (3), the increased paid-up capital shall not exceed 30 percent of the total paid-up capital, or 695,783,225 shares as at the date on which the Board of Directors approves the capital increase. In the case of allocation in accordance with the methods under (2) and (3), the increased paid-up capital shall not exceed 20 percent of the total paid-up capital, or 463,855,483 shares as at the date on which the Board of Directors approves the capital increase. The allocation of the Company's newly-issued ordinary shares under (2) and (3) shall not be an offering for sale of shares at a discounted price pursuant to the Notification of the Capital Market Supervisory Board No. TorJor. 28/2565 (2022) Re: Approval for Listed Companies to Offer Newly Issued Shares through Private Placement ("**Notification No. TorJor. 28/2565 (2022)**"). In addition, the determination of the offering price of the newly-issued shares to be offered in the private placement, must use the weighted-average price first (the weighted-average price is the weighted-average price of the shares traded on the Stock Exchange of Thailand for not less than 7 consecutive working days, but no longer than 15 consecutive working days, before the date on which the offering price is determined, and the discount must not exceed 10 percent of such price (provided that there is reasonable cause when considering the best interests of the Company)). In the event that it is not possible to calculate the weighted-average price or, when considering the liquidity of share trading, there is reasonable cause to believe that the weighted-average price is not suitable to be used as the market price, the Company shall use the following prices in the following order, (a) the price determined through a process of analysing and comparing with the buying and selling demands of the newly-issued shares of the Company at the desired price (Book Building), which is surveyed by a securities company pursuant to the Notification of the Office of the Securities and Exchange Commission Re: Guidelines for the Book Building and the Determination of Offering Price to Public and Individual (b) the fair price of the shares, as evaluated by the financial advisor listed in the accounts approved by the Securities and Exchange Commission (in cases where the prices in (a) cannot be used). This is in accordance with the criteria of Notification No. TorJor. 28/2565 (2022).

- to determine the objectives, date, and time of the offering, an offering price, and the details and conditions in relation to the allocation of the Company's newly-issued ordinary shares issued under allocation methods (2) and (3), provided that the newly-issued ordinary shares shall not be allocated to connected persons under the Notification of the Capital Market Supervisory Board No. TorChor. 21/2551 (2008) Re: Rules on Connected Transactions and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions B.E. 2546 (2003) with respect to the offering of shares to the public or for private placement; and
- to negotiate, accept, and execute any relevant documents or agreements, including performing any acts necessary and appropriate for the purpose of the issuance and offering of newly-issued ordinary shares of the Company, including to authorize the chief executive or any person authorized by the Board of Directors to perform such acts. In this regard, the allocation of the newly-issued ordinary shares shall be completed within the date on which the Company holds its next annual general meeting of the shareholders or within the date on which the law requires the Company to hold its next annual general meeting of the shareholders, whichever is earlier.

Voting:

The resolution on this agenda item shall be approved by votes of no less than three-quarters of the total number of votes of the shareholders attending the Meeting and entitled to vote.

Agenda Item 9 To consider other matters (if any)

The Company gives shareholders the opportunity to send questions related to the agenda item of the 2024 Annual General Meeting of Shareholders in advance of the meeting date via email TH.FPT.CS@frasersproperty.com or by post to the Company Secretary at Frasers Property (Thailand) Public Company Limited, No. 944 Mitrtown Office Tower, 20th Floor, Rama 4 Road, Wang Mai Sub-district, Pathum Wan District, Bangkok 10330, so that Board of Directors or management can prepare information for further clarification.

In addition, the Company determined the Record Date for specifying the names of shareholders who are entitled to attend the 2024 Annual General Meeting of Shareholders on Friday, 24 November 2023 (Record Date).

The Company would like to invite the shareholders to attend the 2024 Annual General Meeting of Shareholders on Monday, 15 January 2024, at 14.00 hours only via electronic means (E-AGM) in accordance with the criteria specified in the relevant laws related to electronic meetings. In this regard, the Company would like to ask you to study the Conditions and Procedures for e-Register and the Appointment of Proxies to Attend the

2024 Annual General Meeting of Shareholders, the details of which are shown in Enclosure 7. The Company will conduct the meeting under the Company's Articles of Association as described in Enclosure 6.

In addition, in order to preserve the rights and benefits of shareholders. If any shareholder cannot attend the meeting in person and wish to appoint an independent director of the Company to attend the meeting and vote on their behalf, such shareholder can appoint an independent director of the Company as listed in Enclosure 8, and sending the Proxy Form enclosed hereto as Enclosure 10 together with supporting documents to Company Secretary at Fraser's Property (Thailand) Public Company Limited, 20th Floor, Mitrtown Office Tower, No. 944 Rama 4 Road, Wang Mai Sub-district, Pathum Wan District, Bangkok 10330 or email TH.FPT.CS@frasersproperty.com by providing documents to the Company by Wednesday, 10 January 2024.

If shareholders wish to attend the meeting in person or by proxy and vote via electronic means (E-AGM). The Company would like to ask you to study the manual for attending the 2024 Annual General Meeting of Shareholders and granting a proxy through the DAP e-Shareholder Meeting system, the details of which are shown in Enclosure 7.

If any shareholder wishes to appoint another person to attend and vote on his/her behalf in this meeting, such shareholder can complete and sign the Proxy Form B enclosed hereto as Enclosure 10, or download Proxy Form A or Form B or Form C (Form C is used in the case of foreign shareholders who appointed a custodian in Thailand as a stock depository and keeper only) at www.frasersproperty.co.th. by choosing only one of the specified types.

Yours faithfully,

.....

(Mrs. Prasnee Surastian)

Company Secretary

Telephone number: 02-483-0000 Ext. 0507, 4372, 0504

**Minutes of the 2023 Annual General Meeting of Shareholders
Through Electronic Means (E-AGM) of
Fraser's Property (Thailand) Public Company Limited**

The 2023 Annual General Meeting of Shareholders (the “**Meeting**”) was convened on Monday 16 January 2023, at 14.00 hrs., through live broadcasting from Victor Club, 7th Floor, Mitrtown Office Tower, No. 944, Rama 4 Road, Wang Mai Subdistrict, Pathum Wan District, Bangkok 10330 (“**E-AGM**”). In this regard, the Company has recorded the meeting in the form of video media.

Mr. Chainoi Puankosoom, Chairman of the Board, presided as the Chairman of the Meeting (the “**Chairman**”), and Miss Prasnee Surastian, Company Secretary, acted as the Secretary to the Meeting. There were directors, executives, auditors, and legal advisors attending the Meeting, as follows:

Directors attending the Meeting in person:

Mr. Chainoi Puankosoom	Chairman of the Board, Independent Director, Chairman of Compensation and Nomination Committee, Chairman of Corporate Governance and Sustainable Development Committee, and Member of Audit Committee
Mr. Panote Sirivadhanabhakdi	Vice Chairman of the Board of the Directors, Director, Chairman of the Executive Committee, Member of Compensation and Nomination Committee, and Member of the Risk Management Committee
Assoc. Prof. Tithiphan Chuerboonchai	Independent Director, Chairman of Audit Committee, Member of the Risk Management Committee, and Member of Corporate Governance and Sustainable Development Committee
Mr. Chotiphat Bijananda	Director and Chairman of the Risk Management Committee
Mr. Chatchaval Jiaravanon	Independent Director, Member of Audit Committee, and Member of Compensation and Nomination Committee
Mrs. Busaya Mathelin	Independent Director
Mr. Sithichai Chaikriangkrai	Director and Member of the Executive Committee
Mr. Thanapol Sirithanachai	Director, Member of the Executive Committee, Member of the Risk Management Committee, and Member of Corporate Governance and Sustainable Development Committee, and Chief Executive Officer

Directors attending the Meeting through electronic means:

Mr. Chai Vinichbutr Director

Executives in attendance:

Mr. Saenphin Sukhee	Chief Executive Officer of Housing Real Estate
Mr. Sapon Racharaksa	Chief Executive Officer of Industrial Real Estate
Mr. Somboon Wasinchutchawal	Chief Financial Officer
Miss Prasnee Surastian	Executive Vice President, Corporate Governance, Organizational Planning, Risk Management Committee and Sustainable Development Committee, and Company Secretary

Auditors in attendance:

Mr. Ekkasit Chuthamsatid KPMG Phoomchai Audit Co., Ltd.

Legal Advisor in attendance:

Miss Pratumporn Somboonpoonpol Weerawong, Chinnavat & Partners Ltd.

Before the Meeting started, the Company opened a video which demonstrated the method of system usage for vote casting and method in submitting shareholder's questions via message and video conference.

The Meeting started at 14.00 hrs.

The Chairman welcomed the shareholders attending the Meeting and informed them that concerning about the health and safety of its shareholders from the new wave of COVID-19 outbreak, the Company's Board of Directors had resolved to hold the 2023 Annual General Meeting of Shareholders through electronic meeting platform (E-AGM), as was the previous year, for the safety of shareholders and all stakeholders. For this Annual General Meeting of Shareholders, the Company scheduled the date for determination of shareholders who were entitled to attend the 2023 Annual General Meeting of Shareholders (Record Date) to be on Wednesday, 23 November 2022. Currently, the Company's paid -up capital is THB 2,319,277,419 with the par value of THB 1 per share, representing 2,319,277,419 shares with rights to attend the Meeting from the total of 3,052 shareholders. For this Annual General Meeting of Shareholders, there were 4 shareholders, holding 1,161,591 shares, attending the Meeting in person via electronic meeting, and 37 shareholders, holding 2,053,986,555 shares, attending the Meeting by proxy, totaling 41 shareholders, holding 2,055,148,146 shares, representing 88.6116 percent of the total issued shares of the Company. It can be

deemed that the number of the shareholders attended the Meeting in person and by proxy exceeded 25 shareholders and the number of shares of the shareholders were more than one-third of the total number of issued shares of the Company. A quorum was thus constituted in accordance with the Company's Articles of Association.

The Company had 11 directors in total, but 1 director interim resigned. The Board of Director is in the process of nominating a director to replace the vacating director. There are currently 10 directors remaining. The remaining 9 directors attended this Annual General Meeting of Shareholders, representing 90 percent of the total directors, whereby 8 directors attended the Meeting in person and 1 director attended the Meeting through electronic means. The Chairman declared the 2023 Annual General Meeting of Shareholders duly convened and individually introduced the total 9 directors attended the Meeting, as well as the executives, the Company's auditor, and legal advisors attending this Annual General Meeting of Shareholders. The Chairman invited Miss Thanapan Pachimsawat, a legal advisor from Weerawong, Chinnavat & Partners Ltd. to be an observer and Miss Yotika Sripongphankul, an independent auditor from KPMG Phoomchai Audit Co., Ltd. to act as a witness in the vote counting.

Then, the Chairman assigned Miss Prasnee Surastian, Company Secretary, to inform the Meeting of the procedures for vote casting and vote counting for each agenda.

Miss Prasnee Surastian, Company Secretary, clarified the procedures for vote casting and counting on each agenda of this meeting to all shareholders, as follows:

- For this Annual General Meeting of Shareholders, the Company has used the electronic meeting platform system that is in accordance with the standards of the Electronic Transaction Data Agency and criteria concerning the electronic meeting, including related laws. The Company used the Conference system where attendees can attend the Meeting, vote on each agenda, ask questions and give suggestions throughout the meeting. In this regard, the Company presented a demonstration video on how to use the Conference system at the beginning of this Meeting. If the shareholders have any difficulties in using the system, the shareholders can call, via telephone, 02-013-4322 and 080-008-7616, for assistance at any time during the Meeting.
- The number of voting rights of each shareholder shall be equivalent to the number of shares he or she holds in the Company, whereby one share is equivalent to one vote. With respect to the vote casting and the vote counting on each agenda, the Company shall count the votes of the shareholders attending the Meeting and by proxy. If a shareholder does not specify his or her intention on voting with respect to any agenda, the proxy shall be entitled to cast votes as he or she deems appropriate by selecting on to the voting menu system.
- The vote counting shall be conducted in 3 methods, as follows:
 - 1) The votes on an agenda for which the approval thereon requires a majority vote of the shareholders attending the Meeting and casting their votes shall be counted by only accumulating the votes of approval or disapproval cast by the shareholders who cast their vote. The votes of abstention shall be excluded.

- 2) The votes on an agenda for which the approval thereon requires votes of not less than two-thirds of the total votes of the shareholders attending the Meeting shall be counted by accumulating all votes of approval, disapproval, and abstention casted by the shareholders attending the Meeting.
 - 3) The votes on an agenda for which the approval thereon requires votes of not less than three-fourths of the total votes of the shareholders attending the Meeting and eligible to vote shall be counted by accumulating all votes of approval, disapproval, and abstention cast by the shareholders attending the Meeting and eligible to vote.
- The shareholder is able to cast their vote in each agenda by voting for approval, disapproval or abstention by selecting the menu to vote in the system during the period that the casting of vote is opened for each agenda. The Company would provide 1 minute for vote casting. If the shareholder or the proxy does not make any mark, it will be considered as a vote of approval.
 - In the case of a custodian that had submitted the proxy form and indicated their vote, the Company has already proceeded to collect such votes in the system.
 - Vote casting in the proxy form that the shareholders have already sent to the Company in the case of the votes with more than 1 box checked, except for Custodian cases, will be considered as a voided ballot and the Company shall not count as the votes in that agenda:
 - Prior to the voting on each agenda, the Chairman will give shareholders an opportunity to ask questions and express their opinions concerning such agenda as appropriate. The detail on how to ask questions was in accordance with the video that was demonstrated at the beginning of the Meeting. In this regard, in order for the Meeting to be able to continue, the shareholders are recommended the method to ask the questions as follows:
 - 1) The shareholders or proxies who wish to ask questions or express their opinions shall type such questions or expression through the chat-box in the system. The shareholders may begin to type their questions since the Meeting began and throughout the Meeting, the Company will collect questions to answer in the related agenda respectively.
 - 2) The Company will answer to the questions on each agenda from chat-box system that the shareholders have sent first. If there is any additional question or opinion, the shareholders shall select the raised hand icon to express their wishes to ask questions. When the request is allowed, the shareholders will be able to turn on their cameras and microphones to ask questions or expressing their opinion by informing the shareholders' names and surnames to the Meeting for acknowledgment.
 - 3) For other questions that are not related to the agenda of the Meeting, the Company will collect all questions to answer again at the end of the Meeting.
 - On each agenda, the Company shall propose the Meeting to discuss the agenda. After the discussion, the Company shall inform the Meeting of voting result of the discussed agenda by displaying the result on the

screen in four digits decimals. When the voting result of each agenda has been announced, it will be considered that the voting result of such agenda has been finalized.

The Chairman informed the Meeting that, in order to promote good corporate governance and to treat all shareholders equally, before this Annual General Meeting of Shareholders, the Company had given the opportunity to all shareholders to propose AGM agenda, candidate for nomination as the Company's director, and submit questions concerning the agendas for this Meeting in advance via the communication channel of the Stock Exchange of Thailand (the "SET") and the Company's website from 1 July 2022, but no shareholders nominated a person to be considered for election as the Company director and proposed any additional agendas.

Then, Miss Prasnee Surastian, Company Secretary, invited the Chairman to proceed to conduct the Meeting.

The Chairman then conducted the Meeting in accordance with the agenda stipulated in the notice of this Meeting, as follows:

Agenda 1: To consider and certify the Minutes of the 2022 Annual General Meeting of Shareholders, which was held on 12 January 2022

The Chairman proposed that the Meeting to consider and certify the Minutes of the 2022 Annual General Meeting of Shareholders, which was held on 12 January 2022. The details of which are set out in the copy of the minutes delivered to the shareholders along with the notice of this Meeting.

Afterwards, the Chairman gave the shareholders the opportunity to ask questions and express their opinions on this agenda.

There were no shareholders who asked any further questions or expressed any opinions on this agenda. The Chairman then proposed that the Meeting cast votes and informed the Meeting that the resolution on this agenda shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

Resolution: The Shareholder Meeting resolved by a unanimous vote to certify the Minutes of the 2022 Annual General Meeting of Shareholders, which was held on 12 January 2022, with the following votes:

Resolution	Number of votes (1 share = 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting and casting their votes
Approved	2,055,148,146	100.0000
Disapproved	0	0.0000
Total votes of the shareholders attending the Meeting and casting their votes	2,055,148,146	
Abstained	0	
Voided ballot(s)	0	

Agenda 2 To acknowledge the Company's performance report as of 30 September 2022

The Chairman invited the shareholders to view a video summarizing the Company's performance as well as delegated Mr. Thanapol Sirithanachai, Director, Member of the Executive Committee, Member of Risk Management Committee, Member of Corporate Governance and Sustainable Development Committee, and Chief Executive Officer, and Mr. Somboon Wasinchutchawal, Chief Financial Officer, to report a summary of the Company's performance and additional details in part of the financial figures for the fiscal year 2022 respectively to the Meeting for acknowledgement.

Mr. Thanapol Sirithanachai reported that the Company has entered its third year of the merger and is regarded as the first fully integrated real estate company. It operates 3 types of business, namely residential real estate business, industrial real estate business, and commercial real estate business.

Regarding residential real estate business, in the past year, the Company has a total of 75 projects available for purchase, 61 of which are in Bangkok and perimeter, 31 of which are townhouses, 18 of which are single detached houses, and 12 of which are twin houses, and 14 projects in other provinces, distributed in 8 provinces across Thailand. As for the performance in 2022, the Company's revenue is similar to that in 2021, meanwhile, when compared to the net profit, it will see a significant increase with the operating results increased by 72 percent as a result of the Company's strategy to change the proportion of business management by focusing on projects that still have continuous demand, that is, increasing the proportion of projects of detached houses while maintaining the standard of townhouses.

When considering the increasing number of projects commenced for operation by the Company, from 14 projects to 18 projects in the past year, it is evident that the Company has increased the proportion of single-detached house significantly, and if considering only the single-detached house project, it can be realized that revenue has increased by approximately 74 percent, representing a change in strategy to cope with the challenges of the last year.

However, with the strategy to focus on the development of the Company's existing land (Land Bank) to launch 17 new projects, there has been an adjustment to the proportion of the business management by increasing the size of single-detached house projects. Specifically, the pricing strategy which enables the Company to improve the gross profit margin steadily in every quarter. In addition, there has been a reduction and control of the administrative expenses of the Company, and which also resulted in the increased profitability of the residential real estate business significantly in the past year.

As for the industrial real estate business, warehouse logistics still had a continuous demand. The Company is able to maintain the rental rate at 84 percent under the management of the total area of approximately 3.4 million square meters, including the Company's projects that were completed and delivered, all of which received all green building standards. In addition, the Company has a plan to increase its investments in Vietnam and Indonesia, utilizing its logistics capabilities to neighboring countries, and the Company has also won awards in various fields such as Green Building Standards and Sustainable Development.

