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NOTICE OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR THE YEAR 2022 MEGACHEM (THAILAND) PUBLIC COMPANY LIMITED

Date 30th March 2022

Subject:Notice of the Annual General Meeting of Shareholders for the Year 2022

Attention: Shareholders of Megachem (Thailand) Public Company Limited

Enclosure(s):

- 1. Minutes of the Annual General Meeting of Shareholders for the Year 2021
- 2. Profiles of the nominated persons to be elected as directors
- 3. The Company's Articles of Association in relation to Shareholders Meeting and Casting the Vote
- 4. Explanation of Procedures for Proxy, Registration, Identifying Documents for Attending, and Casting the Vote in Shareholders Meeting
- 5. Privacy Notice for the Shareholder's Meeting
- 6. Proxy Form A and B
- 7. Profiles of Independent Directors to Serve as Proxy for Shareholders
- 8. Measures and Guidelines for Attending the 2022 Annual General Meeting of Shareholders under the Coronavirus Disease 2019 (COVID-19) Outbreak Situation
- 9. Location Map of the Venue for Shareholders Meeting

By virtue of this Notice, Megachem (Thailand) Public Company Limited "the Company" would like to invite all Shareholders to attend the Annual General Meeting of Shareholders for the Year 2022 on April 21, 2022 at 14:00 hrs. (Registration Time at 12:00 hrs.), at Megachem (Thailand) Public Company Limited office at 25 Soi Chalongkrung 31, Ladkrabang Industrial Estate Soi G1/9 Lamplathew Lat Krabang, Bangkok 10520 THAILAND for consideration and as deem appropriate for resolution to certify, approve, acknowledge and/or endorse the followings Agendas:

Agenda 1 Consider and approve minutes of the Annual General Meeting Year 2021

<u>Fact and Reason</u>: The Company held the Annual General Meeting of Shareholders "AGM" Year 2021 on April 22, 2021 as detailed in the copy of minutes enclosed this Notice (Appendix 1).

Board's Opinion: The Board of Directors "the Board" considered and opined that for the aforesaid AGM, the Company already submitted its Notice to all Shareholders and announced such Notice on newspaper covering duly resolved and took minutes in accordance with the Company's Articles of Association and laws concerned. The Board, thus, deemed appropriate to propose the Shareholders to certify the aforesaid minutes of 2021 AGM.

<u>Voting</u>: This Agenda must be passed by majority vote of the entire Shareholders attend the Meeting and obtain entitlement to cast the vote.

Agenda 2Consider and acknowledge the Company's Operating Performance for the Year 2021Fact and Reason: The Company's Articles of Association Clause 41 (1) prescribed that theAnnual General Meeting of Shareholders "AGM" should consider a report from the Board revealing the

Company's business in the previous year and acknowledge the Company's operating performance.

<u>Board's Opinion</u>: The Board of Directors considered and opined that the Company's operating performance including significant change arising in fiscal year 2021 ended December 31, 2021 be duly concluded. The Board, thus, deemed appropriate to propose the Meeting for consideration and acknowledgement of the Company's operating performance in such fiscal year 2021.

<u>Voting</u>: This Agenda is proposed to the Meeting for consideration and acknowledgement. Therefore, voting is not required.

Agenda 3 Consider and approve the Company's financial statements as of December 31, 2021

Fact and Reason: Section 112 under Public Limited Company Act B.E. 2535 prescribed that the Board of Directors must provide balance sheet and profit and loss statement as of the date ended of the past fiscal year. Then, the said financial statements must be duly audited by the Auditor before proposed to the Shareholders in the Annual General Meeting for consideration and approval of such financial statements. This financial statements for fiscal year ended December 31, 2021 together with the Auditor's report had been duly audited by certified auditor of the Company and already got endorsement from the Audit Committee in the Meeting No.1/2022 on February 17, 2022.

Board's Opinion: The Board of Directors considered and opined that the Company's financial statements for the fiscal year ended December 31, 2021 had been audited and commented by the Auditor that they be duly accurate in their substance in accordance with certified accounting principle covering they be endorsed by the Audit Committee "AC". The Board, thus, deemed appropriate to propose the Shareholders Meeting to consider and approve such financial statements for fiscal year ended December 31, 2021.

<u>Voting</u>: This Agenda must be passed by majority vote of the entire Shareholders attend the Meeting and obtain entitlement to cast the vote.

Agenda 4 Consider and approve the dividend payment for year 2021 performance

<u>Fact and Reason</u>: The Company obtains policy to perform dividend payment to the shareholders at the rate of not less than 40% (forty percent) of net profit from the Company's separate financial statements after deduction of tax and legal reserve, and other reserve (if any). However, the said dividend payment may be changed subject to the Company's operating performance, financial position, liquidity, business expansion, necessity in using working capital for operation, investment plan and future business expansion, market condition, optimum, and other factors concerning the Company's operation and management; under condition that the Company must obtain cash enough for business operating, and

such operating must contribute ultimate benefits to the shareholders as deemed appropriated by the Board of Directors and/or the Company's shareholders.

In this regard, the Board's resolution to approve dividend payment must be proposed to Shareholders Meeting, except interim dividend payment that shall be approved by the Board of Directors and reported to the Shareholders in next Meeting.

List	Year 2021 (Proposed year)	Year 2020
Net profit (baht)	101,414,589	78,971,337
Number of shares (shares)	400,000,000	400,000,000
Annual dividend (baht / share)	0.15	0.10
- Interim dividends (baht / share)	0.03	0.03
- Final dividend payment (baht / share)	0.12	0.07
Total dividend payment (baht)	60,000,000	40,000,000
Dividend payment ratio to net profit (%)	59.16	50.65

Comparison of dividend payment rates for year 2021 and the previous year.

<u>Board's Opinion</u>: The Board of Directors considered and opined that in accordance with the Company's audited financial statements as of December 31, 2021; the Company gained net profit from 2021 operating performance of Baht 101,414,589 adequate for dividend payment. Furthermore, Public Limited Company Act - Section 116 prescribed that the Company must allocate legal reserve at least 5% of net profit. Previously, the Company already allocated legal reserve of Baht 14,153,325. Therefore, the Company must allocate additional legal reserve of Baht 5,000,000. In conclusion, the Company completely allocated legal reserve at Baht 19,224,325 not less than 5% prescribed by laws. The Board, thus, deemed appropriate to propose the Meeting to approve legal reserve stated above.

Besides, the Board of Directors deemed appropriate to propose the Meeting to consider and approve dividend payment at the rate of Baht 0.15 per share and according to the company has already paid interim dividends on September 03, 2021 at the rate of Baht 0.03 per share, totaling Baht 12,000,000. Therefore, the outstanding dividend payment at the rate of Baht 0.12 per share, total outstanding amount was Baht 48,000,000. Total Dividend Payment of Baht 60,000,000 paid to the Shareholders obtain entitlement to receive dividend, whose names appeared on the Company's shareholders list as of May 6, 2022 and will pay dividends to shareholders on May 20, 2022 which in accordance with dividend policy of the company. Anyhow, the aforesaid entitlement remains uncertain since it must be further proposed to this Annual General Meeting of Shareholders for the Year 2022 for final approval.

<u>Voting</u>: This Agenda must be passed by majority vote of the entire Shareholders attend the Meeting and obtain entitlement to cast the vote.

Agenda 5 Consider and approve re-election of Director(s) retiring for the year 2022

<u>Fact and Reason</u>: Public Limited Company Act prescribed that every Annual General Meeting of Shareholders, one-third of Directors shall be retired by rotation. If the number of Directors shall be retired by rotation is not exactly divided to one-third, the most likely number to one-third shall be

applied to those Directors. For the first and second year, Directors, who shall be retired by rotation, shall be determined by draw. For following years, Directors, whose obtain the longest directorship, shall be retired by rotation. This year, Directors who shall be retired by rotation are:

1. Mr. Pongpanu	Svetarundra	Board Chairman/ Independent Director/
		Member of the Audit Committee
2. Mrs. Busaraporn	Prathoomrat	Director/DCEO
3. Mr. Tan	Bock Chia	Director

The company provided the opportunity to the minority shareholders to nominate qualified persons for the Nomination and Remuneration Committee to consider the election as a Company's Board of Director for the 2022 Annual General Meeting of Shareholders which was announced on the company's website. Including notification via electronic system of the Stock Exchange of Thailand Between December 13, 2021 to January 13, 2022, it appears that no shareholders have expressed their intention regarding the said matter.

Board's Opinion: The Board of Directors excluding nominated directors have carefully considered with due care and scrutinized through the scrutiny process in accordance with the criteria for nominating directors of the company. Therefore, considered and deemed appropriate to propose the Meeting to consider re-electing retiring Directors which are Mr. Pongpanu Svetarundra, and Mrs. Busaraporn Prathoomrat to be re-elected for another term. And proposed to appoint Mr. Yau Thiam Hwa as a director to replace Mr. Tan Bok Chia in order to perform their duty progressively. In this regard, Nomination and Remuneration Committee Meeting No.1/2022 on February 17, 2022 already endorsed the said nomination. The Board was of the view that these three nominated directors have complete and appropriate qualifications, the independent directors are able to freely give opinions, and in accordance with appreciable laws suitable for the business operation of the company without prohibited characteristics for appointment as directors of the Company. In addition, they have performed their duties with full responsibility, due care and royalty in compliance with the regulatory requirements, objectives, Articles of Association of the Company, resolutions of the Board of Directors, as well as resolutions of the Annual General Meeting. All the proposed directors received concurrence. Profiles of those nominated Directors appeared in details on Appendix 2.