Regarding commercial real estate, the Company is still able to maintain an occupancy rate of more than 90 percent across all of its projects. As for various Company's hotels, occupancy rates have improved due to the government's opening-up strategy.

During the previous year, the Company has successfully completed the following projects:

- Silom Edge project, which is a replacement project for the Golden Land Building due to the lease term expiring.
- The development of the Queen Sirikit National Convention Center project, which the Company has already handed over the Queen Sirikit National Convention Center building.
- Samyan Mitrtown project, the Company observed that the number of users utilizing the services is close to the normal situation, which is a clear indication that the diversity of products can satisfy the demands.
- Triple Y Residence project, which is a part of the Samyan Mitrtown project, the Company has already sold all of the condominium units in the Triple Y Residence project.

The Company has also received awards for various aspects of its office buildings such as energy efficiency, safety, and cleanliness.

Another significant strategy of the Company is Sustainability or ESG, which has 3 components: Environmental, Social and Governance with details as follows:

1. Environmental

The Company has announced a net zero carbon emission policy (Net Zero Carbon) by the year 2050 (AD 2050), which the Company has been implementing for the past three years and has set targets in ESG areas covering three aspects, including collaborating with partners to host the Sustainability Expo 2022 at the Queen Sirikit National Convention Center.

2. Social

The Company has taken care of the surrounding communities and is socially responsible. The Company organizes a variety of activities for the community including the Company's employees, such as blood donation, assisting the Company's employees and communities during the past COVID-19 pandemic situation.

3. Governance

The Company has been assessed for corporate governance at the "Excellent" level of 5 stars for the third consecutive year by the Thai Institute of Directors Association (IOD).

The Company has been a member of the Thai Private Sector Collective Action Coalition Against Corruption (CAC) since 2017.

The Company was selected to be in Thailand Sustainability Investment (THSI) or sustainable stock for the year 2022 for three consecutive years: and

The Company has been rated A Level standard for corporate sustainability disclosure in the Southeast Asia Diversified Business category in accordance with GRESB (Global Real Estate Sustainability Benchmark) standard, which is an international standard for three consecutive years.

Although 2023 will still be a difficult year for the Company due to various factors such as inflation, rising interest rates, fluctuating energy prices, or international political conflicts between various countries, including the impact on purchasing power. The Company has prepared strategies for each business and is committed to conducting business with the goal of creating a space that maintains a positive experience.

In the following order, Mr. Thanapol Sirithanachai invited Mr. Somboon Wasinchutchawal, Chief Financial Officer, to clarify additional details in the financial numbers section.

Mr. Somboon Wasinchutchawal explained to the Meeting that the Company has been affected by the spread of the COVID-19 virus over the past two years. However, the Company's operating results continue to increase in 2022. The Company's total assets are approximately THB 99,000 million. Meanwhile, the Company has a net profit of approximately THB 2,464 million, an increase when compares with the prior year. Moreover, in terms of financial stability, TRIS Rating has rated the Company at A Stable level for two consecutive years. Although the Company's assets have increased, the Company is still maintaining a debt-to-equity ratio of 1.47, which equals to the like of last year. The Company also succeeded in issuing two series of debentures worth THB 4,000 million and THB 3,000 million, totaling THB 7,000 million, with effective cost management.

In this regard, the Company has delivered to the shareholders, along with the Meeting invitation letter, the Company's operating results report and financial statements for the fiscal year ended 30 September 2022, which are detailed in the 2022 Annual Report in QR Code format.

In the past year, the Company has a total revenue of THB 16,347 million, a 4 percent increased, primarily due to the following factors:

- In 2022, the Company's revenue from real estate sales has not changed compared to the previous year. Although the revenue from real estate sales was not different, the cost of real estate sales has decreased by 7.3 percent, resulting in a THB 700 million increase in the Company's profit.
- Revenue from rental and related services increased approximately 9 percent mainly due to the expansion of warehouse size. Although the number of short-term tenants decreased, the Company was still able to maintain the occupancy rate at 84 percent.
- The Company has grown in part through the acquisition of additional subsidiaries' assets in Indonesia since June 2022, including a warehouse factory in Binh Duong, Vietnam, which was completed in September 2022, and can be recognized as income for the Company, and it can be seen that the Company currently has a warehouse base spread across three countries, which can support the Company's future growth.
- In term of office building, the revenue has increased. The Company was able to maintain the rate of increase. Although the lease for the Golden Land Building expired in August 2022, the Company discovered that tenants continued to leave, which should result in lower revenue but is able to offset by the Silom Edge project, which will keep the same profit margin.
- Revenue from the hotel business has increased 100% due to the government's policy to open up the country. As a result, the revenue and occupancy rate of the hotel increased.

- Profit realization from redemption of investment units from Gold Property Fund (GOLDPF); due to the fund's closure, there will be additional income for the Company, which will in theory increase the Company's pre-operating profit assets.
- The increase in the Company's profit will result in an increase in the shareholders' return on equity from 4.78 percent to 6.97 percent and profit attributable to major shareholders increased by 55.4 percent or amounted to THB 2,464 million, resulting in an increase in earnings per share to THB 1.06.

Regarding the Company's statement of financial position for the year 2022, the Company's total assets were THB 98,967 million. This is primarily due to the increase in the development of real estate properties for sale and real estate properties for investment, as a result of the acquisition of assets in Indonesia and the development of the Silom Edge project resulting in higher expenses and warehouses in the country, as stated in the financial statements. Although sales to Real Estate Investment Trusts (REITs) have increased, overall, assets have continued to rise by 6 percent.

The Company's total liabilities increased by 7%, but the Company's debt-to-equity ratio remained unchanged. This was accomplished by effectively controlling the growth and increase in debt, and when considering the overall situation, the Company's profit margin still has room for expansion.

Afterwards, the Chairman provided the shareholders the opportunity to ask questions and express their opinions on this agenda.

No shareholders asked any additional questions and expressed any further opinions regarding this agenda. The Chairman, therefore, informed the Meeting that this agenda is for acknowledgment and does not require a resolution.

Resolution: The Meeting acknowledged the Company's performance report as of 30 September 2022 with details as reported.

Agenda 3: To consider and approve the Statement of Financial Positions and profit and loss statement for the year ended 30 September 2022

The Chairman proposed that the Meeting consider and approve the Statement of Financial Positions and the profit and loss statement for the year ended 30 September 2022, which were audited by KPMG Phoomchai Audit Co., Ltd., the certified public accountant of the Company. The certified public accountant was of the opinion that such financial statements showed financial positions and operating results which were prepared fairly and accurately, in all material aspects, in accordance with the Thai Financial Reporting Standards. The financial statements received approval from the Audit Committee and the Board of Directors. The details of which are set out in the Annual Report of the Company delivered to shareholders together with the notice of this Meeting, in which the essence of the financial information was presented in the previous agenda.

Afterwards, the Chairman gave the shareholders the opportunity to ask questions and express their opinions on this agenda.

There were no shareholders who asked any further questions or expressed any opinions on this agenda. The Chairman then proposed that the Meeting cast votes and informed the Meeting that the resolution on this agenda shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

Resolution: The Shareholder Meeting resolved by a unanimous vote to approve the audited financial statements for the year ended 30 September 2022, with the following votes:

Resolution	Number of votes (1 share = 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting and casting their votes
Approved	2,055,148,146	100.0000
Disapproved	0	0.0000
Total votes of the shareholders attending the Meeting and casting their votes	2,055,148,146	
Abstained	0	
Voided ballot(s)	0	

Agenda 4: To consider and approve the dividend payment for the fiscal year ended 30 September 2022

The Chairman delegated Mr. Somboon Wasinchutchawal, Chief Financial Officer, to inform the Meeting of the details regarding this agenda.

Mr. Somboon Wasinchutchawal informed the Meeting that in order to comply with Article 33 of the Company's Articles of Association which provides that the profit appropriation shall be considered and approved by the Annual General Meeting of Shareholders. In addition, the Section 116 of the Public Limited Companies Act B.E. 2535 (1992) (including any amendments thereto) and Article 41 of the Company's Articles of Association stipulate that the Company is required to allocate a portion of annual net profit as a reserved fund in the amount no less than 5 percent of the annual net profit less the accumulated loss brought forward (if any), until the reserve fund attains the amount of no less than 10 percent of registered capital of the Company.

Presently, the Company has its registered capital of THB 3,710.84 million and the Company has a legal reserve amounted as per the Separate Financial Statement of THB 371.08 million, which is 10 percent of registered capital of the Company. Therefore, the legal reserve amount of the Company reaches the amount as required by law so there is no need to allocate annual net profits as legal reserve.

With respect to the dividend payment, the Company has a policy of dividend payment to shareholders amounting to no less than 40 percent of net profit after deductions of tax under the consolidated financial statements. The dividend payment will be based on the operating results of the Company, financial position, investment, and other factors relevant to the Company's business operation, as the Board of Directors deems appropriate.

For the fiscal year ended 30 September 2022, the Company has a net profit under the consolidated financial statements of THB 2,464.50 million and the Company has a net profit in regards of the shareholders' equity of the parent company of THB 2,464.46 million, the Board of Directors deemed it appropriate to propose that the Meeting approves the dividend payment from the net profit of the Company, at the rate of THB 0.43 per share, equivalent to a dividend pay-out ratio of 40.5 percent of net profit, which is the appropriate rate on the view of the Board of Directors and in accordance with the Company's dividend policy.

Therefore, the Company shall pay the dividend to the shareholders whose names have appeared on the Book of shareholders' registration on the Record Date on Wednesday, 23 November 2022. The Company shall pay the dividend on Friday, 10 February 2023.

Afterwards, the Chairman gave the shareholders the opportunity to ask questions and express their opinions on this agenda.

There were no shareholders who asked any further questions or expressed any opinions on this agenda. The Chairman then proposed that the Meeting cast votes and informed the Meeting that the resolution on this agenda shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

Resolution: The Shareholder Meeting resolved by a unanimous vote to approve the dividend payment for the fiscal year ended 30 September 2022 at the rate of THB 0.43 per share, as well as the scheduling of Wednesday, 23 November 2022 the date to record the names of shareholders who are entitled to dividend payments (Record Date), and Friday, 10 February 2023 as the date of the dividend payment, with the following votes:

Resolution	Number of votes (1 share= 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting and casting their votes
Approved	2,055,148,146	100.0000
Disapproved	0	0.0000
Total votes of the shareholders attending the Meeting and casting their votes	2,055,148,146	
Abstained	0	
Voided ballot(s)	0	

Agenda 5: To consider and approve the appointment of the replacement of directors who retire by rotation for the year 2023

The Chairman informed the Meeting that, as the Chairman had interests and was one of the directors who had to retire by rotation in 2023, Mr. Panote Sirivadhanabhakdi, Vice Chairman of the Board of the Directors, was assigned to act as

the chairman of the Meeting for this agenda item instead. Then the Chairman and three directors who had to retire by rotation requested to leave the Meeting room prior the consideration of this agenda item.

Mr. Panote Sirivadhanabhakdi, Vice Chairman of the Board of the Directors, informed the Meeting that in accordance with the Public Limited Companies Act B.E. 2535 (1992) (including any amendments thereto) and Article 17 of the Company's Articles of Association provide that at every annual general meeting of shareholders, one-third of the directors who have held office longest shall vacate office in sequence. Directors vacating office may be re-elected. In this Annual General Meeting of Shareholders, there are 4 directors retiring by rotation, namely:

- | | |
|---|---|
| 1. Mr. Chainoi Puankosoom | Chairman of the Board, Independent Director, Chairman of Compensation and Nomination Committee, Chairman of Corporate Governance and Sustainable Development Committee, and Member of Audit Committee |
| 2. Assoc. Prof. Tithiphan Chuerboonchai | Independent Director, Chairman of Audit Committee, Member of Risk Management Committee, and Member of Corporate Governance and Sustainable Development Committee |
| 3. Mr. Chotiphat Bijananda | Director and Chairman of Risk Management Committee |
| 4. Mr. Sithichai Chaikriangkrai | Director and Member of the Executive Committee |

To comply with the good corporate governance principles of the Company and to enable the shareholders to independently cast votes, The 4 directors who will retire by rotation requested to leave the Meeting room during the consideration of this Agenda 5.

Mr. Panote Sirivadhanabhakdi then informed the Meeting that during the period from 1 July 2022 - 30 September 2022, the Company invited shareholders to propose the names of qualified persons to be elected as directors and to propose the list of names to the shareholders' Meeting to be elected as the Company's director via the communication channel of the SET and the Company's website. After such invitation period, there were no shareholders proposing any persons to be elected as directors.

The Board of Directors, excluding the interested directors, considered and approved the proposal of the Compensation and Nomination Committee, and deemed it appropriate to propose the shareholders' Meeting to re-elect Mr. Chainoi Puankosoom, Assoc. Prof. Tithiphan Chuerboonchai, Mr. Chotiphat Bijananda, Mr. Sithichai Chaikriangkrai, directors retiring their office by rotation, to hold office as directors for another term, since these directors are knowledgeable, skilled, competent, experienced and experts in the business of the Company. Further, they have good morale, vision and perspective and are ready to fully carry out their duty to the best of their efforts. Further, they are fully qualified under the Public Limited Companies Act B.E. 2535 (1992) (including any amendments thereto) and possess no prohibited characteristics of directors as prescribed by the Securities and Exchange Commission ("**SEC**") and other relevant laws. The background and related information of the directors proposed for re-election as directors, appear in the Meeting's

supporting documents, which were delivered to all shareholders together with the notice calling this Meeting and which are available on the E-AGM screen.

Afterwards, Mr. Panote Sirivadhanabhakdi gave the shareholders the opportunity to ask questions and express their opinions on this agenda.

There were no shareholders who asked any questions or expressed any opinions on this agenda. The Chairman then proposed that the Meeting cast votes for each director on an individual basis and informed the Meeting that the resolution on this agenda shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

Resolution: The Shareholder Meeting resolved by a vote to approve replacement of 4 directors due to retire by rotation by re-electing such directors to hold office for another term, by having a resolution on an individual basis, with the following votes:

1) Mr. Chainoi Puankosoom

Resolution	Number of votes (1 share= 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting and casting their votes
Approved	2,055,123,446	99.9988
Disapproved	24,700	0.0012
Total votes of the shareholders attending the Meeting and casting their votes	2,055,148,146	
Abstained	0	
Voided ballot(s)	0	

2) Assoc. Prof. Tithiphan Chuerboonchai

Resolution	Number of votes (1 share= 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting and casting their votes
Approved	2,055,092,256	99.9973
Disapproved	55,890	0.0027
Total votes of the shareholders attending the Meeting and casting their votes	2,055,148,146	
Abstained	0	
Voided ballot(s)	0	

3) Mr. Chotiphat Bijananda

Resolution	Number of votes (1 share= 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting and casting their votes
Approved	2,055,092,256	99.9973
Disapproved	55,890	0.0027
Total votes of the shareholders attending the Meeting and casting their votes	2,055,148,146	
Abstained	0	
Voided ballot(s)	0	

4) Mr. Sithichai Chaikriangkrai

Resolution	Number of votes (1 share= 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting and casting their votes
Approved	2,055,123,446	99.9988
Disapproved	24,700	0.0012
Total votes of the shareholders attending the Meeting and casting their votes	2,055,148,146	
Abstained	0	
Voided ballot(s)	0	

Mr. Panote Sirivadhanabhakdi invited the 4 directors to return to the Meeting room for consideration of the next agenda item.

Agenda 6: To consider and approve the directors' remuneration for the year 2023

The Chairman assigned Mr. Thanapol Sirithanachai, Director and Chief Executive Officer to inform the Meeting of the details regarding this agenda.

Mr. Thanapol Sirithanachai explained that in return for the performance of the directors, the Board of Directors have considered the directors' remuneration for the year 2023, by taking into account the duties and responsibilities of the directors and the business expansion of the Company, and the remuneration policy of the Company that can be compared with other companies listed in the SET in the same industry and having business of the same size, therefore, deemed it appropriate to propose that the Meeting consider to remain the rate of fixed remuneration and director's meeting allowance for the year 2023 including extra remuneration (if any) to be in the total amount of not exceeding THB 20,000,000, which is the same amount proposed to approve from the previous shareholders' meeting.

The directors' fixed remuneration and meeting allowance for the year 2023 comprise of:

Unit: Baht/person	Chairman		Members	
	Meeting allowance (per meeting)	Remuneration (per month)	Meeting allowance (per meeting)	Remuneration (per month)
Remuneration for the Board of Directors	25,000	35,000	20,000	25,000
Remuneration for the Executive Committee	-	25,000	-	20,000*
Remuneration for the Audit Committee	-	40,000	-	30,000
Remuneration for the Compensation and Nomination Committee	22,000	-	18,000	-
Remuneration for the Corporate Governance Committee	22,000	-	18,000	-
Remuneration for the Risk Management Committee	22,000	-	18,000	-

*The director who is the management of the Company will not receive the director's remuneration.

Afterwards, the Chairman gave the shareholders the opportunity to ask questions and express their opinions on this agenda.

There were no shareholders who asked any further questions or expressed any opinions on this agenda. The Chairman then proposed that the Meeting cast votes and informed the Meeting that the resolution on this agenda shall be passed by votes of no less than two-thirds of the total votes cast by the shareholders attending the Meeting.

Resolution: The Shareholder Meeting resolved by more than two-thirds of the total votes of the shareholders attending the Meeting to approve the directors' remuneration for the year 2023 to be in the total amount of not exceeding THB 20,000,000 in which the remuneration of the Board of Directors, Remuneration for the Executive Committee, Remuneration for the Audit Committee, Remuneration for the Compensation and Nomination Committee, Remuneration for the Corporate Governance Committee Remuneration for the Risk Management Committee, including special remuneration (if any). This shall be in the total amount of not exceeding THB 20,000,000, whereby in the special remuneration, the Compensation and Nomination Committee will consider and allocate as appropriate depending on the Company's performance and obligations, responsibilities of each director, and to maintain the rate of monthly remuneration and meeting allowance of the directors. The voting result is as follows:

Resolution	Number of votes (1 share= 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting
Approved	2,055,123,446	99.9988
Disapproved	24,700	0.0012
Abstained	0	
Total votes of the shareholders attending the Meeting	2,055,148,146	
Voided ballot(s)	0	

Agenda 7: To consider and approve the appointment of the auditors and the determination of the audit fee for the year 2023

The Chairman then delegated Assoc. Prof. Tithiphan Chuerboonchai, the Chairman of the Audit Committee, to inform the Meeting of the details regarding this agenda.