<u>Voting</u>: This Agenda must be passed by majority vote of the entire Shareholders attend the Meeting and obtain entitlement to cast the vote.

Agenda 6 Consider and approve the remuneration of directors for the year 2022

<u>Fact and Reason</u>: Director Remuneration should be determined by characteristic comparable to actual remuneration in the industry as well as experience, duty, accountability and responsibility of Director covering expected benefits from each Directors. Director, who is delegated for more accountability and responsibility e.g. a member of Committee, should receive more appropriate remuneration. The Nomination and Remuneration Committee "N&R" in the Meeting No. 1/2022 on February 17, 2022, thus, deemed appropriate to propose the Board of Directors to consider the determination of remuneration for the Board, Chairman of the Board, the Audit Committee, Chairman of the Audit Committee,

the Nomination and Remuneration Committee, and Chairman of the Nomination and Remuneration Committee for the Year 2022 at total amount not exceeding Bath 2,000,000.

<u>Board's Opinion</u>: The Board of Director considered and deemed appropriate to propose the Meeting to consider and approve the determination of remuneration for the Board, Chairman of the Board, the Audit Committee, Chairman of the Audit Committee, the Nomination and Remuneration Committee, and Chairman of the Nomination and Remuneration Committee for the Year 2022 at total amount not exceeding Bath 2,000,000 as endorsed by the N&R Meeting No.1/2022 on February 17, 2022 with the following details: to be effective from May 2022 onwards;

Position	Type of director	Year 2021	Year 2022
1. Meeting Allowance/ Per Attendance	a la sejenente Fundra	(Baht)	(Baht)
Chairman of the board of Directors	Independent Director	20,000.00	20,000.00
Directors	Independent Director	10,000.00	10,000.00
Chairman of the Audit Committee	Independent Director	15,000.00	15,000.00
Audit Committee Members	Independent Director	10,000.00	10,000.00
Chairman of the Nomination and Remuneration Committee	Independent Director	15,000.00	15,000.00
Nomination and Remuneration Committee Members	Independent Director	10,000.00	10,000.00
2. Monthly Allowance	000,009,		erri Souri
Chairman of the board of Directors	Independent Director	20,000.00	20,000.00
Board of Directors	Independent Director	15,000.00	15,000.00
3. Estimate Annual Bonus	Director	100,000.00 Only Independent	*Independent Director 100,000.00
	bolicits version	Director	*Minimum 50,000 for non- independent directors
4. Life Insurance for Independent Directors	.903.001	40,000 per person	**52,546 pe persor

Baht.

Remark: * In year 2022, Independent Directors receive estimated annual bonuses = 100,000 baht/person

and Non-Independent Director receive estimated annual bonuses = Minimum 50,000 baht/person

**In year 2022, life insurance for independent directors (premium) increased = 52,546 baht/person.

<u>Voting</u>: This Agenda must be passed by a vote of not less than two-thirds (2/3) of the total number of votes of the entire Shareholders attend the Meeting and obtain entitlement to cast the vote.

<u>Agenda 7</u> Consider and approve the appointment of Auditor and Audit Fee for the year 2022

Fact and Reason: The Office of Securities and Exchange Commission "SEC" specified that preparation and disclosure of financial statements of the company issuing securities must comply with standards of accounting and financial report determined by Federation of Accounting Professional, which conform to international standards of accounting and financial report as well. In addition, the auditors certified by SEC must audit quarterly or annually financial statements including monitor and review financial statements of the company issuing securities every quarters in order to ensure that the investors shall receive accurate and complete information. Such auditors obtain authority to audit, review, prepare, and comment on the company's financial statements. Furthermore, the said auditors must be independent and not obtain any relationship with neither the company nor its Management. Therefore, the Audit Committee in the Meeting No.1/2022 on February 17, 2022 considered and deemed appropriate to propose the Board of Directors to consider the appointment of auditors from EY Company Limited as the followings:

1. Ms. Supannee	Triyanantakul	CPA No. 4498, and/or
2. Mr. Preecha	Arunnara	CPA No. 5800, and/or
3. Ms. Isaraporn	Wisutthiyan	CPA No. 7480

Comparative information of EY Company Limited's compensation in the past years are as

follows;

Auditor's compensation	Year 2022	Year 2021	Year 2020
Audit Fee	1,900,000	1,800,000	1,800,000
Other service fees	NIL	NIL	NIL

In addition, EY Company Limited has been nominated as the auditor for year 2022 of Subsidiaries and Associates as following details

Megachem Plus Company Limited

Auditor's compensation	Year 2022	Year 2021	Year 2020
Audit Fee	450,000	450,000	450,000
Other service fees	NIL	NIL	NIL

Green Leaf Chemical Company Limited

Auditor's compensation	Year 2022	Year 2021	Year 2020
Audit Fee	520,000	500,000	NIL
Other service fees	NIL	NIL	NIL

Mega Fuji Graphite Limited

Auditor's compensation	Year 2022	Year 2021	Year 2020
Audit Fee	70,000	70,000	NIL
Other service fees	NIL	NIL	NIL

Except some subsidiaries that are established and registered in foreign countries that may use other auditors due to legal restrictions and / or suitability in terms of accounting transactions and audit fees. In this regard, the Board of Directors will ensure that the financial statements can be completed in all respects in accordance with the deadline.

<u>Audit Committee's Opinion</u>: The Audit Committee considered and deemed appropriate to propose the Board of Directors to consider and approve the appointment of the above-mentioned auditors from EY Company Limited "EY" to be the Company's Auditors for the Year 2022.

<u>Board's Opinion</u>: The Board of Directors considered and deemed appropriate to propose the Meeting to consider and approve the appointment of the above-mentioned auditors from EY Company Limited "EY" to be the Company's Auditors for the Year 2022 with authority to audit, review, prepare, and comment on the Company's financial statements. The aforesaid Auditors are certified by SEC and independent as well as not obtain any relationship with neither the Company nor our Management. In case such Auditors are unable to perform duty, EY shall provide another auditor(s) from EY to perform duty of audit and comment on the Company's financial statements as replacement. Anyhow, the appointment of such replacing auditor(s) must get prior approval from the Company's Shareholders.

According to new accounting standards determined that the auditors must audit the form to disclose information and annual report (Form 56-1 One report) of listed companies as well. Thus, the Board deemed appropriate to propose the Meeting to consider and approve the determination of audit fee for the Year 2022 for the sixth year since the company was listed on the stock exchange. In year 2022, the list of auditors from EY Office Company Limited was changed from the former to a new auditor. The list of names appears as detailed above, which is the fee for auditing quarterly and annually financial statements, the fee for auditing the form to disclose information and annual report (Form 56-1 One report) including monitoring and reviewing financial statements of the Company every quarter. The Company's total audit fee proposed is not exceeding 1.9 MB, excluding other expenses.

<u>Voting</u>: This Agenda must be passed by majority vote of the entire Shareholders attend the Meeting and obtain entitlement to cast the vote.

The Shareholders would be, therefore, invited to attend the Annual General Meeting of Shareholders for the Year 2022 on April 21, 2022 at 14:00 hrs., at Megachem (Thailand) Public Company Limited office at 25 Soi Chalongkrung 31, Ladkrabang Industrial Estate Soi G1/9 Lamplathew Lat Krabang, Bangkok 10520, THAILAND. In this regard, <u>The Company shall allow the Shareholders for</u> registration to attend the Annual General Meeting of Shareholders for the Year 2022 from 12:00 hrs. and shall duly convene the Meeting in accordance with the Company's Article of Association in Part of Terms Relevant to Shareholders Meeting and Voting Procedures as per details revealed on Appendix 3. Explanation of procedures for Proxy, registration, identifying documents for attending, and casting the vote in Shareholders Meeting are also enclosed as per details revealed on Appendix 4.

The Company realizes the importance of protecting personal information of shareholders and/or proxies attending the Annual General Meeting of Shareholders. Therefore, the Company has prepared a Privacy Notice for the shareholders' meeting, detailed as shown on Appendix 5.

Furthermore, if the shareholders desire to appoint the other person or Independent Director to attend and cast the vote on behalf of yourselves, please fill details in Proxy Form enclosed as Appendix 6. Profiles of Independent Directors as Proxy in the Meeting are hereby enclosed as per details revealed on Appendix 7.

In case of Proxy, the Company would like to request for your kind collaboration to return your Proxy Form to the Company via fax +66 0 2 739 6332 or E-mail: <u>secretary@megachem.co.th</u> within April 08, 2022 for gathering and further submitting to Chairman of the Meeting prior to commencement of the Meeting. The Shareholders would be kindly requested to bring documents specified in Proxy Form to identify yourselves for registration on the Meeting date.

In the event that shareholders wish to attend the meeting in person, the Company requests shareholders or proxies attending the meeting to comply with the measures and guidelines in the Annual General Meeting of Shareholders under the epidemic situation of COVID-19 strictly as specified in Appendix 8.

In this regard, the Company hereby enclosed location map of the Meeting venue as per details revealed on Appendix 9.

All these, the Company determined the Record Date on March 07, 2022 for the Shareholders obtaining entitlement to attend the Annual General Meeting of Shareholders for the Year 2022.

Sincerely yours,

By Resolution of The Board of Megachem (Thailand) PCL

Amer augen.

Vitthaya Inala, Ph.D.

Vice Chairman of the Board of Directors



(Translation)

MINUTED OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR THE YEAR 2021 MEGACHEM (THAILAND) PUBLIC COMPANY LIMITED

Date, Time, and Place: 22th April, 2021 at 14:00 hrs.

: Megachem (Thailand) Public Company Limited office at 25 Soi Chalongkrung 31, Ladkrabang Industrial Estate Soi G1/9 Lamplathew Lat Krabang, Bangkok 10520 THAILAND.

In order to prevent and reduce the risk of the spread of COVID-19, the Company therefore held a meeting with a seat spaced as recommended by The Ministry of Public Health, have attendees wear masks. Including set up a screening point at the entrance of the company in accordance with the guidelines of the Department of Disease Control. And conducted a meeting via Application Zoom (the directors, shareholders and proxies both at the company office and not attend the meeting at the company office must attend the meeting through electronic media).

Ms. Rarunrorn Inpuey acts as a speaker for the meeting, prior to start the meeting the speaker invited Vitthaya Inala, Ph.D. to clarify the laws related to the meeting via electronic media (the Royal Decree on Electronic Media Conference B.E. 2563, Dated: April 18, 2020). After that, the speaker introduced the committee and auditors which attended the meeting as follows;

Directors;

1.	Mr. Pongpanu Svetarundra	Chairman of Board of Director / Independent Director
2.	Vitthaya Inala, Ph.D.	Director / CEO
3.	Assoc. Prof. Montree Socatiyanurak	Independent Director / Chairman of Audit Committee
	(Attended the meeting through Application	Zoom, located in the Kingdom of Thailand.)
4.	Mr. Somnuk Bomrungsalee	Chairman of The Remuneration and Nomination
		Committee/ Audit Committee/Independent Director
5.	Mrs. Busaraporn Prathoomrat	Director / Deputy CEO/CFO
6.	Mr. Chew Choon Tee	Director
	(Attended the meeting through Application	Zoom, located in the Republic of Singapore)
7.	Mr. Tan Bock Chia	Director

(Attended the meeting through Application Zoom, located in the Republic of Singapore)

A total of 7 directors from 7 directors attended the meeting, thus constituted a quorum as prescribed by the Company's Articles of Association according to the laws related to the meeting via electronic media (the Royal Decree on Electronic Media Conference B.E. 2563, Dated: April 18, 2020). The total proportion of directors is equal to 100% of all directors attending the meeting.



Auditor: EY Office Limited

Mrs. Chonlaros Suntiasvaraporn

(Attended the meeting through Application Zoom, located in the Kingdom of Thailand.)

And Mr. Vuttimate Chaiparsitrit from Thai Investors Association.

The Speaker has explained the meeting and voting method as following details;

1. The voting is one share one vote thus each shareholder will has vote according to share quantity or proxy quantity.

Any shareholder has conflict of interest in any agenda is not obtain entitlement to cast the vote.
 However, in the matter of nominating of director every shareholder (even in the position of director) obtain entitlement to cast the vote.

3. To save time in each agenda voting, the speaker will request who are disapprove or abstain if no any disapproved or abstain we will treat that agenda as unanimously resolved.

If have any disapproved or abstain have been requested to mark in the ballot paper and raise the hand for staff to collect, the Company will summary the voting to disapproved and abstain and deduct from total entire Shareholders attend the Meeting and obtain entitlement to cast the vote and announce the voting result.

In order to comply with Good Corporate Governance in agenda 5, Consider Director Election Replacing Directors Shall Be Retired by Rotation, all shareholders wishing to vote, approve, disapprove or abstain. Vote on the ballot papers and send them to the staff vote count. Each shareholder will use the existing votes to elect one or several directors. In the case of the election of several persons, the number of votes for each director cannot be divided. The persons who receive the highest number of votes in descending order shall be elected as directors in the number of directors to be elected. In cases where the persons elected in descending order have the same number of votes in excess of the number of directors to be elected, The President is the casting vote.

4. Results of voting on each agenda. The vote counts will be counted by the votes of the shareholders attending the meeting both in person and by proxy. Each agenda item will use the latest participant's share of the agenda.

5. Resolutions of this AGM consists of the following votes:

Agenda 1, 3, 4, 5, 6 and 7 must be approved by a majority vote of the shareholders who attend the meeting and have the right to vote. If there is an equal number of votes, the chairman of the meeting shall have a casting vote.



Agenda 2 is for acknowledgment.

6. In case that the shareholders have any questions and would like to inquire, the shareholders must give first and last name, as well as being a shareholder, or proxies, the question which related to the content of each agenda are allowed to ask in the progress agenda. For other content that not relate please ask in the final agenda of the meeting.

7. The shareholders were asked to vote by using a pen in one box only as well as signage the name in each agenda.

8. For transparency vote count, the speaker therefore requesting volunteers to check the votes in each agenda. The shareholders who volunteered to check the votes were Mrs. Rattana Na Nakhon

Mr. Pongpanu Svetarundra acts as the Chairman of the meeting (the Chairman), declared the Meeting open at 14:00 hours. The Chairman welcomed the Shareholders present at the Meeting and recorded that 3 persons hold 155,423,700 shares and proxy 25 persons hold 159,069,701 shares, total shareholders and proxy were attending the meeting are 28 persons which total 314,493,401 shares that is accounted for 78.6234 percent of issued shares, thus constituting a quorum in accordance with the Company's Articles of Association. The Meeting then proceeded according to the agendas as follows;

Agenda 1 Consider and approve minutes of the Annual General Meeting Year 2020

The Chairman declared that the Board of Directors considered and opined that for the aforesaid AGM, the Company already submitted its Notice to all Shareholders and announced such Notice on newspaper covering duly resolved and took minutes in accordance with the Company's Articles of Association and laws concerned. The Board, thus, deemed appropriate to propose the Shareholders to certify the aforesaid minutes of 2020 AGM.

Ms. Rarunrorn invited the shareholders to ask or comment.

When there was no one raised any questions and opinions, the Chairman summarized the meeting resolution as follows;

Resolution: The meeting considered and then unanimously resolved to approved minutes of the Annual General Meeting Year 2020 which was conducted on May 8th, 2020 with a unanimous vote of the shareholders who attended the meeting and had the rights to vote as follows;

There were no additional participants in this agenda.

Total shareholders to attend in this meeting 28 persons total 314,493,401 shares.



Shareholder	Votes	Percentage (%)
Approved	314,493,401	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Voided Ballot	0	0.0000
Total	314,493,401	100.0000

<u>Agenda 2</u> Consider and acknowledge the Company's Operating Performance for the Year 2020

The chairman invited Vitthaya Inala, Ph.D., summarized the performance of the company for the year 2020 as detailed below.

From year 2016 to 2020, the company has no complaints about corruption under the anticorruption policy and still has a common intention to fight against corruption. Which is still under the planning process.

Next is a summary of the main business overview of MGT, details as follows;



Financial Performance FY'20 (Consolidated)



Financial Position



Financial Ratio

Financial Ratio	FY18	FY19	FY20
A/R Turnover (days)	82.1	85.9	69.3
A/P Turnover (days)	27.6	25.9	25.1
Inventory Turnover (days)	63.8	63.4	49.5
Cash Conversion Cycle (days)	118.4	123.4	93.7
Debt/Equity	0.30	0.15	0.16
Net Debt/Equity	-0.07	-0.05	-0.05

CURRENT PROJECTS

EXPANDED GRAPHITE

- The Company was registered on the 15th January, 2021 with registered capital 5 million Baht. Next Steps:
- Pay for the registered capital in full
- Commence lab test for early stage feasibility in May (tentatively) where personnel will arrive from Japan before starting actual production operations

WAREHOUSE EXPANSION

- The project is currently under layout planning to fully utilize unused land within the Tong Grow industrial town
- Projected budget will be approximately 35 million Baht.
- This warehouse is to accommodate changing environmental needs in addition to the expansion of the distribution business, and to provide opportunities to reduce distance from customers within the area.



Vitthaya Inala, Ph.D., informed the meeting regarding the progress of the business project as follows:

- EXPANDED GRAPHITE The company has established a joint venture company on January 15, 2021 under the name "Mega Fuji Graphite Ltd." with a registered capital of 5,000,000 baht and will increase the registered capital to 35,000,000 baht respectively. Which is now in the process of opening a corporate account but the process has been delayed due to the COVID-19 situation caused Japanese directors cannot travel to open a bank account in Thailand. The company therefore, sent the documents to open an account to Japan. When the directors have already signed the documents, they will send the documents back to proceed the opening an account in Thailand. After completing the account opening, the company will increase the registered capital to 35,000,000 baht. And during this time, the company has applied a Non-B visa for a Japanese Technician. And coordinate with the joint venture company to send the equipment for lab testing, which will be used MGT laboratories.

- Warehouse Expansion, due to the company Import chemicals that are both dangerous and nondangerous chemicals. Therefore, need to build a warehouse in accordance with the Notification of the Department of Industrial Works regarding the Manual for Chemical and Hazardous Substances Storage, dated 27th November 2007, with a forecast budget of 30-35 million baht in an area of approximately 3 rai. And to support the expansion of the company's industrial market. The company has to expand the warehouse to accommodate more products. Which must be legalized the rules outlined as our philosophy "DO IT RIGHT". Everything we do must be correct, transparent, verifiable, this is the factor that results in the confidence of foreign partners. And trust in MGT because our imported products can be traced and have been imported correctly.

- The company changed its vision from "TO BECOME THAILAND'S MOST COMPETITIVE CORPORATION IN SPECIALTY CHEMICAL SERVICES AND SOLUTIONS" to "TO BE THE BEST SOLUTION PROVIDER OF CHEMICALS" to reflect future business expansion. Which MGT will not focus merely on specialty chemicals. The company plans to expand the business by merging with companies operating cosmetics, pharmaceuticals and dietary supplements. The company has studied information of the companies that operating in this field. It is expected that at least within 2-3 years there will be more M&A project.