Assoc. Prof. Tithiphan Chuerboonchai reported to the Meeting that, to comply with Section 120 of the Public Limited Companies Act B.E. 2535 (1992) (including any amendments thereto) and Article 38 of the Company's Articles of Association stipulate that the Annual General Meeting of Shareholders shall appoint the auditor and determine the audit fee of the Company each year. The Board of Directors, per suggestions of the Audit Committee, deems it appropriate for the shareholders to consider and approve the appointment of 4 auditors from KPMG Phoomchai Audit Co., Ltd., as proposed to be the Company's auditor for the year 2023, with the list as follows:

Name	Certified Public Accountant (CPA) No.
1. Mr. Ekkasit Chuthamsatid	4195; or
2. Ms. Yuvanuch Thepsongvaj	5371; or
3. Ms. Wilaiwan Phonprasert	8420; or
4. Ms. Kanokorn Phooriphanyawanit	10512; or

The proposed 4 auditors from KPMG Phoomchai Audit Co., Ltd., which is famous, reliable and has acceptable standards and the said auditors possess qualifications required by the SEC and have no relationship and conflict of interest with the Company, its subsidiaries, executives, major shareholders or persons related to those persons. Therefore, they are independent for audit and to express their opinion to the financial statement of the Company and its subsidiaries. In addition, none of the said auditor has performed a duty as the Company's auditor for a duration exceeding the number of years stipulated by relevant notification.

Concurrently the Board of Directors proposed the proposal of the Audit Committee and deemed it appropriate to propose to the Meeting to consider and approve the audit fee in the amount of not exceeding THB 1,850,000 which is equal to the year 2022, excluding other expenses that are actually disbursed, such as document fees, travel expenses. However, the Company does not have any other service fees besides audit fees.

Afterwards, the Chairman gave the shareholders the opportunity to ask questions and express their opinions on this agenda.

There were no shareholders who asked any further questions or expressed any opinions in this agenda. The Chairman then proposed that the Meeting cast votes and informed the Meeting that the resolution on this agenda shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

Resolution: The Shareholder Meeting resolved by an unanimous vote to approve the appointment of: Mr. Ekkasit Chuthamsatid, CPA No. 4195; or Ms. Yuwanuch Thepsongvaj, CPA No. 5371; or Ms. Wilaiwan Phonprasert, CPA No. 8420; or Ms. Kanokorn Phooriphanyawanit, CPA No. 10512 of KPMG Phoomchai Audit Co., Ltd., as the auditor of the Company for the year 2023, with the audit fee of not exceeding THB 1,850,000, with the following votes:

Resolution	Number of votes (1 share= 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting and casting their votes
Approved	2,055,148,146	100.0000
Disapproved	0	0.0000
Total votes of the shareholders attending the Meeting and casting their votes	2,055,148,146	
Abstained	0	
Voided ballot(s)	0	

Agenda 8: To consider and approve the amendment to the Company's Articles of Association by amending Articles 25, 28-30 and 44

The Chairman then delegated Miss Prasnee Surastian, the Company Secretary, to inform the Meeting of the details regarding this agenda.

Miss Prasnee Surastian informed the Meeting that, as per the enforcement of the Public Limited Companies Act (No. 4) B.E. 2565 (2022) in Royal Gazette, effective as of 24 May 2022, the Board of Directors deemed it appropriate to propose to shareholders' Meeting to consider and approve the amendment to the Company's Articles of Association by amending Articles 25, 28-30 and 44. The details are as follows:

Company's Current Articles of Association	Proposed change
<p>Section 25 The Board of Directors shall meet at least once in every three months.</p> <p>In calling a meeting of directors, the Chairman of the Board or the person designated by the Chairman shall send a notice to each director not less than seven days in advance of the meeting, except in case of an emergency where it is necessary to protect the rights or privileges of the Company, when a meeting may be called by other means and on shorter notice.</p> <p>If two or more directors request that a meeting of directors be held, the Chairman of the Board or the director designated by the Chairman shall fix a meeting date within fourteen days after receipt of such request.</p> <p>The Board of Directors may hold a meeting at the Company's head office or at any other place throughout the Kingdom or may hold a meeting outside Thailand.</p>	<p>Section 25 The Board of Directors shall meet at least once in every three months.</p> <p>In calling a meeting of directors, the Chairman of the Board or the person designated by the Chairman shall send a notice to each director not less than three days in advance of the meeting, except in case of an emergency where it is necessary to protect the rights or privileges of the Company, when a meeting may be called by electronic means or other means and on shorter notice.</p> <p>However, <u>if it is reasonable, or for the protection of the Company's interest,</u> at least two directors may jointly request that the Chairman of the Board summon a meeting of the Board of Directors, <u>whereby the agendas and reasons that will be proposed for consideration</u> must be specified. In the case that a request is made by at least two directors, the Chairman of the Board shall summon and fix the date of the meeting within fourteen days of the date of receipt of the request.</p> <p><u>In the case where the Chairman of the Board does not take action in accordance with the provision in paragraph three, the requesting directors may jointly summon and fix the date of the meeting of the Board of Directors to consider the proposed agenda items within fourteen days of the end of such period mentioned in paragraph three.</u></p> <p>The Board of Directors may hold a meeting at the Company's head office, or in any other province throughout the Kingdom, or via electronic means. <u>In the case of a meeting via electronic means, the Company's head office shall be deemed the venue of such meeting.</u></p>
<p>Section 28 The Board of Directors shall hold an annual general meeting within four months after the end of each fiscal year.</p> <p>All meetings of shareholders other than annual general meetings referred to in the foregoing paragraph are called</p>	<p>Section 28 The Board of Directors shall hold an annual general meeting within four months after the end of each fiscal year.</p> <p>All meetings of shareholders other than annual general meetings referred to in the foregoing paragraph are called</p>

<p>“Extraordinary Shareholders’ Meeting”. The Board of Directors may summon an extraordinary shareholders’ meeting at any time as they may think fit; or any shareholder or shareholders holding an aggregate of at least one-tenth of the total shares sold may at any time subscribe their names requesting in writing that an extraordinary shareholder’s meeting shall be held, by clearly stating the reason for convening such meeting in the written request. In this case, the Board of Directors shall hold a shareholder’s meeting within forty-five days after receipt of such written request from the shareholder(s).</p> <p>In the event the Board of Directors fails to convene the shareholder’s meeting within the period under paragraph two, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five days from the date of expiration of the period under paragraph two. In such case, the meeting is deemed to be a shareholders’ meeting called by the Board of Directors, and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and the Company shall reasonably provide facilitation. In the event that, at the shareholders’ meeting called by the shareholders under paragraph three, the number of the shareholders present in the meeting does not constitute quorum as prescribed in this Articles of Association, the shareholders under paragraph three shall jointly compensate the Company for the expenses incurred in arrangements for convening that meeting.</p>	<p>“Extraordinary Shareholders’ Meeting”. The Board of Directors may summon an extraordinary shareholders’ meeting at any time as they may think fit; or any shareholder or shareholders holding an aggregate of at least one-tenth of the total shares sold may at any time subscribe their names requesting in writing that an extraordinary shareholder’s meeting shall be held, by clearly stating the reason for convening such meeting in the written request. In this case, the Board of Directors shall hold a shareholder’s meeting within forty-five days after receipt of such written request from the shareholder(s).</p> <p>In the event the Board of Directors fails to convene the shareholder’s meeting within the period under paragraph two, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five days from the date of expiration of the period under paragraph two. <u>The shareholders calling the meeting may send the notice of the meeting to the shareholders by electronic method, if such shareholders have notified their intention or given their consent to the Company or the Board of Directors in accordance with the criteria prescribed by law.</u> In this case, the meeting is deemed a shareholders’ meeting called by the Board of Directors, and the Company shall be responsible for the necessary expenses incurred as a result thereof, and shall reasonably facilitate the meeting.</p> <p>In the case where the quorum, as specified in these Articles of Association, of the meeting called by the shareholders in accordance with paragraph three cannot be constituted, the shareholders under paragraph three shall jointly compensate the Company for the expenses incurred as a result of the meeting.</p>
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<p>Section 29 In calling a meeting of shareholders, the Board of Directors shall give notice specifying the place, the date, the hour, the agenda of the meeting, the matters proposed for acknowledgment, approval or consideration, as the case may be, and the directors' opinion on such matters. Such notice shall be given to each shareholder and the Share Registrar at least seven days prior to the meeting and shall also be published in a daily newspaper for three days consecutively and at least three days in advance of the meeting.</p> <p>A meeting of shareholders may be held at the Company's head office or at any other place throughout the Kingdom.</p>	<p>Section 29 In calling a meeting of shareholders, the Board of Directors shall give notice specifying the place, the date, the hour, the agenda of the meeting, the matters proposed for acknowledgment, approval or consideration, as the case may be, and the directors' opinion on such matters. Such notice shall be given to each shareholder and the Share Registrar at least seven days prior to the meeting and shall also be published in a daily newspaper for three days consecutively and at least three days in advance of the meeting. <u>The Company may advertise the notice via electronic means in accordance with the criteria prescribed by law instead.</u></p> <p>A meeting of shareholders may be held at the Company's head office or in any other province throughout the Kingdom as may be <u>determined by the Board of Directors.</u></p> <p><u>In the event that any shareholders' meeting is conducted via electronic means, the Company's head office shall be deemed the venue of such meeting.</u></p>
<p>Section 30 A shareholder may appoint a proxy to attend and vote on his behalf at a meeting of shareholders. An instrument appointing a proxy shall be dated and signed by the shareholder and shall be in the form determined by the Share Registrar.</p> <p>The proxy instrument shall be presented to the Chairman of the Board of Directors or the person designated by the Chairman before the proxy attends the meeting.</p>	<p>Section 30 A shareholder may appoint a proxy to attend and vote on his behalf at a meeting of shareholders. An instrument appointing a proxy shall be dated and signed by the shareholder and shall be in the form determined by the Share Registrar.</p> <p>The proxy instrument shall be presented to the Chairman of the Board of Directors, or the person designated by the Chairman before the proxy attends the meeting. <u>Appointment of a proxy may be carried out via electronic means, provided that such method is safe, and that it is credible that such appointment has been duly made by a shareholder in accordance with the criteria prescribed by the Share Registrar.</u></p>
<p>Section 44 The meeting of the Board of Directors and the shareholder's meeting as prescribed in this Articles</p>	<p>Section 44 The meeting of the Board of Directors and the shareholder's meeting as prescribed in this Articles</p>

<p>of Association or as prescribed by the laws, may be held through the electronic channels. Nevertheless, the meeting to be held through the electronic channels, the delivery of meeting invitation letters, and the documents used in the meeting including the filing of the copies of the invitation letters and any documents shall be in compliance with the relevant applicable laws or regulations regarding the meeting through electronic channel enforceable at the time. Such meeting of the Board of Directors and the shareholder's meeting through the electronic channels shall be deemed the same as the Board of Directors and the shareholder's meeting held at one place, according to the method as prescribed by the laws and this Article of Association.</p>	<p>of Association or as prescribed by the laws, may be held through the electronic channels. Nevertheless, the meeting to be held through the electronic channels, the delivery of meeting invitation letters, and the documents used in the meeting including the filing of the copies of the invitation letters and any documents shall be in compliance with the relevant applicable laws or regulations regarding the meeting through electronic channel enforceable at the time. Such meeting of the Board of Directors and the shareholder's meeting through the electronic channels shall be deemed the same as the Board of Directors and the shareholder's meeting held at one place, according to the method as prescribed by the laws and this Article of Association.</p> <p><u>In the event that the Company or the Board of Directors is obliged to send letters or documents in accordance with the provisions of the Public Limited Companies Act B.E. 2535 (1992) (including any amendments thereto) to the directors, shareholders, or creditors of the Company, if such persons have notified their intention to receive or consented to the delivery of, letters or documents via electronic means, the Company or the Board of Directors may send such letters or documents via electronic means in accordance with the criteria prescribed by law.</u></p>
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All details were shown in the invitation letter to the shareholders' meeting that the Company sent to the shareholders in advance. The shareholders are requested to approve the authorization to the person delegated by the authorized directors of the Company to proceed with the registration of the amendment of the Company's Articles of Association, including to amend and/or add additional wordings as instructed by the registrar as necessary and appropriate until completion; however, such amendment should not affect the substance of the amendment to the Company's Articles of Association.

Afterwards, the Chairman gave the shareholders the opportunity to ask questions and express their opinions on this agenda.

There were no shareholders who asked any further questions or expressed any opinions on this agenda. The Chairman then proposed the Meeting to approve the amendment to the Company's Articles of Association by amending Articles

25, 28-30 and 44 and informed the Meeting that the resolution on this agenda shall be passed by votes of no less than three-fourths of the total votes cast by the shareholders attending the Meeting and casting their votes.

Resolution: The Shareholder Meeting resolved by unanimous votes of the shareholders attending the Meeting to approve the amendment to the Company's Articles of Association by amending Articles 25, 28-30 and 44 regarding the Meeting to be held through the electronic channels and the authorization to the person delegated by the authorized directors of the Company to proceed with the registration of the amendment of the Company's Articles of Association, including to amend and/or add additional wordings as instructed by the registrar as necessary and appropriate until completion; however, such amendment should not affect the substance of the amendment to the Company's Articles of Association. The voting result is as follows:

Resolution	Number of votes (1 share= 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting
Approved	2,055,148,146	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total votes of the shareholders attending the Meeting and casting their votes	2,055,148,146	
Voided ballot(s)	0	

Agenda 9: To consider and approve the extension of the period for the allocation of newly-issued ordinary shares under the General Mandate

The Chairman then delegated Mr. Somboon Wasinchutchawal, Chief Financial Officer, to inform the Meeting of the details regarding this agenda.

Mr. Somboon Wasinchutchawal informed the Meeting that, the Company has planned for the business expansion and growth on a continuous basis in order to generate income and profit which will generate returns to the shareholders. Therefore, in order to support the Company's business expansion as targeted and to increase a capability in sourcing fund from capital market suitably and flexibly in the case the Company has necessity to use fund.

The Board of Directors deemed it appropriate to propose to consider and approve the extension of the period for the allocation of newly-issued ordinary shares under the General Mandate, in an amount not exceeding THB 1,391,566,449 at a par value of THB 1 per share, which are required to be completed by the date of the 2023 Annual General Meeting of Shareholders. The details of the allocation of newly-issued ordinary shares under the General Mandate are described in Enclosure 5 which sent to the shareholders together with the Meeting invitation letter.

In this agenda, it is to approve the extension of the allocation of the newly issued ordinary shares of the Company under a General Mandate which is consistent with the regulations of the SET as follows:

- | | |
|------------|---|
| Method (1) | Shares allocation of not exceeding 695,783,225 shares, representing 30 percent of the Company's paid-up capital, by way of a rights offering; |
| Method (2) | Shares allocation of not exceeding 463,855,483 shares, representing 20 percent of the Company's paid-up capital, by way of a public offering; |
| Method (3) | Shares allocation of not exceeding 231,927,741 shares, representing 10 percent of the Company's paid-up capital, by way of a private placement. |

However, such conditions are subject to the approval of the 2023 Annual General Meeting of Shareholders in all respects.

In addition, the Board of Directors deemed it appropriate to propose to the 2023 Annual General Meeting of Shareholders to authorize the Board of Directors of the Company with authority to do the followings:

- to consider the offering for sale of the Company's newly-issued ordinary shares whether for the shares to be offered in a single or multiple offering. In allocating the newly-issued ordinary shares to be in accordance with the conditions set by the SET following the details that have been presented before and request the Board of Directors to determine the objectives, date and time of the offering, the offering price, and the details and conditions in relation to the allocation of the Company's newly-issued ordinary shares, provided that the newly-issued ordinary shares shall not be allocated to connected persons (under the Notification of the Capital Market Supervisory Board No. TorChor. 21/2551 (2008) Re: Rules on Connected Transactions and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions B.E. 2546 (2003)) with respect to the offering of shares to the public or and for private placement and it must not be an offering of shares at a low price (pursuant to the Notification of the Capital Market Supervisory Board concerning the Application for and Granting of Permission to Offer Newly-Issued Shares to public offering or private placement);
- to be offered in the private placement must be made in view of maintaining the best interests of the Company and the shareholders, provided that the price must not be lower than any of the following prices: (a) the volume weighted-average price of the shares trading on the SET for not less than 7 consecutive working days, but no longer than 15 consecutive working days, before the date on which the offering price is determined, and the discount must not exceed 10 percent of such price; or (b) a price determined under a process that allows the investors to express their intention to purchase the newly-issued shares of the Company at the desired price (Book Building), which is surveyed by a securities company (pursuant to the criteria prescribed under Notification of the Capital Market Supervisory Board No. TorChor. 72/2558 (2015), Re: Approval for Listed Companies to Issue the Newly-Issued Shares to Specific Investors; and

- to allow the Board of Directors to negotiate, accept and execute any relevant documents or agreements, including performing any acts necessary and appropriate for the purpose of the issuance and offering of newly-issued ordinary shares of the Company, including to authorize the chief executive or any person authorized by the Board of Directors to perform such acts.

Afterwards, the Chairman gave the shareholders the opportunity to ask questions and express their opinions on this agenda.

There were no shareholders who asked any further questions or expressed any opinions on this agenda. The Chairman then proposed that the Meeting cast votes and informed the Meeting that the resolution on this agenda shall be passed by votes of no less than three-fourths of the total votes cast by the shareholders attending the Meeting.

Resolution: The Shareholder Meeting resolved by more than three-fourths of the total votes of the shareholders attending the Meeting to approve the extension of the period for the allocation of newly-issued ordinary shares under the General Mandate, in an amount not exceeding THB 1,391,566,449 at a par value of THB 1 per share, which are required to be completed by the date of the 2023 Annual General Meeting of Shareholders. The conditions for the allocation of such newly-issued ordinary shares shall be as approved by the 2022 Annual General Meeting of Shareholders held on 12 January 2022 in all respects and the authorization related to the allocation of the newly-issued ordinary shares of such Company. The voting result is as follows:

Resolution	Number of votes (1 share= 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting
Approved	2,055,116,456	99.9985
Disapproved	31,690	0.0015
Abstained	0	0.0000
Total votes of the shareholders attending the Meeting and casting their votes	2,055,148,146	
Voided ballot(s)	0	

Agenda 10: Other matters (if any)

The Chairman stated that this agenda was arranged for shareholders to propose any other business in addition to the agenda specified in the notice of this Meeting. In this regard, to propose any additional agenda, it is required not less than one-third of the total numbers of issued shares.

The Chairman asked the Meeting whether the shareholder would like to propose the Company to consider other agenda apart from those indicated in the notice of this Meeting and there were no shareholders proposing any additional agenda.