- For the trend of the hemp market, we are doing the study as well.

- In the EV market (electric vehicles), which require lithium batteries, MGT has also looked at a potential dealer. By bringing a product related to lithium batteries to distribute, which now has 2 suppliers contacted us. This is a project in the next 3-5 years.

- Additional distribution channels, currently, due to the COVID-19 situation which is resulting in the problem of short supply. Due to a shortage of containers from America and Japan, especially in early 2021, a snowstorm hit Texas, USA. This causes about 10-15% of the goods produced in Texas around the world to be in short supply and higher prices. Which customers look for other sources of supply, we also offer Chinese and Indian supply sources instead of America, Europe and Japan which has a long lead time. As a result, we have more Chinese partners. Which Vitthaya Inala,Ph.D., expects that in a period of not more than 7-10 years, China



must be number 1 in the world, especially in the field of chemical production. Which we have put more emphasis on Chinese product sourcing. And all of these are ways to make MGT grow, whether its sales, distribution channels and profits.

When there was no question then the speaker informed that no vote casting for this agenda as it is an acknowledgement agenda.

Resolution: The meeting acknowledged the company's performance for the year 2020.

Agenda 3 Consider and approve the Company's financial statements as of December 31, 2020

The Chairman declared to the meeting that according to Section 112 under Public Limited Company Act B.E. 2535, prescribed that the Board of Directors must provide balance sheet and profit and loss statement as of the end of the accounting period and proposed to the Shareholders in the Annual General Meeting for consideration and approval of such financial statements, then invited Vitthaya Inala, Ph.D., to report financial highlight of year 2020 and propose to the meeting to consider and approve this financial statements for fiscal year ended December 31, 2020 which had been duly audited by certified auditor of the company and already got endorsement from the Audit Committee and Board of Director meeting No.1/2021 on Feb 17,2021. Vitthaya Inala, Ph.D., summarized as details below;



สรุปข้อมูลทางการเงินที่สำคัญประจำปี 2563 ดังนี้

ข้อมูลงบการเงินที่สำคัญ (Financial highlight)	หน่วย : บาท		
ประจำปี 2563 (Annual 2020)	งบการเงินรวม		
งบแสดงฐานะทางการเงิน (Statement of financial Positi	ion)		
สินทรัพย์รวม (Total Assets)	585,975,855		
หนี้สินรวม (Total Liabilities)	72,230,259		
ส่วนผู้ถือหุ้น (Total Shareholder's equity)	513,745,596		
กำไรสะสมที่ยังไม่ได้จัดสรร (Unappropriated RE)	124,584,009		
<u>งบกำไรขาดทุนเบ็ดเสร็จ (Statement of comprehensive income)</u>			
รายได้รวม	756,164,276		
ค่าใช้จ่ายรวม (Total Revenues)	629,678,021		
กำไรสุทธิ (Net Profit)	110,057,755		
กำไรสุทธิต่อหุ้น (Earning per share)	0.25		

The speaker invited the shareholder to ask or comment.

When there was no one raised any questions and opinions, the Chairman summarized the meeting resolution as follows;

<u>Resolution</u>: The meeting considered and then unanimously resolved to approved the Financial Statements for Fiscal Year Ended December 31, 2020 with a unanimous vote of the shareholders who attended the meeting and had the rights to vote as follows;

For this agenda, there was 1 additional shareholder attending the meeting, holds totaling 1,500 shares.

Total shareholders to attend in this meeting 29 persons total 314,494,901 shares.

Shareholder	Votes	Percentage (%)
Approved	314,494,901	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Voided Ballot	0	0.0000
Total	314,494,901	100.0000



<u>Agenda 4</u>

Consider and approve the dividend payment for year 2020 performance

The Chairman declared to the meeting that The Board of Directors considered and opined to propose the meeting to consider and approve the dividend payment for year 2020 performance as following details;

1. After due consideration, the Board of Directors deemed it appropriate to propose the Shareholders' Meeting that according to the company's financial statements as of December 31, 2020 which have been audited by the auditor. the Company gained net profit from 2020 operating performance of Baht 78,971,337 adequate for dividend payment. Furthermore, Public Limited Company Act - Section 116 prescribed that the Company must allocate legal reserve at least 5% of net profit. Previously, the Company already allocated legal reserve of Baht 10,153,325. Therefore, the Company must allocate additional legal reserve of Baht 4,000,000. In conclusion, the Company completely allocated legal reserve at Baht 14,153,325 not less than 5% prescribed by laws. The Board, thus, deemed appropriate to propose the Meeting to approve legal reserve stated above.

2. Propose the Meeting to consider and approve dividend payment of year 2020 performance at the rate of Baht 0.10 per share and according to the company has already paid interim dividends on September 9, 2020 at the rate of Baht 0.03 per share, totaling Baht 12 million. Therefore, the outstanding dividend payment at the rate of Baht 0.07 per share, total outstanding amount was Baht 28 million. Total Dividend Payment of Baht 40 million paid to the Shareholders who obtain entitlement to receive dividend, whose names appeared on the Company's shareholders list as of May 6, 2021 and will pay dividends to shareholders on May 20, 2021 which in accordance with dividend policy of the company.

The speaker invited the shareholder to ask or comment.

When there was no one raised any questions and opinions, the Chairman summarized the meeting resolution as follows;

<u>Resolutions</u>: The meeting considered and then unanimously resolved to approved dividend payment from 2020 Operating Performance with a unanimous vote of the shareholders who attended the meeting and had the rights to vote as follows;

There were no additional participants in this agenda.

Total shareholders to attend in this meeting 29 persons total 314,494,901 shares.

Shareholder	Votes	Percentage (%)
Approved	314,494,901	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Voided Ballot	0	0.0000
Total	314,494,901	100.0000



Agenda 5 Consider and approve re-election of Director(s) retiring for the year 2021

The Chairman declared to the meeting that this year, Directors who shall be retired by rotation are:

1. Mr. Somnuk	Bomrungsalee	Chairman of N&R Committee/
		Independent Director/Audit Committee
2. Assoc. Prof. Montree	Socatiyanurak	Chairman of Audit Committee/ Independent
		Director/ N&R Committee
3. Vitthaya	Inala, Ph.D.	Vice Chairman / CEO

To comply with Good Corporate Governance, the Chairman informed the said directors who are having interest in this agenda and participated in the meeting both at the venue and through Application Zoom to abstain from voting and making any comments before proceeding the meeting, then declared that the Board of Directors considered and deemed appropriate to propose the Meeting to consider and re-elect those Directors, who shall be retired by rotation, to take their position for another term in order to they shall perform their duty progressively. In this regard, Nomination and Remuneration Committee Meeting No.1/2021 on February 17, 2021 already endorsed the said nomination.

The speaker invited the shareholder to ask or comment.

When there was no one raised any questions and opinions, the Chairman summarized the meeting resolution as follows;

<u>Resolution</u>: The meeting considered and then unanimously resolved to approve to re-elect those Directors for another term with a unanimous vote of the shareholders who attended the meeting and had the rights to vote as follows;

There were no additional participants in this agenda.

Total shareholders to attend in this meeting 29 persons total 314,494,901 shares.

1. Mr. Somnuk

Bomrungsalee Chairman of N&R Committee/

Independent Director/Audit Committee

Shareholder	Votes	Percentage (%)
Approved	314,294,101	100.0000
Disapproved	0	0.0000
Abstained	200,800	0.0000
Voided Ballot	0	0.0000
Total	314,294,101	100.0000

*Remark: According to Mr. Somnuk Bomrungsalee has retired his term of directorship. and was not in the meeting while voting for this agenda. But he is a shareholder of the Company, which he has presented a document that showing 200,700 shares with 200,700 voting rights. But there was an error in the voting system, caused his vote to displayed in the abstention box. And there were shareholders sending the abstention cards for 100 votes after the Chairman concluded the votes on this agenda. Therefore, making the vote displayed on



the screen during the meeting 200,700 votes abstained, but the vote summary report in this agenda after the meeting was closed, showing 200,800 votes abstained.

The correct scores according to the actual ballot are as follows;

Shareholder	Votes	Percentage (%)
Approved	314,494,801	100.0000
Disapproved	0	0.0000
Abstained	100	0.0000
Voided Ballot	0	0.0000
Total	314,494,801	100.0000

2. Assoc. Prof. Montree Socatiyanurak

Chairman of Audit Committee/ Independent

Director/ N&R Committee

Shareholder	Votes	Percentage (%)
Approved	314,494,801	100.0000
Disapproved	0	0.0000
Abstained	100	0.0000
Voided Ballot	0	0.0000
Total	314,494,801	100.0000

3. Vitthaya	Inala, Ph.D. Vice Cha	airman / CEO
Shareholder	Votes	Percentage (%)
Approved	163,768,801	100.0000
Disapproved	0	0.0000
Abstained	150,726,100	0.0000
Voided Ballot	0	0.0000
Total	163,768,801	100.0000

*Remark: According to Vitthaya Inala, Ph.D. has retired his term of directorship and was not in the meeting while voting for this agenda. But he is a shareholder of the Company, which he has presented a document that showing 150,726,000 shares with 150,726,000 voting rights. But there was an error in the voting system, caused his vote to displayed in the abstention box.

The correct scores according to the actual ballot are as follows;



Appendix 1

Shareholder	Votes	Percentage (%)
Approved	314,494,801	100.0000
Disapproved	0	0.0000
Abstained	100	0.0000
Voided Ballot	0	0.0000
Total	314,494,801	100.0000

Before starting the meeting in Agenda 6, the Chairman invited the said directors to participate in the meeting and allowed to share comment again.

<u>Agenda 6</u> Consider and approve the remuneration of directors for the year 2021

The Chairman declared to the meeting that The Board of Director considered and deemed appropriate to propose the meeting to consider and approve the determination of remuneration for the Board, Chairman of the Board, the Audit Committee, Chairman of the Audit Committee, the Nomination and Remuneration Committee, and Chairman of the Nomination and Remuneration Committee for the Year 2021 at total amount not exceeding 1.5 million Baht as endorsed by the NRC Meeting No.1/2021 on February 17, 2021 with the following details:

1. Meeting	Allowance	for me	mbers o	f the	Board	of Directors.
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Position	Allowance Per time (Baht/Time)		
	Year 2021	Year 2020	Year 2019
Chairman of the board	20,000	20,000	20,000
Director	10,000	10,000	10,000

2. Meeting Allowance for Audit Committee.

Position	Allowance Per time (Baht/Time)			
	Year 2021	Year 2020	Year 2019	
Chairman of the Audit Committee	15,000	15,000	15,000	
Audit Committee	10,000	10,000	10,000	

3. Meeting Allowance for Nomination and Remuneration Committee.

Position	Allowance Per time (Baht/Time)			
	Year 2021	Year 2020	Year 2019	
Chairman of the Nomination and Remuneration Committee	15,000	15,000	15,000	
Nomination and Remuneration Committee	10,000	10,000	10,000	



4. Monthly Allowance for Independent Director.

Position	Monthly Allowance (Baht/Month)			
	Year 2021	Year 2020	Year 2019	
Chairman of director	20,000	20,000	20,000	
Director	15,000	15,000	15,000	

5. Estimate Annual Bonus is 100,000 baht per person.

6. Total Liability Insurance for directors and officers (D&O) totaling 150 Million Baht.

7. Life Insurance for Independent Directors per year not exceed Baht 40,000 per person.

The directors who are employees of the Company and directors from Megachem Limited are not entitled to receive the meeting allowance above.

The speaker invited the shareholder to ask or comment.

When there was no one raised any questions and opinions, the Chairman summarized the

meeting resolution as follows;

Resolution: The meeting considered and then unanimously resolved to approve the remuneration of directors for the year 2021 with a unanimous vote of the shareholders who attended the meeting and had the rights to vote as follows;

There were no additional participants in this agenda.

Total shareholders to attend in this meeting 29 persons total 314,494,901 shares.

Shareholder	Votes	Percentage (%)
Approved	314,494,901	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Voided Ballot	0	0.0000
Total	314,494,901	100.0000

Agenda 7 Consider and approve appointment of Auditor and Audit Fee for the year 2021

The Chairman declared The Board of Directors considered and deemed appropriate to propose the meeting to consider and approve the appointment of auditors from EY Company Limited "EY" as below name lists to be the Company's Auditors for the Year 2021 with authority to audit, review, prepare, and comment on the Company's financial statements. The aforesaid Auditors are certified by SEC and independent as well as not obtain any relationship with neither the Company nor our management. In case such Auditors are unable to perform duty, EY shall provide other auditor(s) from EY to perform duty of audit and comment on the Company's financial statement. Anyhow, the appointment of such replacing auditor(s) must get prior approval from the Company's Shareholders.



According to new accounting standards determined that the auditors must audit the form

to disclose information and annual report (Form 56-2) of listed companies as well. Thus, the Board deemed appropriate to propose the Meeting to consider and approve the determination of audit fee for the Year 2021 **for the fifth year** since the company was listed on the stock exchange which is the fee for auditing quarterly and annually financial statements, the fee for auditing the form to disclose information and annual report (Form 56-2) including monitoring and reviewing financial statements of the Company every quarters. The Company's total audit fee proposed is not exceeding 1.8 MB, excluding other expenses.

- 1. Mrs. Chonlaros Suntiasvaraporn: CPA No. 4523, and/or
- 2. Miss Siraporn Ouaanunkun CPA No. 3844, and/or
- 3. Mr. Chatchai Kasemsrithanawat CPA No. 5813

The speaker invited the shareholder to ask or comment.

When there was no one raised any questions and opinions, the Chairman summarized the meeting resolution as follows;

<u>Resolution</u>: The meeting considered and approved with unanimously resolved of the entire Shareholders attend the Meeting to appointed EY Company Limited "EY" to be the Company's Auditors for the Year 2021 and approved the determination of audit fee for the Year 2021, which is the fee for auditing quarterly and annually financial statements, the fee for auditing the form to disclose information of annual report (Form 56-2) including monitoring and reviewing financial statements of the Company every quarters. In conclusion, the Company's total audit fee proposed is not exceeding 1.8 million Baht, excluding other expenses, which obtain entitlement to cast the vote as following;

There were no additional participants in this agenda.

Total shareholders to attend in this meeting 29 persons total 314,494,901 shares.

Shareholder	Votes	Percentage (%)
Approved	314,494,901	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Voided Ballot	0	0.0000
Total	314,494,901	100.0000

The Chairman invited the shareholders to ask for furthermore information or comment.

When there was no one raised any questions and opinions, the Chairman thanked all the attendees and closed the meeting at 15:05 hours.



The Chairman of the meeting

Mr. Pongpanu Svetarundra

Chairman of Board of Director

Minute by

(Ms. Nipaporn Charoenworapratchaya) Company Secretary

Profiles of the nominated persons to be elected as directors Megachem (Thailand) Public Company Limited

General Information

Name - Surname: Mr. Pongpanu Svetarundra

- Age : 63 years old
- Nationality : Thai

Address : 19 Soi Pipat Silom Road, Kwang Silom, Khet Bang Rak, Bangkok 10500

Education Information

- B.Com. (Econ), University of Auckland, New Zealand
- M.A. (Economics), Northwestern University, USA

Training Course

- National Defence College 2548
- Capital Market Academy class 1
- National Justice Academy 15
- Top Executive Program in Commerce and Trade, Commerce Academy
- Directors Certification Program, Institute of Directors, Thailand
- Advanced Management Program, Harvard Business School
- Public Director Certification Program (PDI-Public Director Institute) class 6
- Financial Institutions Governance Program, Thai Institute of Directors

Work Experience

Period	Position	Company	Remark	
		The Crown Seal Public		
2011 - Present	Director	Company Limited	Listed company	
2015 - Present	Chairman of The Board of	MEGACHEM (THAILAND)		
2015 - Present	Directors/ Independent Director	PUBLIC COMPANY LIMITED	Listed company	
2019 Dresent	Independent/ The Nomination	ASSET WORLD CORP PUBLIC	Listed company	
2018 - Present	and Remuneration Committee	COMPANY LIMITED	Listed company	

Note: Not involved with other businesses that may cause a conflict of interest with the company.

	Meeting attendance of Board of Directors and Sub-Board of					
	Megachem (Thailand) Public Company limited in the year 2021					
No.	No. NAME BOD AC N&R					
1	Mr. Pongpanu Svetarundra	5/5	4/4	-		

Megachem (Thailand) PCL Directorship

Position: Chairman of the Board of Directors / Audit Committee Member/ Independent Director

Date of Appointment as a Director: 30 April 2015

The term of office after appointment: 6 years

The term of office after the company have been listed in The Stock Exchange of Thailand: 5 years

The term of office: 2 years

Number of Megachem (Thailand) PCL's shares owned:

	Information on directors' shareholding for the year 2021				
No.	No. NAME Number of shares Number of shares Number of shares Number of shares				
	as of 31 March as of 30 June as of 30 September as of 31 December				as of 31 December
1. Mr. Pongpanu Svetarundra - - -				-	

Proposed Position: Chairman of the Board of Directors / Audit Committee Member/ Independent Director

Having interest in the proposed agenda at this meeting:

- Agenda 5 Consider and approve re-election of Director(s) retiring for the year 2022

Profiles of the nominated persons to be elected as directors Megachem (Thailand) Public Company Limited

General Information

Name - Surname: Mrs. Busaraporn Prathoomrat

Age : 53 years old

Nationality : Thai

Address : 42/286 Soi Nimit Mai 6/1 Kwang Minburi, Khet Minburi, Bangkok

Education Information

Bachelor of Science Program in Agronomy

Institution: Kasetsart University

Training Course

- Directors Accreditation Program Class 119/2015
- CFO's Orientation Course

Work Experience

Period	Position	Company	Remark
2002 Dresset		MEGACHEM (THAILAND) PUBLIC	Listed company
2003 - Present	Director	COMPANY LIMITED	Listed company
2018 - Present	Director	Megachem Plus Limited.	Non-listed company
September 2021 - Present	Director	Green Leaf Chemical Co., Ltd.	Non-listed company

Note: Not involved with other businesses that may cause a conflict of interest with the company.

	Meeting attendance of Board of Directors and Sub-Board of					
	Megachem (Thailand) Public Company limited in the year 2021					
No.	No. NAME BOD AC N&R					
1	Mrs. Busaraporn Prathoomrat	5/5	-	-		

Megachem (Thailand) PCL Directorship

Position: Director

Date of Appointment as a Director: 14 March 2003

The term of office after appointment: 18 years

The term of office after the company have been listed in The Stock Exchange of Thailand: 5 years

The term of office: 3 years

Number of Megachem (Thailand) PCL's shares owned

	Information on directors' shareholding for the year 2021				
No.		Number of shares	Number of shares	Number of shares	
	NAME	as of 31 March	as of 30 June	as of 30 September	as of 31 December
1.	Mrs. Busaraporn Prathoomrat	4,497,000	4,497,000	4,497,000	2,630,600

Proposed Position: Director

Having interest in the proposed agenda at this meeting:

- Agenda 5 Consider and approve re-election of Director(s) retiring for the year 2022.