The Chairman informed the Meeting that all agenda indicated in the notice of this Meeting has been completely considered and asked the Meeting whether there was any person who wishes to express any opinion or ask any question. There were no shareholders who asked any further questions or expressed any further opinions. The Chairman, therefore, thanked the shareholders for their attendance and beneficial suggestions, then declared the Meeting adjourned at 15.31 hrs.

Signed _____-signature-_____ Chairman of the Meeting
(Mr. Chainoi Puankosoom)

Signed _____-signature-_____ Company Secretary and Minutes Taker
(Miss Prasnee Surastian)

(TRANSLATION)

Annual Registration Statement/2023 Annual Report (Form 56-1 One Report) in the Form of QR Code

The Stock Exchange of Thailand (“**SET**”) by Thailand Securities Depository Co., Ltd., as a securities registrar, has developed a system which allows SET Listed Companies to send to the shareholders the documents regarding the General Meeting of Shareholders and the annual report in the electronic form accessible through QR Code in order for the shareholders to access the information with ease. Shareholders can download the Annual Registration Statement/2023 Annual Report (Form 56-1 One Report) through QR Code below or as appeared on the notification of the meeting.



QR Code Downloading Procedures for the Annual Registration Statement/2023 Annual Report (Form 56-1 One Report)

For iOS System (iOS 11 and above)

1. Turn on mobile phone camera.
2. Scan the QR Code
3. The notification will appear on top of the screen. Click on the notification to access documents related to the meeting.

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

For Android System

1. Open applications such as QR CODE READER, Facebook or LINE
How to scan QR Code with LINE application
 - 1.1 Open LINE application and click on "Add friend"
 - 1.2 Choose QR Code
 - 1.3 Scan QR Code
2. Scan the QR Code to access documents related to the meeting.

Information of persons nominated for Directorships Positions

1. Profile of nominated persons

1.1 Mr. Chatchaval Jiaravanon

Independent Director, Member of Audit Committee and Member of
Compensation and Nomination Committee
(Date of Appointment as Director: 28 June 2001)



Age 61 years

Education

- Bachelor of Business Administration, University of Southern California, USA

Area of Knowledge/Expertise

- | | |
|-----------------------|----------------------------------|
| • Management | • Strategic Planning |
| • Finance/Accounting | • Economics |
| • Marketing/Logistics | • Information Technology/Digital |
| • Business Relations | Transformation |

Training/Seminar

- Directors Accreditation Program (DAP 71/2008), Thai Institute of Directors (IOD)
- Corporate Governance for Capital Market Intermediaries (CGI 13/2016), Thai Institute of Directors (IOD)
- Executive Course (9), Capital Market Academy, The Stock Exchange of Thailand

Work Experience and other directorship position

Listed companies.

- | | | |
|------------------|---|--|
| • 2020 - Present | : | Member of Compensation and Nomination Committee, Frasers Property (Thailand) Public Company Limited |
| • 2003 - Present | : | Independent Director and Member of Audit Committee, Frasers Property (Thailand) Public Company Limited |
| • Present | : | Director, Member of Executive Committee and Chairman of Risk Management Committee, WP Energy Public Company Limited |
| • Present | : | Independent Director and Member of the Nomination and Compensation Committee, SVI Public Company Limited |
| • Present | : | Chairman, Finansia Syrus Securities Public Company Limited |
| • Present | : | Director, AEON Thana Sinsap (Thailand) Public Company Limited |
| • Present | : | Director, Chairman of the Board of Directors, Beryl 8 Plus Public Company Limited |
| • Present | : | Director, Chairman IFCG Public Company Limited |
| • 2017 - 2020 | : | Chairman of Nomination Committee, Member of Compensation Committee, Frasers Property (Thailand) Public Company Limited |

Non-listed companies and others

- Present : Chairman, Thai Kodama Company Limited
- Present : Director, ECHO Autoparts (Thailand) Company Limited
- Present : Director, WP Gas Company Limited
- Present : Director, WP Solutions Company Limited
- Present : Director, WP Solar Company Limited
- Present : Director, Radiant Power Company Limited
- Present : Vice chairman and Treasurer, AEON Thailand Foundation

Shareholding proportion in the Company : None (as at 30 September 2023)

Familial relationship with other directors, executives, major shareholders and subsidiaries : None

Criminal records on violation of securities and futures contract laws : None

Position in other entity doing business of a similar nature competing with the Company which may cause conflicts of interest : None

Meeting attendance in fiscal year 2023

- 1) Board of Directors Meeting 7/7 meetings
- 2) Audit Committee Meeting 4/5 meetings
- 3) Compensation and Nomination Committee Meeting 2/2 meetings

No. of years as Director : 23 years (26 years including the term of office after this appointment)

Conflict of Interest in the :

✓ Conflict of Interest X unconflicted of Interest

Agenda Item		Conflict of Interest
Agenda Item 1	To consider and certify the Minutes of the 2023 Annual General Meeting of Shareholders, which was held on 16 January 2023	X
Agenda Item 2	To acknowledge the Company's performance report as of 30 September 2023	X
Agenda Item 3	To consider and approve the Statements of Financial Position and profits and loss statement for the year ended 30 September 2023	X
Agenda Item 4	To consider and approve the dividend payment for the fiscal year ended 30 September 2023	X
Agenda Item 5	To consider and approve the appointment of directors for the replacement of the directors who retired by rotation for the year 2024	✓
Agenda Item 6	To consider and approve directors' remuneration for the year 2024	✓
Agenda Item 7	To consider and approve the appointment of auditors and the determination of the audit fee for the year 2024	X
Agenda Item 8	To consider and approve the extension of the period for the allocation of newly-issued ordinary shares under the General Mandate	X

1.2 Mrs. Busaya Mathelin

Independent Director

(Date of Appointment as Director: 13 January 2021)

Age 63 years

Education

- Bachelor of Arts (French) (First Class Honours, Gold Medal),
from Chulalongkorn University
- Master of Arts (Political Science), University of Michigan, USA
- Master of Arts (Asian Studies), University of Michigan, USA

Area of Knowledge/Expertise

- | | |
|-----------------------|---|
| • Management | • Strategic Planning |
| • Marketing/Logistics | • Economics |
| • Business Relations | • Environmental/Sustainability Management |

Training/Seminar

- The Civil Service Executive Development Program (Class No. 51, 2016), Office of the Civil Service Commission
- Listed Entity Director (LED) Program (Module 1, 2, 3, 4) Singapore Institute of Directors (SID)
- Director Certification Program (DCP304/2021) Thai Institute of Directors (IOD)
- IOD National Director Conference 2022 - Wisdom for Future: Harmonizing the Diverse Boards
- The Global Network of Director Institutes (GNDI)
- When Profitability Meets Sustainability: How Business Makes a Positive Impact
- Director's Briefing: Leadership that Shapes the Future
- Independent Director Forum 1/2021: It's Time for Board Meeting Reformation
- Director's Briefing: Geopolitical Risk and Opportunity Seminar
- IOD Refreshment Training Program "Financial Reporting Cases : A Monitoring Guide for Board
- IOD National Director Conference 2023 - Delivering "Net Zero" Together

Work Experience and other directorship position

Listed companies

- Jan 2021 - Present : Independent Director of Fraser's Property (Thailand) Public Company Limited
- Jan 2021 - Present : Independent Director of Thai Beverage Public Company Limited

Non-listed companies and others

- Dec 2021 - Present : Member of the Board, Thailand Foundation
- Mar 2021 - Present : Advisor, International Studies Center, Ministry of Foreign Affairs of Thailand
- Dec 2020 - Present : Advisor, Devawongse Varopakarn Institute of Foreign Affairs, Ministry of Foreign Affairs of Thailand
- Oct 2020 - Sep 2022 : Member, National Strategy Drafting Committee on Security



- Jan 2017 - Jan 2021 : Expert Member, Chulabhorn Royal Academy Council
- Oct 2016 - Sep 2020 : Permanent Secretary, Ministry of Foreign Affairs of Thailand
- 2015 - 2016 : Ambassador of Thailand to Belgium and Luxembourg
- 2015 - 2016 : Ambassador and Head of Mission of Thailand to the European Union
- 2013 - 2015 : Ambassador of Thailand to Spain
- 2012 - 2013 : Ambassador of Thailand to Senegal
- 2010 - 2012 : Director-General of European Affairs Department, Ministry of Foreign Affairs of Thailand

Shareholding proportion in the Company : None (as at 30 September 2023)

Familial relationship with other directors, executives, major shareholders and subsidiaries : None

Criminal records on violation of securities and futures contract laws : None

Position in other entity doing business of a similar nature competing with the Company which may cause conflicts of interest : None

Meeting attendance in fiscal year 2023

1) Board of Directors Meeting 7/7 meetings

No. of years as Director : 3 years (6 years including the term of office after this appointment)

Conflict of Interest in the :

✓ Conflict of Interest X unconflicted of Interest

Agenda Item		Conflict of Interest
Agenda Item 1	To consider and certify the Minutes of the 2023 Annual General Meeting of Shareholders, which was held on 16 January 2023	X
Agenda Item 2	To acknowledge the Company's performance report as of 30 September 2023	X
Agenda Item 3	To consider and approve the Statements of Financial Position and profits and loss statement for the year ended 30 September 2023	X
Agenda Item 4	To consider and approve the dividend payment for the fiscal year ended 30 September 2023	X
Agenda Item 5	To consider and approve the appointment of directors for the replacement of the directors who retired by rotation for the year 2024	✓
Agenda Item 6	To consider and approve directors' remuneration for the year 2024	✓
Agenda Item 7	To consider and approve the appointment of auditors and the determination of the audit fee for the year 2024	X
Agenda Item 8	To consider and approve the extension of the period for the allocation of newly-issued ordinary shares under the General Mandate	X

1.3 Mr. Thanapol Sirithanachai

Director, Authorized Director, Member of the Executive Committee,
Member of Corporate Governance and Sustainable Development Committee,
and Member of Risk Management Committee

(Date of Appointment as Director: 13 January 2021)

Age 56 years

Education

- Master of Business Administration, The University of Texas at Austin, Texas, USA
- Bachelor of Engineering, Chulalongkorn University
- Bachelor of Law, Sukhothai Thammathirat Open University, Thailand

Area of Knowledge/Expertise

- | | |
|-------------------------------------|-----------------------|
| • Real Estate and Construction | • Strategic Planning |
| • Engineering | • Legal |
| • Management | • Economics |
| • Marketing/Logistics | • Industrial Business |
| • Business Relations | |
| • Technology/Digital Transformation | |

Training/Seminar

- Director Certification Program (DCP 39/2004) Thai Institute of Directors (IOD)
- Director Accreditation Program (DAP 10/2004) Thai Institute of Directors (IOD)
- Audit Committee Program (ACP 39/2012) Thai Institute of Directors (IOD)
- The Executive Program in Energy Literacy for a Sustainable Future (TEA 17), Thailand Energy Academy
- National Defense Course, Thailand National Defense College (Thai NDC) Class 61
- The LeadershipACT Program (LeadershipACT 1/2022), Slingshot Group, Bangkok, Thailand
- Thai-Chinese Leadership Studies (TCL 1/2018), Huachiew Chalermprakiet University, Bangkok, Thailand
- The Berkeley Executive Coaching Certificate Program at Berkley Executive Coaching Institute (BECI/2016), Berkeley, California, USA
- Top Executive Program in Commerce and Trade (TEPCoT8), University of the Thai Chamber of Commerce, Bangkok, Thailand
- Difference 2014 Program (ABC 2/2014), Sripatum University, Bangkok, Thailand
- Poompalungpandin Program (PPL 2/2013), Chulalongkorn University, Bangkok, Thailand
- TLCA Leadership Development Program (LDP 2/2014), Thai Listed Companies Association
- TLCA Executive Development Program (EDP 9/2012), Thai Listed Companies Association
- Capital Market Academy Leadership Program (CMA 7/2008), Capital Market Academy



- Advanced Certificate Course in Public Economics Management for Executives (KPI 6/2007), King Prajadhipok's Institute

Work experience and other directorship position

Listed companies

- 2021 - Present : Director, Member of the Executive Committee, Member of Corporate Governance and Sustainable Development Committee, and Member of Risk Management Committee, Frasers Property (Thailand) Public Company Limited
- Oct 2020 - Present : Chief Executive Officer, Frasers Property Commercial (Thailand)
- Aug 2020 - Present : Country Chief Executive Officer, Frasers Property (Thailand) Public Company Limited
- 2016 - 2020 : Corporate Governance Committee, Golden Land Property Development Public Company Limited
- 2014 - 2020 : Chairman of Risk Management Committee, Golden Land Property Development Public Company Limited
- 2012 - 2020 : Executive Committee, Director, and President, Golden Land Property Development Public Company Limited
- 2003 - 2012 : Director, Executive Director, Univentures Public Company Limited
- 2001 - 2003 : Senior Vice President – Asset Sales Management Division, Bank of Asia Public Company Limited (Now is UOB Thai)
- 1998 - 2001 : Executive Vice President/ Director / Executive Committee, Sansiri Public Company Limited

Non-listed companies and others

- Director, TCC Assets Thailand Co., Ltd.
- Director, N.C.C. Management & Development Co., Ltd.
- Director, Justco (Thailand) Co., Ltd.
- Director, Kasemsubbhakdi Company

The details of positions held in subsidiaries can be found in Annual Registration Statement/Annual Report 2023 (Form 56-1 One Report) attachment 2.

Shareholding proportion in the Company : None (as of 30 September 2023)

Familial relationship with other directors, executives, major shareholders, and subsidiaries : None

Criminal records on violation of securities and futures contract laws : None

Position in other entity doing business of a similar nature competing with the Company which may cause conflicts of interest : None

Meeting attendance in fiscal year 2023

- 1) Board of Directors Meeting 7/7 meetings
- 2) Executive Committee Meeting 12/12 meetings
- 3) Risk Management Committee Meeting 4/4 meetings
- 4) Corporate Governance and Sustainable Development Committee 3/3 meetings

No. of years as Director : 3 years (6 years including the term of office after this appointment)

Conflict of Interest in the :

✓ Conflict of Interest X unconflicted of Interest

Agenda Item		Conflict of Interest
Agenda Item 1	To consider and certify the Minutes of the 2023 Annual General Meeting of Shareholders, which was held on 16 January 2023	X
Agenda Item 2	To acknowledge the Company's performance report as of 30 September 2023	X
Agenda Item 3	To consider and approve the Statements of Financial Position and profits and loss statement for the year ended 30 September 2023	X
Agenda Item 4	To consider and approve the dividend payment for the fiscal year ended 30 September 2023	X
Agenda Item 5	To consider and approve the appointment of directors for the replacement of the directors who retired by rotation for the year 2024	✓
Agenda Item 6	To consider and approve directors' remuneration for the year 2024	✓
Agenda Item 7	To consider and approve the appointment of auditors and the determination of the audit fee for the year 2024	X
Agenda Item 8	To consider and approve the extension of the period for the allocation of newly-issued ordinary shares under the General Mandate	X

2. Shareholding of ordinary shares in Fraser's Property (Thailand) Public Company Limited as of 24 November 2023

Nominated Persons	No. of Shareholding		Total Shares	% Of Issued Shares
	Hold by himself/herself	Hold by Related Person (Including hold by spouse and minor children)		
1. Mr. Chatchaval Jiaravanon	None	None	None	None
2. Mrs. Busaya Mathelin	None	None	None	None
3. Mr. Thanapol Sirithanachai	None	None	None	None

Profiles and Experience of Auditors for the year 2024

- 1. Ms. Nittaya Chetchotiros** **Certified Public Accountant No. 4439**

CPA Registration Date: 1st April 1994

Company: KPMG Phoomchai Audit Co., Ltd.

Position: Audit Partner

Education qualifications: Master's degree in Business Administrative, Chulalongkorn University

Experience: 37 years

Year of Auditing the Company: None; she has never been the Company's auditor

Position in other entities which may cause conflicts of interest: No

- 2. Mr. Ekkasin Chuthamsatid** **Certified Public Accountant No. 4195**

CPA Registration Date: 5th January 1996

Company: KPMG Phoomchai Audit Co., Ltd.

Position: Audit Partner

Education qualifications: Master's degree in Business Administrative (Major accounting), Kasetsart University

Experience: 34 years

Year of Auditing the Company: 2 years

Position in other entities which may cause conflicts of interest: No

- 3. Ms. Yuvanuch Thepsongvaj** **Certified Public Accountant No. 5371**

CPA Registration Date: 1st October 1997

Company: KPMG Phoomchai Audit Co., Ltd.

Position: Audit Partner

Education qualifications: Master's degree in Business Administrative, Thammasat University, IFRS Diploma, ACCA

Experience: 27 years

Year of Auditing the Company: None; she has never been the Company's auditor

Position in other entities which may cause conflicts of interest: No

4. Ms. Vilaiwan Pholprasert

Certified Public Accountant No. 8420

CPA Registration Date:	1 st October 2006
Company:	KPMG Phoomchai Audit Co., Ltd.
Position:	Audit Partner
Education qualifications:	Bachelor's Degree in accounting, Kasetsart University
Experience:	21 years
Year of Auditing the Company:	None; she has never been the Company's auditor
Position in other entities which may cause conflicts of interest:	No

5. Ms. Kanokorn Phooriphanyawanit

Certified Public Accountant No. 10512

CPA Registration Date:	1 st October 2010
Company:	KPMG Phoomchai Audit Co., Ltd.
Position:	Audit Partner
Education qualifications:	Master's degree in Business Administration, Thammasat University Bachelor's Degree in Accounting, Thammasat University
Experience:	19 years
Year of Auditing the Company:	None; she has never been the Company's auditor
Position in other entities which may cause conflicts of interest:	No

(F 53-4)

Capital Increase Report Form
Fraser's Property (Thailand) Public Company Limited
9 November 2023

Fraser's Property (Thailand) Public Company Limited (the "**Company**") would like to notify the resolutions of the Meeting of the Board of Directors of the Company No. 1 FY2024, held on 9 November 2023, in respect of the allocation of shares as follows:

1. Capital increase:

Meeting of the Board of Directors of the Company No. 1 FY2024, held on 9 November 2023, passed a resolution that the extension of the period for the allocation of newly-issued ordinary shares under the General Mandate, as approved by the 2022 Annual General Meeting of Shareholders held on 12 January 2022, which resolved to increase the Company's registered capital by issuing newly-issued ordinary shares in the amount of 1,391,566,449 shares, at the par value of 1 Baht per share, totaling of 1,391,566,449 Baht, be proposed to the 2024 Annual General Meeting of Shareholders for approval. The details of each type of capital increase are as follows:

Type of capital increase	Type of share	Number of shares (shares)	Par value (THB/share)	Total (THB)
<input type="checkbox"/> Specifying the purpose of utilizing proceeds	Ordinary	-	-	-
	Preferred	-	-	-
<input checked="" type="checkbox"/> General Mandate	Ordinary	1,391,566,449	1	1,391,566,449
	Preferred	-	-	-

2. Allocation of new shares:

2.1 Specifying the purpose of utilizing proceeds

Allocated to	Number of shares (shares)	Ratio (old : new)	Sale price (THB/share)	Subscription period and payment of shares	Note
Rights Offering	-	-	-	-	-
Public Offering	-	-	-	-	-
Private Placement	-	-	-	-	-
To accommodate the conversion/exercising rights of a given instrument	-	-	-	-	-

2.2 General Mandate

Allocated to	Type of shares	Number of shares	Percentage of paid-up capital ^{/1}	Note
(1) Rights Offering	Ordinary	Not exceeding 695,783,225	30	-
	Preferred	-	-	-
(2) Public Offering	Ordinary	Not exceeding 463,855,483	20	-
	Preferred	-	-	-
(3) Private Placement	Ordinary	Not exceeding 231,927,741	10	-
	Preferred	-	-	-

^{/1} Percentage of paid-up capital on the date on which the Board of Directors resolved to increase the Company's registered capital under the general mandate.

Remark:

Meeting of the Board of Directors of the Company No. 1 FY2024, held on 9 November 2023, passed a resolution that the extension of the period for the allocation of newly-issued ordinary shares under the General Mandate by way of rights offering, public offering, and private placement in the amount not exceeding 1,391,566,449 shares, at the par value of 1 Baht per share, which are required to be completed by the date of the 2024 Annual General Meeting of Shareholders, be proposed to the 2024 Annual General Meeting of Shareholders for approval (the details of which are set out in item 2.2 above). In this regard, the Board of Directors is authorized as follows:

- 1) to consider the offering for sale of the Company's newly-issued ordinary shares, whether for the shares to be offered in a single offering or multiple offerings. In allocating the newly-issued ordinary shares by any or all of the methods under (1), (2), and (3), the increased paid-up capital shall not exceed 30 percent of the total paid-up capital, or 695,783,225 shares as at the date on which the Board of Directors approves the capital increase. In the case of allocation in accordance with the methods under (2) and (3), the increased paid-up capital shall not exceed 20 percent of the total paid-up capital, or 463,855,483 shares as at the date on which the Board of Directors approves the capital increase. The allocation of the Company's newly-issued ordinary shares under (2) and (3) shall not be an offering for sale of shares at a discounted price pursuant to the Notification of the Capital Market Supervisory Board No. TorJor. 28/2565 (2022) Re: Approval for Listed Companies to Offer Newly Issued Shares through Private Placement ("**Notification No. TorJor. 28/2565 (2022)**"). In addition, the determination of the offering price of the newly-issued shares to be offered in the private placement, must use the weighted-average price first (the weighted-average price is the weighted-average price of the shares traded on the Stock Exchange of Thailand for not less than 7 consecutive working days, but no longer than 15 consecutive working days, before the date on which the offering price is determined, and the discount must not exceed 10 percent of such price (provided that there is reasonable cause when considering the best interests of the Company)). In the event that it is not possible to

calculate the weighted-average price or, when considering the liquidity of share trading, there is reasonable cause to believe that the weighted-average price is not suitable to be used as the market price, the Company shall use the following prices in the following order, (a) the price determined through a process of analysing and comparing with the buying and selling demands of the newly-issued shares of the Company at the desired price (Book Building), which is surveyed by a securities company pursuant to the Notification of the Office of the Securities and Exchange Commission Re: Guidelines for the Book Building and the Determination of Offering Price to Public and Individual (b) the fair price of the shares, as evaluated by the financial advisor listed in the accounts approved by the Securities and Exchange Commission (in cases where the prices in (a) cannot be used). This is in accordance with the criteria of Notification No. TorJor. 28/2565 (2022).

- 2) to determine the objectives, date, and time of the offering, an offering price, and the details and conditions in relation to the allocation of the Company's newly-issued ordinary shares issued under allocation methods (2) and (3), provided that the newly-issued ordinary shares shall not be allocated to connected persons under the Notification of the Capital Market Supervisory Board No. TorChor. 21/2551 (2008) Re: Rules on Connected Transactions and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions B.E. 2546 (2003) with respect to the offering of shares to the public or for private placement; and
- 3) to negotiate, accept, and execute any relevant documents or agreements, including performing any acts necessary and appropriate for the purpose of the issuance and offering of newly-issued ordinary shares of the Company, including to authorize the chief executive or any person authorized by the Board of Directors to perform such acts. In this regard, the allocation of the newly-issued ordinary shares shall be completed within the date on which the Company holds its next annual general meeting of the shareholders or within the date on which the law requires the Company to hold its next annual general meeting of the shareholders, whichever is earlier.

3. Schedule for a shareholders' meeting to approve the capital increase and share allocation

The 2024 Annual General Meeting of Shareholders is scheduled to be held on 15 January 2024 at 14:00 pm via Electronic Meeting (E-AGM) in accordance with criteria specified in the laws on electronic meetings, whereby:

- ☐ The share register will be closed to share transfers in order to determine the right to attend this meeting, from ____ until the meeting has been duly convened.
- ☒ The eligible shareholders for the shareholders' meeting shall be recorded on 24 November 2023.

4. Approval of the capital increase/share allocation by relevant governmental agencies and conditions thereto

- 4.1** The Company is required to register the change of the paid-up capital with the Department of Business Development, the Ministry of Commerce within 14 days from the date on which the payments of the newly-issued ordinary shares have been received.

4.2 The Company is required to obtain approval from the Stock Exchange of Thailand for the listing of the Company's newly-issued ordinary shares, which will be offered by way of rights offering, public offering and/or private placement on the Stock Exchange of Thailand.

5. Objectives of the capital increase and plans for utilizing proceeds received from the capital increase

- To be determined once the capital increase occurs. -

6. Benefits which the Company will receive from the capital increase/share allocation:

- To be determined once the capital increase occurs. -

7. Benefits which shareholders will receive from the capital increase/share allocation:

- To be determined once the capital increase occurs. -

8. Other details necessary for shareholders to approve the capital increase/share allocation:

- To be determined once the capital increase occurs. -

9. Schedule of action if the Board of Directors passes a resolution approving the capital increase/share allocation:

No.	Procedures	Date/Month/Year
1.	The Board of Directors' Meeting No. 1 FY2024	9 November 2023
2.	The Record Date for the purpose of determining the eligible shareholders to attend the 2024 Annual General Meeting of Shareholders	24 November 2023
3.	The 2024 Annual General Meeting of Shareholders	15 January 2024
4.	Registering the change of the paid-up capital with the Ministry of Commerce	Within 14 days from the date on which the payments of the newly-issued ordinary shares have been received

The Company hereby certifies that the information contained in this report is true and complete in all respects.

.....
(Mr. Thanapol Sirithanachai)

Country Chief Executive Officer

Fraser's Property (Thailand) Public Company Limited

The Company's Articles of Association concerning the Shareholders' Meeting

Article 28 The Board of Directors shall hold an annual general meeting within four months after the end of each fiscal year.

All meetings of shareholders other than annual general meetings referred to in the foregoing paragraph are called "Extraordinary Shareholders' Meeting". The Board of Directors may summon an extraordinary shareholders' meeting at any time as they may think fit; or any shareholder or shareholders holding an aggregate of at least one-tenth of the total shares sold may at any time subscribe their names requesting in writing that an extraordinary shareholder's meeting shall be held, by clearly stating the reason for convening such meeting in the written request. In this case, the Board of Directors shall hold a shareholder's meeting within forty-five days after receipt of such written request from the shareholder(s).

In the event the Board of Directors fails to convene the shareholder's meeting within the period under paragraph two, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five days from the date of expiration of the period under paragraph two. The shareholders calling the meeting may send the notice of the meeting to the shareholders by electronic method, if such shareholders have notified their intention or given their consent to the Company or the Board of Directors in accordance with the criteria prescribed by law. In this case, the meeting is deemed a shareholders' meeting called by the Board of Directors, and the Company shall be responsible for the necessary expenses incurred as a result thereof, and shall reasonably facilitate the meeting.

In the case where the quorum, as specified in these Articles of Association, of the meeting called by the shareholders in accordance with paragraph three cannot be constituted, the shareholders under paragraph three shall jointly compensate the Company for the expenses incurred as a result of the meeting.

Article 29 In calling a meeting of shareholders, the Board of Directors shall give notice specifying the place, the date, the hour, the agenda of the meeting, the matters proposed for acknowledgment, approval or consideration, as the case may be, and the directors' opinion on such matters. Such notice shall be given to each shareholder and the Share Registrar at least seven days prior to the meeting and shall also be published in a daily newspaper for three days consecutively and at least three days in advance of the meeting. The Company may advertise the notice via electronic means in accordance with the criteria prescribed by law instead.

A meeting of shareholders may be held at the Company's head office or in any other province throughout the Kingdom as may be determined by the Board of Directors.

In the event that any shareholders' meeting is conducted via electronic means, the Company's head office shall be deemed the venue of such meeting.

Article 30 A shareholder may appoint a proxy to attend and vote on his behalf at a meeting of shareholders. An instrument appointing a proxy shall be dated and signed by the shareholder and shall be in the form determined by the Share Registrar.

The proxy instrument shall be presented to the Chairman of the Board of Directors, or the person designated by the Chairman before the proxy attends the meeting. Appointment of a proxy may be carried out via electronic means, provided that such method is safe, and that it is credible that such appointment has been duly made by a shareholder in accordance with the criteria prescribed by the Share Registrar.

Article 31 At a shareholders' meeting, the quorum of the meeting shall consist of shareholders or proxies (if any) not less than twenty-five (25) persons or not less than one-half of the total number of shareholders, holding in aggregate not less than one-third of the total number of shares sold.

In the case that, at any shareholders' meeting, one hour has passed since the time for which the meeting is scheduled but the number of shareholders attending the meeting has not met the requirements, if the meeting was requested by the shareholders such meeting shall be cancelled. If such meeting was not requested by the shareholders, the meeting shall be re-convened and the notice of such meeting shall be sent to shareholders not less than seven days prior to the date of the meeting. The re-convened meeting shall not require a quorum.

The Chairman of the board of directors shall act as chairman of the shareholders' meeting. If the Chairman of the board of directors is not present at the meeting or cannot perform his duty, the Vice-Chairman of the board of directors shall act as chairman of the meeting. If there is no Vice-Chairman of the board of directors or if he/she is not present at the meeting or cannot perform his/her duty, the shareholders' meeting shall elect a shareholder present at the meeting to be the chairman of the meeting.

Article 32 In casting votes at a shareholders' meeting, each share shall have one vote.

Voting shall be done in public, except where at least five shareholders request secret voting and the meeting resolves to take a ballot. In that case, the method of secret voting shall be determined by the chairman of the meeting.

A resolution of a general meeting of shareholders shall be adopted by the following votes:

- (1) The resolutions general, a resolution shall be passed by a majority vote of shareholders present at the meeting and casting their votes. In the event of a tied vote, the chairman of the meeting shall have an additional casting vote.
- (2) In the following circumstances, a resolution shall be passed by a vote of not less than three-quarters of the total votes of the shareholders present at the meeting and entitled to vote:
 - (a) To sell or transfer the whole or important parts of the business of the Company to other persons;
 - (b) To acquire or accept the transfer of a business of other companies or private companies by the Company;
 - (c) To make, amend, or terminate agreements concerning the lease of all or an important part of the business of the Company, to assign another person to manage the business of the Company, or to merge the business with other persons or juristic persons for the purposes of sharing profits and losses;
 - (d) To amend the Memorandum of Association or the Articles of Association of the Company;
 - (e) To increase or decrease the Company's registered capital or the issuance of debentures;
 - (f) To amalgamate or dissolution of the Company.

Article 33 The following matters shall be decided by the annual general meeting of shareholders:

- (1) To consider the report of the board of directors concerning the Company's business during the previous year;
- (2) To consider and approve the balance sheet and profit and loss account of the past accounting year;
- (3) To consider and approve the appropriation of profits;
- (4) To consider and appoint the directors to replace the directors who have retired from office upon the expiration of their term of office;
- (5) To consider and determine the directors' remuneration
- (6) To consider and appoint an auditor and determine the auditor's remuneration;
- (7) To consider other matters (if any).

**Conditions and Procedures for e-Register and the Appointment of Proxies to Attend
the 2024 Annual General Meeting of Shareholders**

Following the transparent and fair treatment for the benefits of all shareholders, Frasers Property (Thailand) Public Company Limited (the "**Company**") requires inspection of documents and other evidence showing the identity of the shareholders or its representative entitled to attend the shareholders' meeting. The details are as follows:

■ **e-Registration** via DAP e-Shareholder Meeting system

Shareholders, please study the e-Registration process to attend the meeting according to the User Manual as detailed in Enclosure 7. The documents required for self-registration are as follows:

Shareholders	Document Required
1. Thai Individual Person	Valid Identification Card
2. Foreign Person	Valid Passport
3. Juristic Person	
3.1 Attendance by an authorized representative of shareholder	(1) A copy of valid identification card or passport (in case of foreigner) with certified as a true copy of such authorized representative (2) A copy of the Affidavit of that juristic person, issued by the Department of Business Development, The Ministry of Commerce, or by the relevant government authority and bears a date within a 30-day period prior to the date of the shareholders' meeting. The copy of the Affidavit must be certified as a true copy by such authorized representative with a statement showing that such authorized representative having authority to act on the shareholder's behalf
3.2 Attendance by Proxy	Please refer to the details of the documents required for proxy. In the case where the proxy grantor is a juristic person, the details are provided below.

■ **Appointment of the proxy Procedures**

- A General Shareholder shall select only one of either Form A or Form B. The Company recommends selecting Form B and specifying the voting in each agenda item.
- A Shareholder who is a foreign investor and appoint his/its Custodian in Thailand as the Custodian shall select Form C.

- A shareholder can grant a proxy to only one person to attend and vote at the shareholders' meeting by using the attached Proxy Form. The number of shares of one shareholder cannot be divided to more than one proxy for casting the votes.
- A proxy grantor may express the intention to vote either to approve, disapprove or abstain from voting on each agenda item by specifying in the Proxy Form for the proxy to vote according to the wishes of the proxy grantor.
- A completed Proxy Form with the signature of the shareholder must be submitted to the chairman of the meeting and/or an authorized person prior to the meeting.
- If there is any material amendment or correction to the Proxy Form, a proxy grantor must countersign such amendment or correction. The Proxy Form must be affixed with a stamp duty of Baht 20 and cancel the duty stamp with specifying the date of Proxy Form.

■ **Proxy to the Independent Director**

In order to comply with the requirements under the Notification of the Capital Market Supervisory Board No. TorJor. 79/2564 Re: Criteria on the General Solicitation relating to the Appointment of Proxy by the Shareholders to Attend and Vote in the Shareholders' Meeting, the Company hereby informs the shareholders as follows:

- (a) The shareholders are advised to review the details of the agenda items before deciding to appoint a proxy;
- (b) In case that the shareholder who appoints independent director as his/her proxy and such shareholder has casted in vote in each agenda item in Proxy Form B in advance, the Company will record the votes of such shareholder in accordance with the votes specified in such proxy form. If the shareholders who appoints independent director as his/her proxy does not cast his/her vote in the proxy form in advance, the independent director who has been appointed as a proxy shall cast the votes on behalf of the shareholder as he/she deems suitable and appropriate. However, such shareholders who appoints independent director as his/her proxy will not be able to attend the meeting and cast the votes since the shareholder has already appointed the independent director as the proxy (unless the shareholder cancelled the proxy as per details specified in "Cancellation of the Appointment of Proxy" below).

In case the Company fails to record your votes as indicated in the proxy form, and such failure or omission causes damage to you, you will be eligible to pursue the legal proceedings.

■ **Cancellation of the Appointment of Proxy**

In case you wish to cancel the appointment of proxy, you may notify the chairman of the board in writing via email TH.FPT.CS@frasersproperty.com, prior to the commencement of the meeting (i.e., within Monday, 15 January 2024, 14.00 hrs.) or, at the very least, shall notify prior to the beginning of each agenda item's voting. However, the voting on the already-passed agenda item will not be impacted by the notification of the cancellation of such a proxy.

Documents required to support the appointment of a proxy.

(1) If a proxy grantor is an individual, the following documents are required:

- A notice of the meeting with the signature, e-mail and mobile phone (for OTP) of the proxy.
- A completed Proxy Form signed by the proxy grantor and the proxy with duty stamp affixed.
- A copy of valid identification card, or the government official identification card, or the passport (in case of foreigner) of the proxy grantor certified as a true copy.
- A copy of valid identification card, or the government official identification card, or the passport (in case of foreigner) of the proxy certified as a true copy.

(2) If a proxy grantor is a juristic person, the following documents are required:

- A notice of the meeting with the signature, e-mail and mobile phone (for OTP) of proxy.
- A completed Proxy Form signed by an authorized person of the juristic person and the proxy with duty stamp affixed.
- If the proxy grantor is a juristic person registered under Thai law, a copy of the Affidavit of that juristic person, issued by the Ministry of Commerce, or by the relevant government authority and bears a date within a 30 day period prior to the date of the shareholders' meeting. The copy of the Affidavit must be certified by the authorized person of that juristic person and bear the seal of the juristic person (if any).
- If a proxy grantor is a foreign juristic person, an Affidavit of that juristic person, issued by the relevant government authority of the country where the juristic person is located (the Affidavit is required to be certified by a notary public or another authorized authority and bear a date within 1 year period prior to the date of the shareholders' meeting).
- If a document is in a language other than English, an English translation certified as a true and correct translation by an authorized person of such juristic person.
- A copy of valid identification card, or the government official identification card, or the passport (in case of foreigner) of authorized person of the juristic person certified as a true copy.
- A copy of valid identification card, or the government official identification card, or the passport (in case of foreigner) of the proxy certified as a true copy.

(3) Attendance by proxy of a shareholder who is a foreign investor and appoint his/her/its Custodian in Thailand as the Custodian that authorizes a proxy according to Proxy Form C, the following documents are required:

- Documents provided by Custodian
 - (1) A completed Proxy Form C signed by an authorized person of Custodian which is a proxy grantor and the proxy with duty stamp affixed.
 - (2) A Certification letter certified that such authorized person signing the Proxy Form has the authority to operate Custodian business.
 - (3) A copy of the Affidavit of the Custodian certified by an authorized person of the Custodian.