Profiles of the nominated persons to be elected as directors Megachem (Thailand) Public Company Limited

General Information

Name - Surname: Mr. Yau Thiam Hwa				
Age	: 57 years old			
Nationality	: Singapore			
Address	: 11 Tuas Link 1 Singapore 638588			

Education Information

• Bachelor's degree in Business Administration National University of Singapore

Training Course

Association of Chartered Certified Accounting

Work Experience

Period	Position	Company	Remark
		United Overseas Bank,	
		Nippon Credit Bank,	
1988 - 2000	Corporate Banker	Banque Worms,	
		Societe Generale,	
		Bank of Hawaii	
2000 – Present	The Chief Financial Officer	Megachem Ltd.	
2015 – Present	Indopondent Director	Abundance International	
2015 – Present	Independent Director	Limited	
2016 – Present	Independent Director	Advancer Global Limited	

Note: Not involved with other businesses that may cause a conflict of interest with the company.

Meeting attendance of Board of Directors and Sub-Board of Megachem (Thailand) Public Company

limited in the year 2021: -None- (nominated as new directors)

Megachem (Thailand) PCL Directorship: -None- (nominated as new directors)

Number of Megachem (Thailand) PCL's shares owned -None-

Proposed Position: Director

Having interest in the proposed agenda at this meeting:

- Agenda 5 Consider and approve re-election of Director(s) retiring for the year 2022.

The Company's Article of Association in Relation to Shareholders Meeting

- **Clause 38** A quorum of Shareholders Meeting shall be constituted by the attendance of Shareholders and their Proxy (if any) at not less than 25 persons holding total shares at not less than 1/3 of the entire shares sold. In case a quorum of /shareholders Meeting is incomplete when more than 1 hour is later than the time specified in the Notice; if the Meeting was convened by request of the Shareholders, such Meeting shall be restrained. But, if the Meeting was not convened by request of the Shareholders, the Meeting shall be convened again and in this case the Notice of Shareholders Meeting shall be made and sent to the Shareholders not less than 7 days prior to the Meeting date. The aforesaid Meeting is not enforced to constitute a quorum.
- Clause 39 Chairman of the Board of Directors preside Shareholders Meeting. In the event that the Chairman of the Board is not present at the meeting or is unable to perform his duties, the Vice Chairman of the Board shall preside over the meeting. If Vice Chairman is absent or unable to perform duty, The meeting shall elect any of the shareholders present to be the chairman of such meeting.
- Clause 40 When Shareholder(s) exercise the vote, one share shall be counted as one vote. Any Shareholder(s) obtain special interest in any matter (s), such shareholder (s) be not entitled to exercise the vote for such matter(s), except for director election. Resolution of the Meeting shall be comprised of the votes as follows:

(1) In normal case, majority vote exercised by Shareholders attend the Meeting shall be deemed to pass resolution. If equal votes are arisen, Chairman of the Meeting shall absolutely determine by exercising the one more vote.

(2) In the following case, not less than 3/4 of the entire votes of the attending Shareholders obtain the entitlement to exercise their votes:

- (a) Sales or transfer of either the entire business or some part of core business to the third person(s);
- (b) Purchase or being transferee of business of other public or private company;

(c) Endorse, amendment, or termination of agreement to lease the entire or some core business; of the Company. Delegation of the third person(s) to operate business of the Company, or Merge of business to the third person(s) with the purpose to share profit and loss;

- (d) Amendment of the Company's Memorandum or Article of Association;
- (e) Increase or Decrease of registered capital of the Company;
- (f) Liquidation of the Company;
- (g) Issuance of the Company's debenture;
- (h) Merge of the Company with other Company(s).

Identifying documents to Attend the Meeting; and Voting Procedures in Shareholders Meeting

1. In the event that the Shareholder is an ordinary person:

1.1Attendance in person: The Shareholder must show a valid official ID card wherein a photograph is shown,

e.g. personal ID Card, Driving License, or Passport.

1.2 Attendance by proxy:

(a) A completed attached Proxy Form signed by the proxy grantor (the Shareholder) and the proxy;

- (b) A copy of the proxy grantor's ID Card as referred to in 1.1 certified correct by the proxy grantor;
- (c) A certified copy of the proxy's ID Card having the same details as referred to in 1.1

2. In the event that the Shareholder is a juristic person:

- 2.1 Attendance by an authorized representative of the Shareholder:
 - (a) An original of the authorized representative's ID Card as referred to in 1.1; and

(b) A copy of the Certificate of Incorporation of the Shareholder showing the name of the authorized representative as a person having authority to act on the Shareholder's behalf and such copy of the Certificate of Incorporation must be certified correct by such authorized representative together with affixing its Common Seal (if any).

2.2 Attendance by proxy:

(a) A completed attached Proxy Form signed by the proxy grantor (the Shareholder) and the proxy; (b) A copy of the Certificate of Incorporation of the Shareholder showing the name of the person who signs in the Proxy Form as the proxy grantor that he / she is an authorized representative of the Shareholder, having authority to act on the Shareholder's behalf and such copy of the Certificate of Incorporation must be certified correct by such authorized representative together with affixing its Common Seal (if any); and

(c) A certified copy of the proxy's ID Card having the same details as referred to in 1.1

3. In the event that the Shareholder is non-Thai or is a juristic person incorporated under a foreign law:

Paragraph 1 and 2 above shall be applied mutatis to a non-Thai shareholder or a Shareholder which is a juristic person incorporated under a foreign law, as the case may be, under the following conditions:

(a) Certificate of Incorporation of such juristic person, issued by either a governmental authority of the country where in such juristic person is located or by an officer of such juristic person, provided that such Certificate of Incorporation must contain the name of the juristic person, and the name(s) of the person(s) having authority to sign on behalf of the juristic person together with any restrictions or conditions of the power of such person(s), and the address of the head office of the juristic person (b) English translation is required to be attached to any original document which is not made in English and such translation must be certified by authorized representative(s) of such juristic person together with affixing it Common Seal (if any). Shareholder or your Proxy can start registering and submitting documents for verification at the Meeting venue prior to the Meeting time as from 12.00 hrs. on April 21, 2022. The attachments in Appendix 5 are Proxy Form A, which is simple and standard form; and Proxy Form B, which is the form specifying how shareholder wishes your proxy to vote for each Agenda. Shareholder is required to fill in blank space provided on the Form and sign your name for granting your proxy to vote and attend the Meeting on your behalf. On Proxy Form B, you may express your wish to cast the vote for each Agenda that Approve, Disapprove, or abstain in order your Proxy shall cast the vote in accordance with **aggutage**vish.

Privacy Notice for the Shareholder's Meeting

Megachem (Thailand) Public Company Limited "the Company" realizes the importance of protecting personal information of shareholders and/or proxies attending the Annual General Meeting of Shareholders and/or Extraordinary General Meeting of Shareholders (if any) (collectively referred to as the "Shareholder Meeting"), the Company therefore prepared a Privacy Notice for the Shareholder's Meeting to inform shareholders and/or proxies about the policy of collecting, using and/or disclosing personal information of shareholders and/or proxies as well as the rights of shareholders and/or proxies as subjects of personal data.

Definition

"Company" means Megachem (Thailand) Public Company Limited.

"You" means the owner of the personal data such as a shareholder or a proxy.

"The Personal Data Protection Law" means the Personal Data Protection Act B.E. 2562 (2019) ("PDPA") and related laws and shall include the amended law in the future

"Personal Data" means any information relating to a person which enables the identification of such Person, whether directly or indirectly, but not including the information of deceased Persons in particular according to the law on protection of personal data.

1. Personal Data For the purposes of convening and attending the Shareholders' Meeting, the Company needs to collect your Personal Data as followings detailed;

1.1 General Personal Data such as name, surname, age, address, telephone number, identity card number, bank account details, e-mail address, fax number, shareholder's registration number, photographs, and video recording.

When you enter the Company area where CCTV is installed, the Company will collect images from the CCTV. However, the Company does not collect audio data through the CCTV.

For shareholders and proxies who inquired during the meeting, the company may record your name and surname in the minutes of the meeting. The said minutes will be disclosed on the Company's website and send to the Stock Exchange of Thailand and Department of Business Development Ministry of Commerce and relevant regulatory agencies as required by law.

1.2 Sensitive Personal Data such as race, blood group, religion, health data, biological data, body temperature.

The company has no purpose for collecting your sensitive personal information. For this reason, the identification documents that you send to the company, such as a copy of your identification card or other official documents that contain sensitive information. You are requested to conceal the said information before submitting the documents to the company. Since it is unnecessary information for the

Annual General Meeting of Shareholders No. 1/2022, if you do not conceal such information, the company reserves the right not to be considered to collect your sensitive information.

2. Purposes of Processing Personal Data

The Company collects your personal information as you provide to the Company, such as your name, surname, address, telephone number, identification card number and other information related to the meeting for use under the following purposes

- To call the Annual General Meeting of year 2022, and the Annual General Meeting arrangement as stipulated by law.

- To send notice and/or supporting document for Annual General Meeting.

- To attached with the proxy form for the 2022 Annual General Meeting of Shareholders as stipulated by law.