- (4) A copy of valid identification card, or the government official identification card, or the passport (in case of foreigner) of the authorized person of the Custodian certified as a true copy.
- Documents provided by Foreign Shareholder(1) A proxy authorized the Custodian to sign in the proxy form on behalf of the shareholder.

(2) A copy of the Affidavit certified as a true copy by the authorized person of the juristic person with a statement showing that the authorized person of the juristic person who signed in the proxy is authorized by the juristic person to act on behalf of the juristic person which is a shareholder.

(3) A copy of valid identification card, or the government official identification card, or the passport (in case of foreigner) of the authorized person of the juristic person certified as a true copy.
 - Documents provided by proxy

(1) A copy of valid identification card, or the government official identification card, or the passport (in case of foreigner) of the proxy certified as a true copy.

Remark:

- (1) The Company would like to ask the proxy to scan and send the Proxy Form and all documents as detailed above via e-mail at TH.FPT.CS@frasersproperty.com and send hard copy via post at the address as detailed below within Sunday, 14 January 2024. When the Company has checked the accuracy of the information and the list of shareholders according to the information as of the Record Date, the Company will send Username and Password to email of proxy for logging into the electronic meeting system (E-AGM).
- (2) The Company has attached the Proxy Form to each shareholder as specified by the Regulation of the Department of Business Development Department Re: Form of Proxy (No. 5) B.E. 2550 (2007) which includes 3 types as follows:

Form A The general proxy of a simple format

Form B The specific proxy where all agendas are strictly specified

Form C The proxy for custodian on behalf of foreign investors

Remark The shareholders can study the details of attending the meeting and proxy procedure from the Notice of the Annual General Meeting of Shareholders 2024 (full version), available at

<https://www.frasersproperty.co.th/th/investor-relations/Shareholder-information /shareholders-meetings>

- (3) The shareholder can send suggestions or questions to the Company before the meeting date by Sunday, 14 January 2024 by specifying name, surname and shareholder registration number via the following channels:

Company Secretary Office

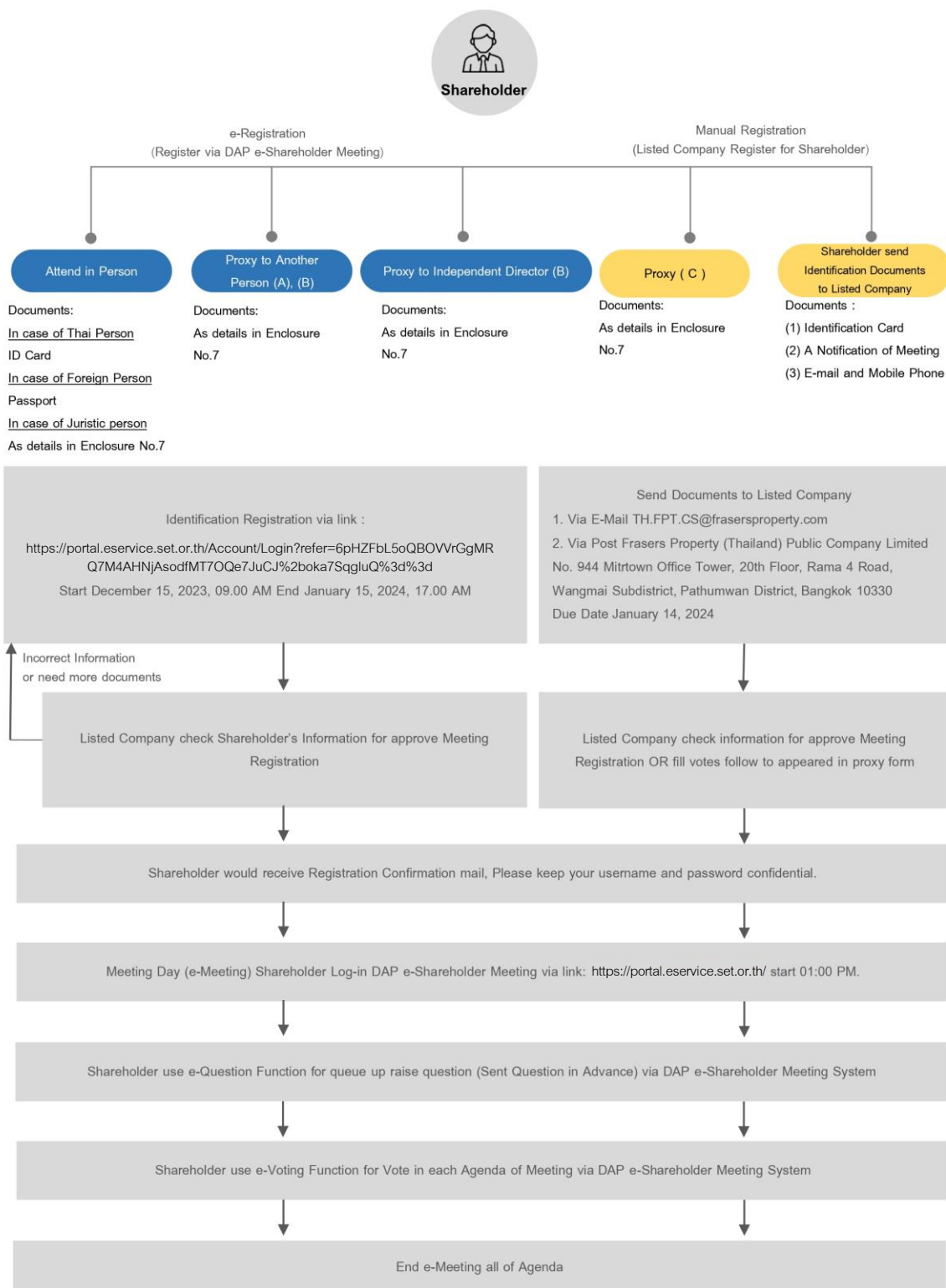
By e-mail : TH.FPT.CS@frasersproperty.com; or

By postal mail : Company Secretary Office

Fraser's Property (Thailand) Public Company Limited, 20th Floor, Mitrtown Office Tower, No. 944, Rama 4 Road, Wang Mai Sub-district, Pathum Wan District, Bangkok 10330

Procedures for attending the 2024 Annual General Meeting of Shareholders via DAP e-Shareholder Meeting

As the 2024 Annual General Meeting of Shareholders of Fraser's Property (Thailand) Public Company Limited is an electronic meeting (e-AGM) via DAP e-Shareholder Meeting only. The Company would like to inform procedures for attending the meeting through electronic as follows.



User Manual

e-Shareholder Meeting System



DAP e-Shareholder Meeting

Operated by Digital Access Platform Co., Ltd. (DAP),
a subsidiary of SET Group

Version 2.1 (2023)

Contents

1

Preparation for DAP e-Shareholder Meeting

2

Steps of e-Registration

3

Steps of joining the e-Meeting

4

e-Question and e-Voting functions

5

Resetting password

1

Preparation for DAP e-Shareholder Meeting



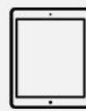
For registration, please prepare an electronic device with a camera.



PC Computer



Notebook



Tablet



Mobile



Access to DAP e-Shareholder Meeting via Web Browser.



Google Chrome (recommended)



Safari



Internet Explorer

Documents required for registration

Individual shareholder



ID Card

or



Passport

Juristic person



Juristic person
certificate



ID Card

or



Passport

1 Preparation for DAP e-Shareholder Meeting



Registration methods for attending
the shareholder meeting

1 e-Registration via DAP e-Shareholder Meeting system

Attend the meeting in person

Thai person Foreign person Juristic person

Proxy to another person (A)

Proxy to another person (B)

Proxy to independent director (B)



* In the case of appointing a proxy to another person (B), registration can be done by sending documents to the company (Method 2).

2 Register by sending documents to the company*

For registration, shareholders submit the documents for identity verification to the company, as specified in the invitation to the shareholders' meeting

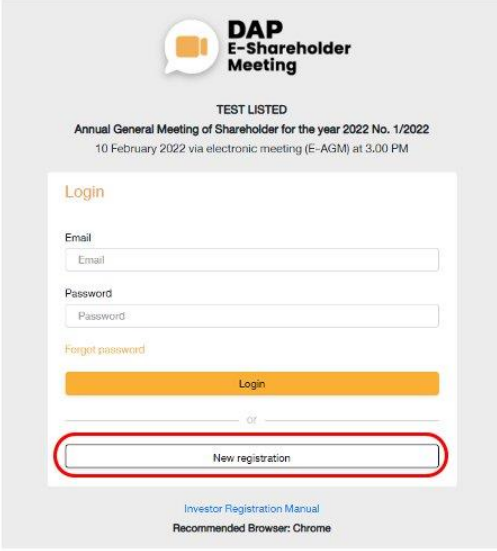
The company officer will check the information and proceed registration. The system will inform the shareholders of the registration result and username for attending the meeting.

*Please study the details of registration such as document list / document submission, as specified in the invitation to the shareholders' meeting

In case of proxy

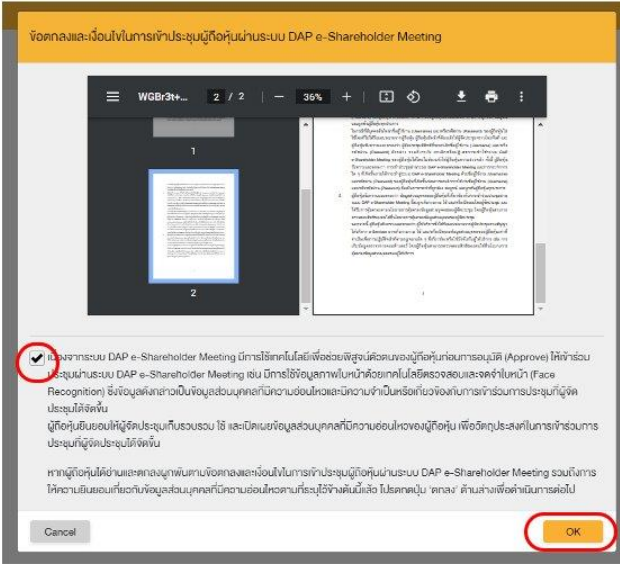
For shareholder who is unable to attend the meeting, they may appoint a proxy. Please find more information about proxy in the invitation letter to shareholders' meeting.

2 Steps of e-Registration



Log in to register from the registration link provided in the invitation to the shareholders' meeting.


1. Click "New registration"



2. Shareholders accept the terms and conditions for attending the shareholders' meeting via DAP e-Shareholder system by marking ☒ and click "OK"

2 Steps of e-Registration

2.1 Attend the meeting in person – Individual person with the ID Card

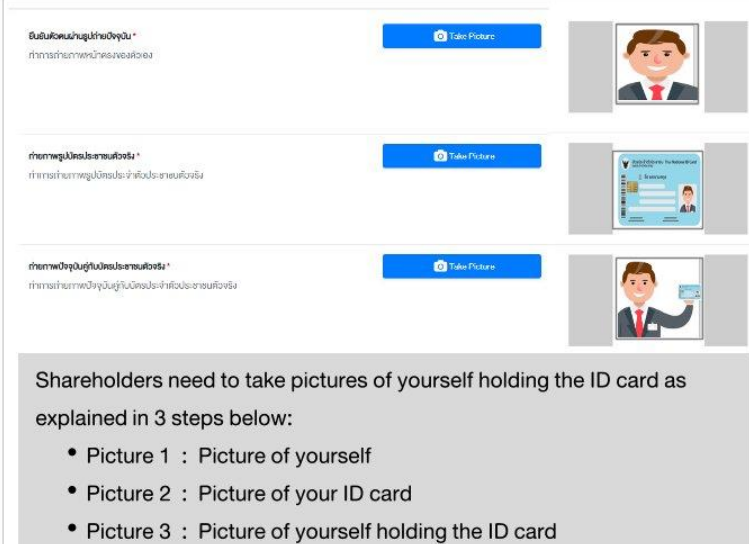
Step 1 Choose a registration form	<input checked="" type="radio"/> Attend in person <input type="radio"/> Proxy
Step 2 Specify the type of shareholder	<input checked="" type="radio"/> Thai person <input type="radio"/> Foreign person / Person without the ID card <input type="radio"/> Juristic person
Step 3 Fill out shareholder's information	<ul style="list-style-type: none"> Name-Surname ID card number / laser code on the back of the ID card Date of birth Email address (It will be used as your username when logging in) Password Mobile phone number <p>Your password must be between <u>8-15 characters</u> and must contain:</p> <ol style="list-style-type: none"> Uppercase letter Lowercase letter Number <p>Shareholders consent to receive documents in electronic format from the meeting organizer by marking <input checked="" type="checkbox"/> and click "Next"</p>
Step 4 Enter OTP	<div>  <p>OTP will be sent to the mobile phone number and email you have entered. (If shareholder have entered a foreign phone number, the OTP will be only sent to your email.)</p> <p>Enter OTP and click "Next"</p> </div> <div> <p>Please fill 6 digits to confirm</p> <p>Historical Code : YEHKCU</p> <p>_____</p> <p>© 2020 Fraser's Property (Thailand) Public Company Limited</p> </div>

2 Steps of e-Registration

2.1 Attend the meeting in person – Individual person with the ID Card

Step 5

Take pictures of yourself

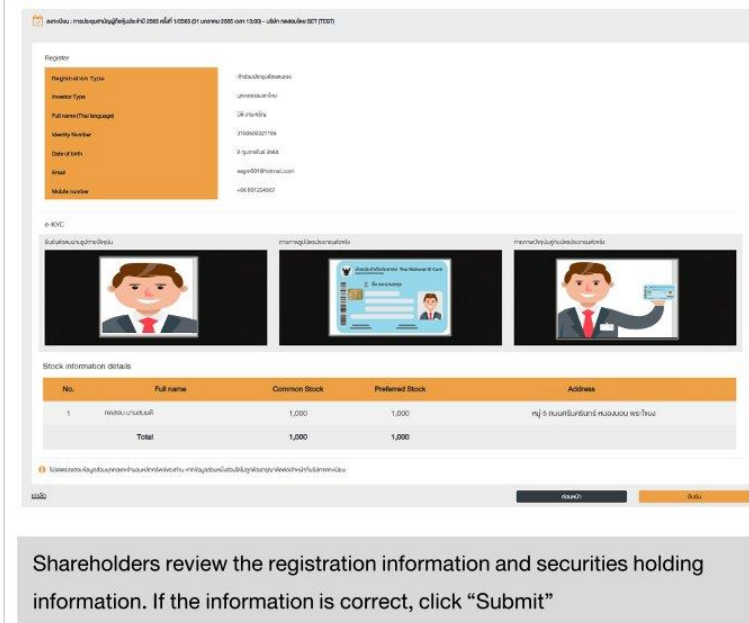


Shareholders need to take pictures of yourself holding the ID card as explained in 3 steps below:

- Picture 1 : Picture of yourself
- Picture 2 : Picture of your ID card
- Picture 3 : Picture of yourself holding the ID card

Step 6

Review registration and securities holding information



Shareholders review the registration information and securities holding information. If the information is correct, click "Submit"

Please keep your username and password confidential.
Your login account should never be disclosed to others.

2 Steps of e-Registration

2.2 Attend the meeting in person – Foreign person / Person without the ID card OR Juristic Person

Step 1
Choose a registration form

Step 2
Specify the type of shareholder

Step 3
Fill out personal information

Step 4
Enter OTP

Step 5
Take a picture of yourself / Attach files

Step 6
Review registration and securities holding information

☒ Attend in person
☐ Proxy

☐ Thai person
☒ Foreign person / Person without the ID card
☒ Juristic person

Foreign person / Person without the ID card

- Name-Surname
- Passport / Non-Thai ID / Government Officer Number
- Email address (It will be used as your username when logging in)
- Password
- Mobile phone number


Juristic person

- Juristic person Name (Company Name)
- Registration Number
- Juristic person representative information: ID card number / laser code on the back of the ID card and date of birth
- Email address (It will be used as your username when logging in)
- Password
- Mobile phone number

Your password must be between **8-15 characters** and must contain:

1. Uppercase letter
2. Lowercase letter
3. Number

Shareholders consent to receive documents in electronic format from the meeting organizer by marking ☒ and click "Next"



Please fill 6 digits to confirm
Reference Code : YBPCUJ

© 2020-2021 002-000

OTP will be sent to the mobile phone number and email you have entered.

(If shareholder have entered a foreign phone number, the OTP will be only sent to your email.)

Enter OTP and click "Next"

Take a picture of yourself and upload attachments as specified in the invitation letter

[อัปโหลดไฟล์](#)

Upload attachments as specified in the invitation letter



[อัปโหลดไฟล์](#)

Shareholders review the registration information and securities holding information. If the information is correct, click "Submit"

Please keep your username and password confidential.
Your login account should never be disclosed to others.

2 Steps of e-Registration

2.3 Proxy to another person (A)

Step 1 Choose a registration form	<input type="radio"/> Attend in person <input checked="" type="radio"/> Proxy
Step 2 Fill out the information of the shareholder who appoints a proxy and enter OTP	<ul style="list-style-type: none"> Name-Surname ID card number / laser code on the back of the ID card Date of birth Email Address Mobile phone number <p>Shareholders consent to receive documents in electronic format from the meeting organizer by marking <input checked="" type="checkbox"/> and click "Next"</p> <ul style="list-style-type: none"> Enter OTP
Step 3 Specify the type of proxy	<input checked="" type="radio"/> Proxy to another person (A) <input type="radio"/> Proxy to independent director (B)
Step 4 Fill out proxies information	<ul style="list-style-type: none"> Name-Surname / Age ID card number / Address Email Address Mobile phone number <div>  อัปโหลดไฟล์ The shareholder uploads the proxy form A with attachments as specified in the invitation letter </div> <div> Proxy form A can be downloaded at  เอกสารใบมอบฉันทะ ก. </div> <div>Click "Next"</div>
Step 5 Review registration and securities holding information	Shareholders review the registration information and securities holding information. If the information is correct, click "Submit"

Proxies will receive an email with the initial password.

Proxies will have to [reset a new password](#) before logging in to DAP e-Shareholder Meeting

2 Steps of e-Registration

2.4 Proxy to another person (B)

Step 1

Choose a registration form

☐ Attend in person ☒ Proxy

Step 2

Fill out the information of the [shareholder who appoints a proxy](#) and enter OTP

- Name-Surname
 - ID card number / laser code on the back of the ID card
 - Date of birth
 - Email Address
 - Mobile phone number
- Shareholders consent to receive documents in electronic format from the meeting organizer by marking ☒ and click "Next"
- Enter OTP

Step 3

Specify the type of proxy

☐ Proxy to another person (A) ☒ Proxy to another person (B)

Step 4

Fill out [proxies](#) information

- Name-Surname / Age
- ID card number / Address
- Email Address
- Mobile phone number

Step 5

Cast a vote in advance

Agenda No 1 To acknowledge the overall operation of the Company during 2020

The shareholder who appoints a proxy cast a vote in advance for all agenda.

Agenda No 2 To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31st December 2020

Agenda No 3 To consider and approve the appointment of Directors for replacement of those who retired.

Agenda No 3.1 Mr. Somchai Kamtong

There are 3 voting options:

- Agree
- Disagree
- Abstain

อัปโหลดไฟล์

The shareholder uploads the proxy form B with attachments as specified in the invitation letter

Proxy form B can be downloaded at [เอกสารใบมอบฉันทะ ข.](#)

Click "Next"

Step 6

Review registration and securities holding information

Shareholders review the registration information and securities holding information. If the information is correct, click "Submit"

Proxies will receive an email with the initial password.

Proxies will have to [reset a new password](#) before logging in to DAP e-Shareholder Meeting

2 Steps of e-Registration

2.5 Proxy to independent director (B)

Step 1

Choose a registration form

Step 2

Fill out the information of the [shareholder who appoints a proxy](#) and enter OTP

Step 3

Specify the type of proxy

Step 4

Specify the name of the independent director

Step 5

Cast a vote in advance

Step 6

Review registration and securities holding information

☐ Attend in person
 ☒ Proxy

- Name-Surname
- ID card number / laser code on the back of the ID card
- Date of birth
- Email Address
- Mobile phone number

Shareholders consent to receive documents in electronic format from the meeting organizer by marking ☒ and click "Next"

- Enter OTP

☐ Proxy to another person (A)
 ☒ Proxy to independent director (B)

Specify an independent director you wish to appoint a proxy

Independent Director *

Independent Director ▼

Agenda No 1 To acknowledge the overall operation of the Company during 2020

Agenda No 2 To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31st December 2020


Agenda No 3 To consider and approve the appointment of Directors for replacement of those who retired.

Agenda No 3.1 Mr. Somchai Kamtong

The shareholder who appoints a proxy cast a vote in advance for all agenda.

There are 3 voting options:

- Agree
- Disagree
- Abstain


ดาวน์โหลดไฟล์

The shareholder uploads the proxy form B with attachments as specified in the invitation letter

Proxy form B can be downloaded at [เอกสารใบมอบฉันทะ ข.](#)

Click "Next"

Shareholders review the registration information and securities holding information. If the information is correct, click "Submit"

The shareholder will receive an email informing your proxy registration result to confirm that the proxy registration has been completed. However, the shareholder will not receive the password, as the proxy are appointed to independent director and your vote was already casted.

3 Steps of joining the e-Meeting

Step 1

Shareholders log in to DAP e-Shareholder Meeting system on the date and time specified by the company

Click the meeting link in the email received from the system.

<https://portal.eservice.set.or.th>

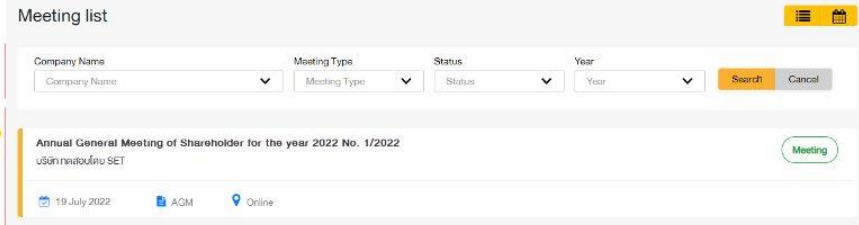
Step 2

Enter username (email address that you have registered) and password



Step 3


1. Search for the meeting by finding the Company name / Meeting type etc.
2. Click on the meeting you wish to join



Step 4

Menu bar will display information as follow:

1. Meeting information
2. Meeting agenda
3. Your question list
4. Voting result (after announced)



- Click "Join Meeting" [Join Meeting](#)
- Agree to the terms and conditions of service by marking ☒ and click "Join Meeting"
- Confirm name and voting rights
- Enter OTP

3 Steps of joining the e-Meeting

Meeting Room

Open WebEx Leave Meeting

DAP e-Shareholder Meeting

1

2

3

4

5

6

Agenda

- 1 To acknowledge the overall operation of the Company during 2021
- 2 To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year 2020
- 3 To consider and approve the appointment of Directors for replacement of those who retired.
- 4 Mr. A
Mr. B

Agenda No 4 To consider appointing auditors and setting audit fees for the year 2022

Agenda No 4.1 To consider appointing auditors of ABC Company in place of the former company whose contract has expires in 2021

Agenda No 4.2 To consider and approve the audit fee for the year 2022

Unmute Start video Start Sharing

Send Question or Vote Submit Vote Send Question

คุณกรรมการ อิสระ-ประธานกรรมการ ประชุมสามัญผู้ถือหุ้นประจำปี 2564

Q&A 5 Summary voting results 6

Q&A

1 To acknowledge the overall operation of the Company during 2021

Question : I would like to know the operating results of the company in 2021

Remark :

06 February 2022 14:09 Delete

Completed

Question : สอบถามการเลือกตั้งกรรมการที่จะครบกำหนดลาออก

Remark : ยกออกไปตอบในวาระที่ 3

06 February 2022 14:09 Delete

Completed

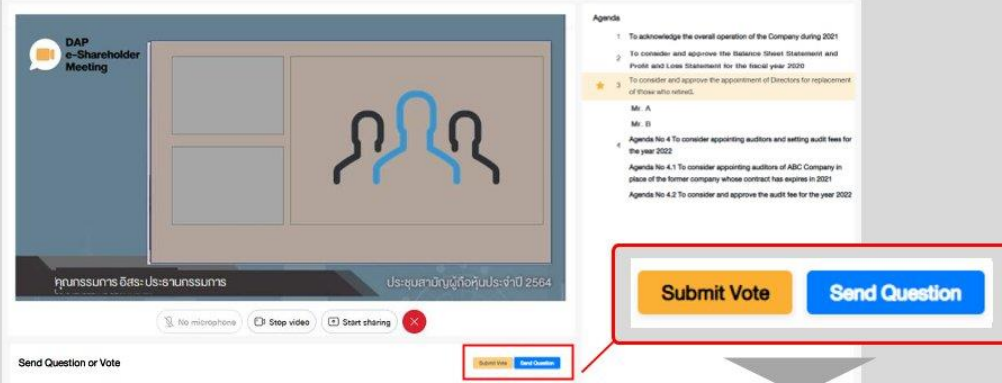
Description

1. Meeting Display: Webex Meeting screen will be embedded in DAP e-Shareholder Meeting, If the screen does not work, click 'Open WebEx' on the top right to view the meeting via Application Cisco Webex Meeting instead
2. Current agenda will be indicated by star icon and yellow bar.
3. e-Voting functions: voting can be casted only within appointed time frame
4. e-Question functions: queueing your questions for both current and upcoming agenda
5. Your questions submitted in the meeting
6. Voting results: It will be only shown after the company has announced results for each agenda

4

e-Question and e-Voting functions

e-Question functions

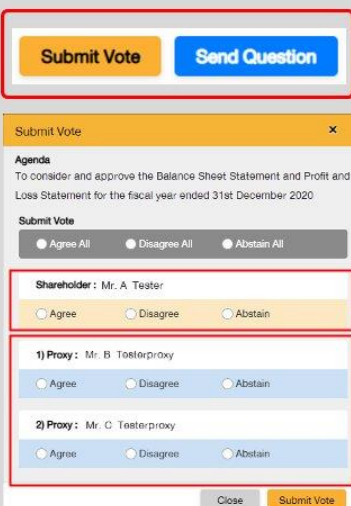


During the meeting, shareholders can submit questions in advance:

1. Click "Send Question" **Send Question**
2. Choose the agenda you wish to ask question
3. Type your question (Optional)
4. Click "Send Question" **Send Question**

When you are allowed to ask questions, the company will call your name. Please turn on your microphone and/or camera (VDO) to ask such question by yourself

e-Voting functions



For each agenda, there are 3 voting options:
"Approve", "Disapprove" and "Abstain"

1. Click "Submit Vote"
2. Vote within the period of time given for both your vote rights and proxy's (if any)
3. Click "Submit Vote" **Submit Vote**

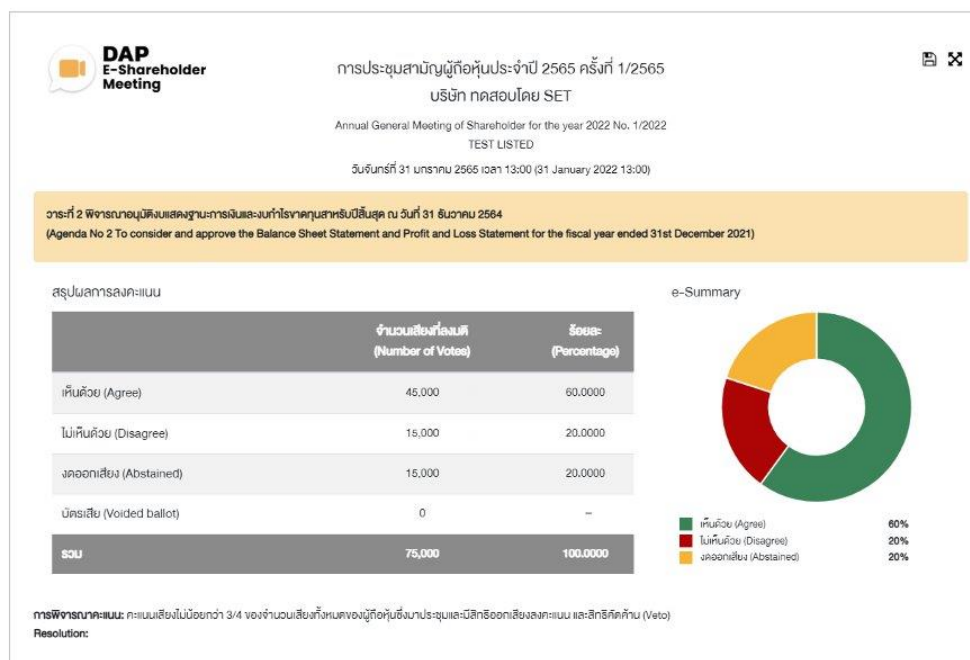
Shareholders are able to vote only within given time frame.

4

e-Question and e-Voting functions

e-Voting functions



Example of voting results





Send Question or Vote Submit Vote Send Question

Q&A Summary voting results

Summary voting results

No.	Agenda Name	Vote	Summary
1	To acknowledge the overall operation of the Company during 2021		
2	To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31st December 2020	✓	
3	To consider and approve the appointment of Directors for replacement of those who retired.		
4	Mr. A	✓	
5	Mr. B	✓	

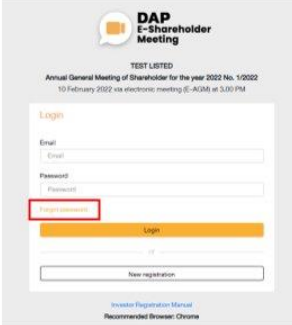
✓ Agenda has voting.  Voting Result Summary

After the closing of voting in each agenda, the company will announce results. Shareholders can check the result of each agenda by clicking the  icon

5 Resetting password



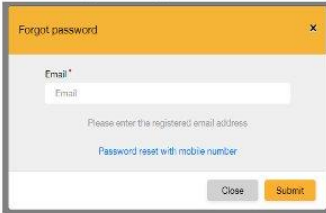
To retrieve your password, shareholders can reset password by clicking “Forgot password” button.




There are 2 options to reset your password:

1 Reset password via email


Enter your registered email



Check your inbox

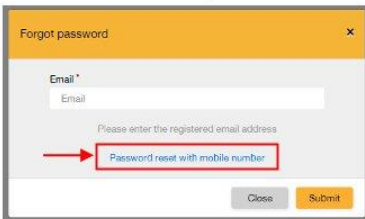


Set new password

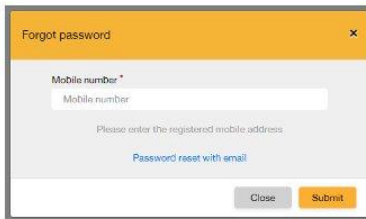


2 Reset password via mobile phone number


Click the link to reset password
via mobile phone



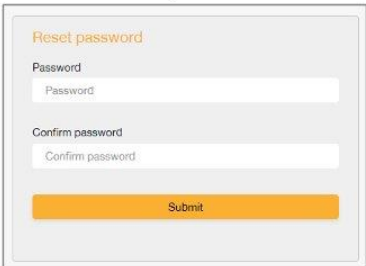
Enter your mobile phone number



Request for OTP and enter OTP



Set new password



To download user manual,



DAP e-Shareholder Meeting



shareholders could study more information at:

<https://www.set.or.th/en/eservice/shareholder.html>



Or scan the following QR Code:



Profiles of Independent Directors for appointment of Proxy and Definition of Independent Directors

1. Mr. Chainoi Puankosoom

Chairman of the Board, Independent Director, Member of Audit Committee,
Chairman of Compensation and Nomination Committee and Chairman
of Corporate Governance and Sustainable Development Committee
(Date of Appointment as Director: 16 January 2017)



Age 73 years

Address : Frasers Property (Thailand) Public Company Limited 22nd - 23rd Floor, Mitrtown Office Tower, No. 944
Rama 4 Road, Wang Mai Sub-district, Pathum Wan District, Bangkok 10330

Education

- Master of Management (MM), Sasin Graduate Institute of Business Administration of Chulalongkorn University
- Bachelor's Degree in Higher Accounting, California College of Commerce, United States of America

Training/Seminar

- Chairman Forum 1/2021 "Chairing a Virtual Board Meeting" 2021
- The Role of Chairman in Leading Strategic Risk Oversight (2017), Thai Institute of Directors Association (IOD)
- The Role of the Chairman Program (RCP 33/2014), Thai Institute of Directors Association (IOD)
- Financial Institutions Governance Program (FGP 3/2011), Thai Institute of Directors Association (IOD)
- Directors Accreditation Program (DAP 63/2007), Thai Institute of Directors Association (IOD)

Work Experience and other directorship position

Listed companies

- 2017 - Present : Chairman of the Board, Independent Director, Member of Audit Committee, Chairman of Compensation and Nomination Committee and Chairman of Corporate Governance and Sustainable Development Committee, Frasers Property (Thailand) Public Company Limited
- 2016 - Present : Independent Director, Chairman of Audit Committee, Member of the Nomination and Remuneration Committee, Prima Marine Public Company Limited
- 2015 - Present : Independent Director and Chairman Directors, Tipco Asphalt Public Company Limited
- 2012 - Sep 2019 : Independent Director, Chairman of the Audit Committee, Chairman of the Corporate Governance Committee, and Member of the Compensation and Nomination Committee, Golden Land Property Development Public Company Limited
- 2017 - Jan 2019 : Independent Director, Member of Audit Committee and Member of the Human Resource and Remuneration Committee, Demeter Corporation Public Company Limited
- 2013 - 2014 : Chairman of the Board of Directors, IRPC Public Company Limited
- 2008 - 2010 : President & Chief Executive Officer, PTT Aromatics & Refining Public Company Limited
- 2004 - 2007 : Executive Vice President, PTT Public Company Limited

- 2004 - 2007 : CEO, Rayong Refinery Public Company Limited
- 2007 - 2008 : President - PTT Aromatics & Refining Public Company Limited
- 2008 - 2010 : Senior Executive Vice President, PTT Public Company Limited
- 1984 - 2004 : Deputy Managing Director, Thai Oil Public Company Limited
- 1974 - 1984 : Country Financial Manager, Chase Manhattan Bank, Bangkok Branch

Non-listed companies and others

- 2021 - Present : Director, The Education & Public Welfare Foundation (Nonprofit Organization)
- 2017 - Present : Chairman of the Board of Directors, TRA Land Development Company Limited
- 2010 - Present : Director, Member of Executive Committee, Member of Risk Management Committee and Member of Business Restructuring Subcommittee, National Power Supply Public Company Limited
- 2017 - Apr 2022 : Independent Director and Chairman of the Audit Committee, Sapthip Company Limited
- 2009 - 2018 : Director, Petroleum Institute of Thailand
- 2010 - 2016 : Director, Committee on State Enterprises Evaluation, Ministry of Finance
- 2010 - 2012 : Chairman of Executive Committee, The Industrial Environment Institute of The Federation of Thai Industries
- 2011 - 2018 : Director, The Energy Fund Administration Institute (Public Organization), Ministry of Energy
- 2016 - 2018 : Director - Circulation Fund of The Comptroller General's Department, Ministry of Finance
- 2004 - 2007 : Co-CEO, Alliance Refining Public Company Limited
- 2012 - Sep 2019 : Independent Director, Chairman of Audit Committee, Chairman of Corporate Governance Committee and Member of Compensation and Nominating Committee, Golden Land Property Development Public Company Limited

Shareholding proportion in the Company : None (as at 30 September 2023)

Familial relationship with other directors, executives, major shareholders and subsidiaries : None

Criminal records on violation of securities and futures contract laws : None

Position in other entity doing business of a similar nature competing with the Company which may cause conflicts of interest : None

No. of years as Director : 7 years

Meeting attendance in fiscal year 2023

- 1) Board of Directors Meeting 7/7 meetings (100%)
- 2) Audit Committee Meeting 5/5 meetings (100%)
- 3) Compensation and Nomination Committee Meeting 2/2 meetings (100%)
- 4) Corporate Governance and Sustainable Development Committee Meeting 3/3 meetings (100%)

Direct or indirect interest in any business affairs in which the Company or associated companies is a party : None

Conflict of interest in agenda item proposed in the 2024 Annual General Meeting of Shareholders : Agenda 6

To consider and approve the directors' remuneration for the year 2024

2. Assoc. Prof. Tithiphan Chuerboonchai

Independent Director, Chairman of Audit Committee, Member of Corporate Governance and Sustainable Development Committee and Member of Risk Management Committee
(Date of Appointment as Director: 24 April 2017)



Age 71 years

Address : Frasers Property (Thailand) Public Company Limited 22nd - 23rd Floor, Mitrtown Office Tower, No. 944 Rama 4 Road, Wang Mai Sub-district, Pathum Wan District, Bangkok 10330

Education

- Master of Business Administration, Thammasat University
- Master of Laws (LL.M.), Harvard Law School, United States of America
- Barrister-at-Law, The Institute of Thai Bar Association
- Bachelor of Laws (First Class Honors), Chulalongkorn University

Training/Seminar

- Advanced Audit Committee Program (AACP 32/2019), Thai Institute of Directors (IOD)
- Risk Management Program for Corporate Leaders (RCL 17/2019), Thai Institute of Directors (IOD)
- Financial Statement for Directors (FSD 40/2019) Thai Institute of Directors (IOD)
- Financial Institutions Governance Program (FGP 3/2011), Thai Institute of Directors (IOD)
- Directors Certification Program (DCP 2000), Thai Institute of Directors (IOD)
- Corporate Responsibilities and Practices in Anti-Corruption Seminar
- Roles of Executives to Establishing Corruption Protection Mechanism Seminar
- IOD National Director Conference 2022 - Wisdom for Future: Harmonizing the Diverse Boards Seminar
- IOD Refreshment Training Program "Financial Reporting Cases : A Monitoring Guide for Board
- ChatGPT for Management on 18th August 2023

Work Experience

Listed companies

- 2017 - Present : Independent Director, Chairman of Audit Committee, Member of Corporate Governance and Sustainable Development Committee and Member of Risk Management Committee, Frasers Property (Thailand) Public Company Limited
- 2017 - 2020 : Member of Nomination Committee Frasers Property (Thailand) Public Company Limited
- 2010 - 2013 : Independent Director and Member of Audit Committee, Siam City Bank Public Company Limited
- Independent Director, Member of the Corporate Governance Committee and Member of the Risk Management Committee, Asset World Corp Public Company Limited
- Independent Director, Member of Audit Committee, Chairman of the Corporate Governance Committee, Univentures Public Company Limited

- Independent Director, Chairman of the Board of Director, Indara Insurance Public Company Limited
- Independent Director, Member of Audit Committee, and Chairman Member of Nomination and Compensation Committee, United Overseas Bank (Thai) Public Company Limited
- Independent Director, Member of Risk Management Committee, Big C Retail Corporation Public Company Limited

Non-listed companies and others

- 1995 - 2018 : Director, Law and Development Research Center, Faculty of Law, Chulalongkorn University
- 1978 - 2013 : Lecturer of the Faculty of Law, Chulalongkorn University
- 2001 - 2009 : Dean of the Faculty of Law, Chulalongkorn University
- 2000 - 2001 : Assistant to the President, Chulalongkorn University

Shareholding proportion in the Company : None (as at 30 September 2023)

Familial relationship with other directors, executives, major shareholders and subsidiaries : None

Criminal records on violation of securities and futures contract laws : None

Position in other entity doing business of a similar nature competing with the Company which may cause conflicts of interest : At present, Assoc. Prof. Tithiphan Chuerboonchai holds a directorship at Asset World Corp Public Company Limited which manages in real estate development on hospitality session (hotel and service), shopping center, office building and wholesale business center.