However, in case that your refuse or withdraw the consent to collect or processing the aforementioned personal data before being approved to attend the meeting, you will not be able to register to attend the meeting.

3. Disclosure or Transfer the Personal Data

The Company may disclose or transfer your personal information to related persons or entities such as selected third party service providers related to meeting arrangements or information technology or to store data or webmaster as well as auditors, government agency or competent authority. The Company will disclose or transfer your personal information to the selected third-party service providers only as necessary to provide services. We will only provide these companies with the information which they need to carry out their services and they will not be permitted to use the information for other purposes.

4. Source of Personal Information

- Receive information from you directly through the channels that the company determined to verify the identity for attend AGM.

- Receive information from Thailand Securities Depository Co., Ltd. (TSD), as the Company's registrar on the latest record date.

5. Personal Data Retention Period

The company will retain your Personal Data for the period necessary to fulfil the specified purposes as defined in this Privacy Notice in accordance with the aforementioned objectives of the Annual General Meeting of Shareholders Year 2022. The Company expects to keep your personal information for 2 years starting from April 8, 2022, which is the date that the Company request for your cooperation to send the proxy documents to the company. In order to comply with the above objectives, therefore, the Company will destruct your personal data or make it non-identifiable data in a manner that cannot be restored or reproduced when it is no required to be retained or at the end of the mention term. Whereby, the Company may retain your personal data where such retention is necessary for compliance with a legal obligation.

6. Right of Data Owner

As the owner of the personal data, you have the rights as stipulated in the PDPA, which include the right to withdraw the consent, right to access and obtain copy of your personal data, right to correct your personal data, right to request erasure or destruction of your personal data, right to request restriction of the use of your personal data, right to transfer your personal data according to the method stipulated by law, and right to object the collection, use, or disclosure of your personal data. In case of you wish to exercise any of the aforementioned rights, kindly contact by E-mail address: <u>secretary@megachem.co.th</u>

7. The Principles of Data Protection

The Company has in place a system to protect personal data in accordance with "Personal Data Protection Policy" of the Company from accessing unauthorized alteration and destruction. The Company using standardized security systems to protect your personal data and, in the collection, and/or disclose personal data, whether in whole or in part, the Company agrees to act in accordance with the rights and duties that are required or required to comply with the law on personal data protection

The Company has measures to secure your personal data in accordance with "Personal Data Protection Policy" of the Company from Illegal or unauthorized access, disclosure, modification and destruction. The company will restrict access to your personal information either by employees, agents or third parties. The company will allow only those who have the need to have access to that personal data in order to perform its functions; In the event that a third party processes your personal data, the Company will direct the third party to process it in accordance with the Company's instructions as appropriate.

"I agree"

"I disagree"

For the Company to collect personal data for the above purposes and acknowledged that you can withdraw this consent at any time except in the event of any legal and/or regulatory obligations with the Megachem (Thailand) Public Company Limited. And you have acknowledged that the withdrawal of such consent does not affect the processing of personal data that has been completed prior to the withdrawal of consent.

Sign	
()
Date	

Duty	PRC	DXY FORM A	A: General Proxy form (SIMPLE FORM)	
Stamp	According to Regulations of Department of Business Development			
Baht 20		Re: Fo	orm of Proxy (No.5) B.E.2550	
			Written at	
			Date Month Year	
(1) /We		Na	tionality	
Residing at	Road		Sub-district	
District	Province	е	Postal Code	
(2) being a	shareholder of Megac	hem (Thail	and) PCL	
holding the	total amount of		shares with the voting rights of votes	
ordinary	share		shares with the voting rights of votes	
(3) do here	by appoint either one	of the follo	wing persons:	
(1)	Name		Age Years	
With addres	s at	Road	Sub-District	
District		Province	Postal Codeor	
(2)	Name		Age Years	
With addres	s at	Road	Sub-District	
District		Province	Postal Codeor	
(3)	Name		Age Years	
With addres	s at	Road	Sub-District	
District		Province	Postal Code	

As only one of my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders to be held on date April 21, 2022, time 14:00 hrs., at Megachem (Thailand) Public Company Limited office, 25 Soi Chalongkrung 31, Ladkrabang Industrial Estate Soi G1/9 Lamplathew Lat Krabang, Bangkok 10520 THAILAND. or at any adjournment thereof.

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me / us in all respects.

Signed	Granto	or
	()	
Signed	Prox	у
	()	
Signed	Proxy	у
	()	
Signed	Proxy	/
	()	

Remark;

The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.

Duty			Page 1 of 3
Stamp		PROXY FORM B	
Baht 20		Written at	
		Date Month	Year
(1	.)	Nationality	
Residing a	at Road	Sub-district	
District	Pro	vince	Postal Code
(2) Being a shareholder of I	Megachem (Thailand) Public Com	pany Limited,
holding th	ne total number of	shares with the voting righ	ts of votes as
follows			
O	rdinary shares	shares with the voting righ	ts of votes
p	reference shares	shares with the voting righ	ts of votes
(3) do hereby appoint one	of the following persons:	
	1	years old, r	esiding at
	Road	Sub-district	District
	Province	Postal code	Or
	2	years old, r	esiding at
	Road	Sub-district	District
	Province	Postal code	Or
	3	years old, r	esiding at
	Road	Sub-district	District
	Province	Postal code	Or
	🗖 4. Mr. Pongpanu Sve	etarundra; Independent Director; Ag	e 63 years old, residing at
	19 Soi Pipat, Silom I	Road, Silom Sub-district Bangrak Dis	trict Bangkok 10500
	5. Assoc. Prof. Mont	ree Socatiyanurak; Independent Di	rector; Age 65 years old,
	residing at 29/37 Sc	bi Lad Phrao 23, Lad Phrao Road, Kv	vang Chankasem, Khet Chatuchak,
	Bangkok 10900 or		
	🗖 6. Mr. Somnuk Bom	rungsalee ; Independent Director; A	ge 65 years old, residing at
	16/53 Soi Watkamp	bhang, Pibulsongkram Road, Tambo	. Talat Khwan, Amphoe Mueang,
	Nonthaburi 11000		
as	s my sole proxy to atte	end and vote on my behalf at	the Annual General Meeting of
SI	hareholders "AGM" for the	e Year 2022 on April 21, 2022 time :	14:00 hrs., at Megachem (Thailand)

Public Company Limited office, 25 Soi Chalongkrung 31, Ladkrabang Industrial Estate Soi G1/9 Lamplathew Lat Krabang, Bangkok 10520 THAILAND. or at any adjournment thereof to any other date, time and venue.

(4)	I authorize my Proxy to cast the votes according to my intentions as follows:
	AGENDA 1: Consider and approve minutes of the Annual General Meeting Year 2021
	lace (A) The Proxy is entitled to cast the votes on my behalf at its own discretion.
	lacksquare (B) The Proxy must cast the votes in accordance with my instruction as per below:
	Approve Disapprove Abstain
	AGENDA 2: Consider and acknowledge the Company's Operating Performance for the Year
	2021
	lacksquare (A) The Proxy is entitled to cast the votes on my behalf at its own discretion.
	lacksquare (B) The Proxy must cast the votes in accordance with my instruction as per below:
	Approve Disapprove Abstain
	AGENDA 3: Consider and approve the Company's financial statements as of December 31,
	2021
	lace (A) The Proxy is entitled to cast the votes on my behalf at its own discretion.
	lacksquare (B) The Proxy must cast the votes in accordance with my instruction as per below:
	Approve Disapprove Abstain
	AGENDA 4: Consider and approve the dividend payment for year 2021 performance
	lace (A) The Proxy is entitled to cast the votes on my behalf at its own discretion.
	lace (B) The Proxy must cast the votes in accordance with my instruction as per below:
	Approve Disapprove Abstain
	AGENDA 5: Consider and approve re-election of Director(s) retiring for the year 2022
	lace (A) The Proxy is entitled to cast the votes on my behalf at its own discretion.
	lace (B) The Proxy must cast the votes in accordance with my instruction as per below:
	Approve Disapprove DAbstain
	AGENDA 6: Consider and approve the remuneration of directors for the year 2022
	lace (A) The Proxy is entitled to cast the votes on my behalf at its own discretion.
	lace (B) The Proxy must cast the votes in accordance with my instruction as per below:
	Approve Disapprove Abstain
	AGENDA 7: Consider and approve the appointment of Auditor and Audit Fee for the year
	2022
	lace (A) The Proxy is entitled to cast the votes on my behalf at its own discretion.
	lace (B) The Proxy must cast the votes in accordance with my instruction as per below:
	Approve Disapprove Abstain

(5) Casting of votes by the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of myself as the Shareholder.

(6) In case the authorization is not specified by myself or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote on such matter on my behalf as the Proxy deems appropriate.

Any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by myself in all respects except for the vote of the proxy which is not in accordance with this Proxy Form.

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

<u>Remarks:</u>

- 1. The Shareholder who wishes to appoint the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
- 2. For Director Election Agenda, the Shareholders enable to vote for electing the entire Board of Directors or electing each individual Director.