No. of years as Director : 7 years

Meeting attendance in fiscal year 2023

- 1) Board of Directors Meeting 7/7 meetings (100%)
- 2) Audit Committee Meeting 5/5 meetings (100%)
- 3) Risk Management Committee Meeting 4/4 meetings (100%)
- 4) Corporate Governance and Sustainable Development Committee Meeting 3/3 meetings (100%)

Direct or indirect interest in any business affairs in which the Company or associated companies is a party : None

Conflict of interest in agenda item proposed in the 2024 Annual General Meeting of Shareholders : Agenda 6
To consider and approve the directors' remuneration for the year 2024

The definition and qualifications of Independent Directors of Fraser's Property (Thailand) Public Company Limited (pursuant to the Notification of the Capital Market Supervisory Board No. TorChor. 39/2559).

1. Holding no more than 1% of the total eligible voting shares of the Company, parent companies, subsidiaries, associated companies, major shareholders or controlling person of the Company, by totally counting the shares held by related person to such independent director.
2. Not being a director participating in management role, an employee, staff, advisor who receives a regular salary or a controlling person of the Company, parent companies, subsidiaries, associated companies, same level subsidiaries, major shareholders, or controlling person of the Company during the past 2 years before his/her

appointment as independent directors. Except excluding the case that he/she was a government official or advisor of the government who is a major shareholder or controlling person of the Company.

3. Having no relation by blood or by legal registration as the father, mother, spouse, brother or sister, and child including spouse of child of other directors, executives, major shareholders, control person or person(s) who is nominated to be the director, executives, or control person of the Company or subsidiaries.
4. Having no business relation with the Company, parent companies, subsidiaries, associated companies, major shareholder or controlling person of the Company that would impede his/her independent discretion. Not being or having been a significant shareholder or controlling person of the Company of a business relationship with the Company, parent companies, subsidiaries, associated companies, major shareholder or controlling person of the Company, unless clear from the foregoing relationship for not less than two years.

The term 'business relationship' aforementioned under paragraph one includes any normal business transaction, rental or lease of immovable property, transaction relating to assets or services, grant or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, including any other similar action, which results in the Company or its counterparty being subject indebtedness payable to the other party in the amount of 3 percent or more of the net tangible assets of the company or 20 million Baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the calculation method for value of connected transactions under the Notification of Capital Market Supervisory Board concerning Rules on Connected Transactions mutatis mutandis. The combination of such indebtedness shall include indebtedness taking place during the course of 1 year prior to the date on which the business relationship with the person is commenced.

5. Not being or having been an auditor of the Company, parent companies, subsidiaries, associated companies, major shareholder, or controlling person of the Company. Not being or having been partners of an audit firm, where the auditor of the Company, parent companies, subsidiaries, associated companies, major shareholder, or controlling person of the Company, except for the case of being exempted from having such characteristics, unless clear from those characteristics for not less than two years.
6. Not being a professional service provider including legal or financial advisor who receives service fee exceeding Baht 2,000,000 a year from the Company, parent companies, subsidiaries, associated companies, major shareholder, or controlling person of the Company. Not being a substantial shareholder, controlling person of the Company, or a partner of such service provider firm, except in the case of being exempted from having such characteristics, unless clear from those characteristics not less than two years.
7. Not being a director appointed for representation of Company's directors, major shareholders or shareholder who is a related person of the major shareholders of the Company.
8. Not undertaking any businesses, the nature of which is the same as the Company or its subsidiaries and, in any material respect, is competitive with the business of the Company or subsidiaries. Not being a substantial partner in the partnership, or a director who is involved in the Company management, an employee, a staff member, an advisor who receives regular salary or a shareholder holding more than one percent of shares with voting rights of a company the nature of whose business is the same as the Company. In any material respect, it is competitive with business of the Company or subsidiaries.
9. Not having any characteristics that could not give independent opinion on the operation of the Company.

**Request Form for physical Copy of Annual Registration Statement/2023 Annual Report
(Form 56-1 One Report)**

Dear Shareholders,

According to the vision of Frasers Property (Thailand) Public Company Limited (the “**Company**”), and the realization of global warming impact; the Company provides the Annual Registration Statement/2023 Annual Report (Form 56-1 One Report) in the form of QR Code (delivered to all shareholders together with the invitation to the Annual General Meeting of Shareholders).

Nevertheless, a shareholder, who would like to receive a physical copy of Annual Registration Statement/2023 Annual Report (Form 56-1 One Report), is requested to fill in the form below and send it back to us by post to the Company Secretary of Frasers Property (Thailand) Public Company Limited at 20th Floor, Mitrtown Office Tower, No. 944 Rama 4 Road, Wang Mai Sub-District, Pathum Wan District, Bangkok 10330 or by Email TH.FPT.CS@frasersproperty.com. The Company will then deliver the hard copy of 2023 Annual Report to you.

To Company Secretary

I, _____,
would like to receive a physical copy of Annual Registration Statement/2023 Annual Report (Form 56-1 One Report).

Address:

No.	_____
Village	_____
Road	_____
Sub-district	_____
District	_____
Province	_____
Postal Code	_____
Tel.	_____
E-mail	_____

เอกสารแนบ
20 บาท

Proxy Form A

		Made at			
		Date	Month	Year	
(1) I/We			Nationality		
Residing at No	Road	Sub-district			
District	Province	Postal Code			
(2) Being a shareholder of Fraser's Property (Thailand) Public Company Limited					
holding the total	share(s), and having voting		vote(s) as follows:		
amount of	rights equivalent to				
Ordinary share	share(s), having voting		vote(s)		
	rights equivalent to				
Preferred share	share(s), having voting		vote(s)		
	rights equivalent to				
(3) Here by authorize,					
<input type="checkbox"/>	1. Name	Age	Years,	Residing at No.	
	Road	Sub-district		District	
	Province	Postal Code			
<input type="checkbox"/>	2. Name	Age	Years,	Residing at No.	
	Road	Sub-district		District	
	Province	Postal Code			
<input type="checkbox"/>	3. Name Mr. Chainoi Puankosoom	Age 73	Years,	Residing at No. 944	
	Road Rama 4	Sub-district Wang Mai		District Pathum Wan	
	Province Bangkok	Postal Code 10330			
<input type="checkbox"/>	4. Name Assoc. Prof. Tithiphan Chuerboonchai	Age 71	Years,	Residing at No. 944	
	Road Rama 4	Sub-district Wang Mai		District Pathum Wan	
	Province Bangkok	Postal Code 10330			

Only one of them as my/our proxy to attend and vote in the 2024 Annual General Meeting of Shareholders to be held on Monday, 15 January 2024 at 14.00 hrs., the Electronic Meeting (E-AGM) or at any adjournment thereof to any other date, time and venue.

Any business carried out by the proxy holder in the said meeting shall be deemed as if having performed by myself in all respects.

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

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Proxy Form B

		Made at			
		Date	Month	Year	
(1) I/We			Nationality		
Residing at No	Road	Sub-district			
District	Province	Postal Code			
(2) Being a shareholder of Fraser's Property (Thailand) Public Company Limited					
holding the total	share(s), and having voting	vote(s) as follows:			
amount of	rights equivalent to				
Ordinary share	share(s), having voting	vote(s)			
	rights equivalent to				
Preferred share	share(s), having voting	vote(s)			
	rights equivalent to				
(3) Here by authorize,					
<input type="checkbox"/>	1. Name	Age	Years,	Residing at No.	
	Road	Sub-district		District	
	Province	Postal Code			
<input type="checkbox"/>	2. Name	Age	Years,	Residing at No.	
	Road	Sub-district		District	
	Province	Postal Code			
<input type="checkbox"/>	3. Name Mr. Chainoi Puankosoom	Age 73	Years,	Residing at No. 944	
	Road Rama 4	Sub-district Wang Mai	District	Pathum Wan	
	Province Bangkok	Postal Code 10330			
<input type="checkbox"/>	4. Name Assoc. Prof. Tithiphan Chuerboonchai	Age 71	Years,	Residing at No. 944	
	Road Rama 4	Sub-district Wang Mai	District	Pathum Wan	
	Province Bangkok	Postal Code 10330			

Only one of them as my/our proxy to attend and vote in the 2024 Annual General Meeting of Shareholders to be held on Monday, 15 January 2024 at 14.00 hrs., the Electronic Meeting (E-AGM) or at any adjournment thereof to any other date, time and venue.

4) I/ We hereby authorize the proxy to vote on my behalf at this meeting as follows:

Agenda 1 To consider and certify the Minutes of the 2023 Annual General Meeting of Shareholders, which was held on 16 January 2023

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 2 To acknowledge the Company's performance report as of 30 September 2023

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 3 To consider and approve the Statements of Financial Position and profits and loss statement for the year ended 30 September 2023

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 4 To consider and approve the dividend payment for the fiscal year ended 30 September 2023

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 5 To consider and approve the appointment of directors for the replacement of the directors who retired by rotation for the year 2024

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:

Appointment of all directors.

- ☐ Approve ☐ Disapprove ☐ Abstain

Appointment of each director.

1. Name of director: Mr. Chatchaval Jiaravanon
☐ Approve ☐ Disapprove ☐ Abstain
2. Name of director: Mrs. Busaya Mathelin
☐ Approve ☐ Disapprove ☐ Abstain
3. Name of director: Mr. Thanapol Sirithanachai
☐ Approve ☐ Disapprove ☐ Abstain

Agenda 6 To consider and approve directors' remuneration for the year 2024

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 7 To consider and approve the appointment of auditors and the determination of the audit fee for the year 2024

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 8 To consider and approve the extension of the period for the allocation of newly-issued ordinary shares under the General Mandate

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 9 Other businesses (if any)

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

(5) Voting of the proxy holder in any agenda which is not in accordance with this proxy form shall be considered as invalid and shall not be treated as my/our voting as a shareholder.

(6) In the case that I/we have not declared a voting intention in any agenda or my/our determination is not clearly specified or that the meeting considers or ratifies resolutions in any matters apart from the agenda items specified above, including any amendment, modification or addition of any facts, the proxy holder shall have the right to consider and vote on behalf of myself as he/ she sees appropriate.

Any act(s) undertaken by the proxy holder at such meeting except where the proxy holder does not vote as I/we specify in the proxy form shall be deemed as my/our own act(s) in every respect.

Signed	_____	Grantor
	(.....)	
Signed	_____	Proxy
	(.....)	
Signed	_____	Proxy
	(.....)	
Signed	_____	Proxy
	(.....)	

Annex to the Proxy Form B.

Grant of proxy as a shareholder of **Fraser's Property (Thailand) Public Company Limited** at the 2024 Annual General Meeting of Shareholders to be held on Monday, 15 January 2024 at 14.00 hrs., Electronic Meeting (e-AGM) or at any adjournment thereof to any other date, time and venue.

Agenda_____ Subject _____

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda_____ Subject _____

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda_____ Subject _____

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda_____ Subject _____

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

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Proxy Form C
(For Foreign Shareholder appointing the Custodian in Thailand)

					Made at	
					Date	Month Year
(1) I/We					Nationality	
Residing at No	Road				Sub-district	
District	Province				Postal Code	
(2) Being a shareholder of Fraser's Property (Thailand) Public Company Limited						
holding the total	share(s), and having voting				vote(s) as follows:	
amount of	rights equivalent to					
Ordinary share	share(s), having voting				vote(s)	
	rights equivalent to					
Preferred share	share(s), having voting				vote(s)	
	rights equivalent to					
(3) Here by authorize,						
<input type="checkbox"/>	1.	Name	Age	Years,	Residing at No.	
		Road			District	
		Province			Postal Code	
<input type="checkbox"/>	2.	Name	Age	Years,	Residing at No.	
		Road			District	
		Province			Postal Code	
<input type="checkbox"/>	3.	Name Mr. Chainoi Puankosoom	Age 73	Years,	Residing at No. 944	
		Road Rama 4		Wang Mai	District Pathum Wan	
		Province Bangkok		10330		
<input type="checkbox"/>	4.	Name Assoc. Prof. Tithiphan Chuerboonchai	Age 71	Years,	Residing at No. 944	
		Road Rama 4		Wang Mai	District Pathum Wan	
		Province Bangkok		10330		

Only one of them as my/our proxy to attend and vote in the 2024 Annual General Meeting of Shareholders to be held on Monday, 15 January 2024 at 14.00 hrs., Electronic Meeting (E-AGM) or at any adjournment thereof to any other date, time and venue.

(4) I/ We hereby authorize the proxy to vote on my behalf at this meeting as follows:

☐ Grant proxy the total amount of shares holding and entitled to vote

☐ Grant partial shares of

<input type="checkbox"/> Ordinary share	share(s), and having voting rights	vote(s)
	equivalent to	
<input type="checkbox"/> Preferred share	share(s), and having voting rights	vote(s)
	equivalent to	
Total voting rights		vote(s)

(5) I/We hereby authorize the proxy holder to vote on my behalf at this meeting as follows:

Agenda 1 To consider and certify the Minutes of the 2023 Annual General Meeting of Shareholders, which was held on 16 January 2023

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 2 To acknowledge the Company's performance report as of 30 September 2023

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 3 To consider and approve the Statements of Financial Position and profits and loss statement for the year ended 30 September 2023

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 4 To consider and approve the dividend payment for the fiscal year ended 30 September 2023

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 5 To consider and approve the appointment of directors for the replacement of the directors who retired by rotation for the year 2024

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
- Appointment of all directors.**
- ☐ Approve ☐ Disapprove ☐ Abstain

Appointment of each director.

1. Name of director: Mr. Chatchaval Jiaravanon
☐ Approve ☐ Disapprove ☐ Abstain
2. Name of director: Mrs. Busaya Mathelin
☐ Approve ☐ Disapprove ☐ Abstain
3. Name of director: Mr. Thanapol Sirithanachai
☐ Approve ☐ Disapprove ☐ Abstain

Agenda 6 To consider and approve directors' remuneration for the year 2024

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
☐ Approve ☐ Disapprove ☐ Abstain

Agenda 7 To consider and approve the appointment of auditors and the determination of the audit fee for the year 2024

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
☐ Approve ☐ Disapprove ☐ Abstain

Agenda 8 To consider and approve the extension of the period for the allocation of newly-issued ordinary shares under the General Mandate

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
☐ Approve ☐ Disapprove ☐ Abstain

Agenda 9 Other businesses (if any)

- ☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ The proxy holder shall vote in accordance with my wish as follows:
☐ Approve ☐ Disapprove ☐ Abstain

- (6) Voting of the proxy holder in any agenda that is not specified in this proxy shall be considered as invalid and not my/our voting as a shareholder.
- (7) In case I/we have not declared a voting intention in any agenda item or my/our determination is not clear or in case the meeting considers or passes resolutions in any matters apart from those agenda items specified above, including the case that there is any amendment, modification or addition of any fact, the proxy holder shall have the right to consider and vote as to his/her consideration.

Any business carried on by the proxy holder in the said meeting, except the proxy holder does not vote as I/we specify in the proxy form, shall be deemed as having been carried out by myself/ourselves in all respects.

Signed	_____	Grantor
	(.....)	
Signed	_____	Proxy
	(.....)	
Signed	_____	Proxy
	(.....)	
Signed	_____	Proxy
	(.....)	

Annex to the Proxy Form C

Grant of proxy as a shareholder of **Fraser's Property (Thailand) Public Company Limited** at the 2024 Annual General Meeting of Shareholders to be held on Monday, 15 January 2024 at 14.00 hrs., Electronic Meeting (E-AGM) or at any adjournment thereof to any other date, time and venue.

Agenda_____ Subject _____

☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

☐ The proxy holder shall vote in accordance with my wish as follows:

☐ Approve ☐ Disapprove ☐ Abstain

Agenda_____ Subject _____

☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

☐ The proxy holder shall vote in accordance with my wish as follows:

☐ Approve ☐ Disapprove ☐ Abstain

Agenda_____ Subject _____

☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

☐ The proxy holder shall vote in accordance with my wish as follows:

☐ Approve ☐ Disapprove ☐ Abstain

Agenda_____ Subject _____

☐ The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

☐ The proxy holder shall vote in accordance with my wish as follows:

☐ Approve ☐ Disapprove ☐ Abstain