Profile of: Mr. Pongpanu Svetarundra

General Information

- Name Surname: Mr. Pongpanu Svetarundra
- Age : 63 years old
- Nationality : Thai
- Address : 19 Soi Pipat Silom Road, Kwang Silom, Khet Bang Rak, Bangkok 10500

Education Information

- M.A. (Economics), Northwestern University, USA
- B.Com. (Econ), University of Auckland, New Zealand

Training Course

- National Defence College 2548
- Capital Market Academy class 1
- National Justice Academy 15
- Top Executive Program in Commerce and Trade, Commerce Academy
- Directors Certification Program, Institute of Directors, Thailand
- Advanced Management Program, Harvard Business School
- Public Director Certification Program (PDI-Public Director Institute) class 6
- Financial Institutions Governance Program, Thai Institute of Directors

Period	Position	Company	Remark
2011 - Present	Director	The Crown Seal Public Company Limited	Listed company
	Chairman of The Board of	MEGACHEM (THAILAND) PUBLIC	
2015 - Present	Directors/ Independent	COMPANY LIMITED	Listed company
	Director		
	Independent Director/ The	ASSET WORLD CORP PUBLIC	
2018 - Present	Nomination and Remuneration	COMPANY LIMITED	Listed company
	Committee		

Work Experience

<u>Note</u>: Not involved with other businesses that may cause a conflict of interest with the company.

Meeting attendance of Board of Directors and Sub-Board of Megachem (Thailand) Public Company limited

١	Meeting attendance of Board of Directors and Sub-Board of Megachem (Thailand) Public					
	Company limited in the year 2021					
No. NAME		BOD	AC	N&R		
1.	1. Mr. Pongpanu Svetarundra 5/5 4/4 -					

Megachem (Thailand) PCL Directorship

Position: Chairman of the Board of Directors / Audit Committee Member/ Independent Director

Date of Appointment as a Director: 30 April 2015

The term of office after appointment: 6 years

The term of office after the company have been listed in The Stock Exchange of Thailand: 5 years

The term of office: 2 year

Number of Megachem (Thailand) PCL's shares owned:

	Information on directors' shareholding for the year 2021					
No.	Io. NAME Number of shares Number of shares Number of shares Number of shares					
		as of 31 March	as of 30 June	as of 30 September	as of 31 December	
1.	Mr. Pongpanu Svetarundra	-	-	-	-	

Agenda with special interests in this Annual General Meeting of Shareholders:

- Agenda 5 Consider and approve re-election of Director(s) retiring for the year 2022.

Profile of: Assoc.Prof.Dr. Montree Socatiyanurak

General Information

- Name Surname: Assoc. Prof. Montree Socatiyanurak
- Age : 65 years old
- Nationality : Thai
- Address : 29/37 Soi Lad Phrao 23, Lad Phrao Road, Kwang Chankasem, Khet Chatuchak, Bangkok 10900

Education Information

- PH.D. Economics Program in Applied Economics, University of Minnesota, U.S.A.
- M.A. Economics Program University of Minnesota, U.S.A.
- M.A. NIDA:DEVELOPMENT ECONOMICS
 Institution: National Institute of Development Administration
- Bachelor of Economics Program, Thammasat University

Training Course

- The National Defence College of Thailand (NDC'56)
- The Capital Market Academy (CMA Class 15)
- Top Executive Program in Commerce and Trade (TEPCoT Class 8)
- Thailand Energy Academy (TEA Class 2)
- Institute of Business and Industrial Development (IBID Class 2)
- Director Accreditation Program, IOD Class 69/2008

Work Experience

Period	Position	Company	Remark
2011 - Present	Independent	UNION AUCTION PUBLIC COMPANY	Listed company
	Director/Audit	LIMITED.	
	Committee		
2012 - Present	Independent	East Coast Furnitech Public	Listed company
	Director/Audit	Company Limited	
	Committee		
2014 - Present	Chairman of the Board of	TV THUNDER PUBLIC COMPANY	Listed company
	Directors/Chairman of	LIMITED	
	the Audit Committee		

Period	Position	Company	Remark
2015 - Present	Chairman of the Audit	MEGACHEM (THAILAND) PUBLIC	Listed company
	Committee/Independent	COMPANY LIMITED	
	Director		
2016 - Present	Chairman of the Board	THAI PLASTIC INDUSTRY (1994)	Listed company
		PUBLIC COMPANY LIMITED	
2020 - Present	Independent Director/	CLOVER POWER PUBLIC COMPANY	Listed company
	Chairman of the Audit	LIMITED	
	Committee		

Note: Not involved with other businesses that may cause a conflict of interest with the company.

Meeting attendance of Board of Directors and Sub-Board of					
Megachem (Thailand) Public Company limited in the year 2021					
No.	No. NAME BOD AC N&R				
1	1Assoc. Prof. Montree Socatiyanurak5/54/42/2				

Megachem (Thailand) PCL Directorship

Position: Chairman of the Audit Committee/N&R Committee/ Independent Director

Date of Appointment as a Director: 25 August 2015

The term of office after appointment: 6 years

The term of office after the company have been listed in The Stock Exchange of Thailand: 5 years

The term of office: 1 years

Number of Megachem (Thailand) PCL's shares owned

Information on directors' shareholding for the year 2021						
No.	NAME	Number of shares	Number of shares	Number of shares	Number of shares	
		as of 31 March	as of 30 June	as of 30 September	as of 31 December	
1.	Assoc. Prof. Montree Socatiyanurak	-	-	-	-	

Agenda with special interests in this Annual General Meeting of Shareholders:

- Agenda 6 Consider and approve the remuneration of directors for the year 2022

Profile of: Mr. Somnuk Bomrungsalee

General Information

Name - Surname: Mr.Somnuk Bomrungsalee

- Age : 65 years old
- Nationality : Thai
- Address : 16/53 Soi Watkamphang, Pibulsongkram Road, Tambol Talat Khwan, Amphoe Mueang, Nonthaburi 11000

Education Information

- Master Degree in Master of Public Administration,
 National Institute of Development Administration, 2005
- Bachelor of Civil Engineering, King Mongkut's University of Technology Thonburi, 1981

Training Course

- THE CIVIL SERVICE EXECUTIVE DEVELOPMENT PROGRAM: Office of the Permanent Secretary
 Ministry of Energy Class 2/2008
- The civil service executive development program: Office of the Civil Service Commission (OCSC) Class 65/2009
- Advanced Certificate Course in Politics and Governance in Democratic Systems for Executives
 Class: 16/2012
- The civil service executive development program (2): Office of the Civil Service Commission (OCSC) Class 5/2013
- The Executive Program in Energy Literacy for a Sustainable Future, TEA: Thailand Energy Academy Class 5/2014
- หลักสูตร บ ย ส. Judicial Training Institute Year 2016

Work Experience

Period	Position	Company	Remark
2017 - Present	Independent Director /	International Research	Listed company
	Chairman of The Audit	Corporation Public Co.,Ltd.	
	Committee		
2018 - Present	Chairman of The Remuneration	MEGACHEM (THAILAND)	Listed company
	and Nomination Committee/	PUBLIC COMPANY LIMITED	
	Audit Committee/Independent		
	Director		

<u>Note</u>: Not involved with other businesses that may cause a conflict of interest with the company.

Meeting attendance of Board of Directors and Sub-Board of						
	Megachem (Thailand) Public Company limited in the year 2021					
No.	NAME	BOD	AC	N&R		
1	Mr.Somnuk Bomrungsalee	5/5	4/4	2/2		

Megachem (Thailand) PCL Directorship

Position: Chairman of The Remuneration and Nomination Committee/ Audit Committee/Independent Director

Date of Appointment as a Director: 07 November 2018

The term of office after appointment: 3 years

The term of office after the company have been listed in The Stock Exchange of Thailand: 3 years

The term of office: 1 years

Number of Megachem (Thailand) PCL's shares owned:

Information on directors' shareholding for the year 2021						
No.	NAME	Number of shares	Number of shares	Number of shares	Number of shares	
		as of 31 March	as of 30 June	as of 30 September	as of 31 December	
1.	Mr. Somnuk Bomrungsalee	200,700	200,700	200,700	200,700	

Agenda with special interests in this Annual General Meeting of Shareholders:

- Agenda 6 Consider and approve the remuneration of directors for the year 2022

Measures and Guidelines for Attending the 2022 Annual General Meeting of Shareholders under the Coronavirus Disease 2019 (COVID-19) Outbreak Situation

Megachem (Thailand) Public Company Limited

In order to prevent and reduce the risk of the spread of the COVID-1, the Company has established measures and guidelines for the 2022 Annual General Meeting of Shareholders as follows:

1. The Company will publish the invitation letter for the 2022 Annual General Meeting of Shareholders together with all supporting documents in advance on the company's website: <u>www.megachem.co.th</u>

2. Request for the shareholders' cooperation to grant a proxy to the Company's independent director of Megachem (Thailand) Public Company Limited to attend the meeting on behalf of the shareholders. By submitting a Proxy Form, together with the supporting documents to **Company Secretary at Megachem** (Thailand) PCL. 25 Soi chalongkrung 31, Ladkrabang Industrial Estate Soi G1/9 Lamplathew Lat Krabang, Bangkok 10520 within April 8, 2022.

3. In case of shareholders who wish to attend the meeting in person, the Company would like to request your cooperation to strictly comply with the following measures.

• Attendees will be required to present proof of being vaccinated against COVID-19 of at least 2 doses on Mor Prom application and show an ATK test taken within 24 hours before the meeting to the meeting's staffs. The Company will not collect your information in this section.

• Attendees are required to check their temperature and wear masks throughout the meeting. The company will clean the meeting venue before the meeting and after the meeting according to the Ministry of Public Health standards.

• The Company will organize the meeting venue to avoid crowding of the seating arrangement with appropriate social distancing between each seat. Seats are not allowed to be moved throughout the meeting.

• The company reserves the right to refrain from giving food, beverages and ordering to refrain from eating food or snacks. Also, smoking is prohibited in the premises or in the meeting area.

