



Invitation Letter

The 22nd Annual General Meeting of Shareholders

On Thursday, April 18, 2024 at 2.00 P.M.

Electronic Meeting (E-AGM)

1. Shareholders who wish to attend the meeting, please comply with Guidelines for Attending the 22nd Annual General Meeting of Shareholders via Electronic Meeting (E-AGM) and the Proxy (Enclosure 7)
2. The registration to the conference system shall start on Thursday, April 18, 2024 at 12.00 A.M. onward until the end of the meeting.
3. The meeting shall only be conducted through electronic meeting and no physical meeting

(Translation)

Ref: SCG-CSC-24-001

March 18, 2024

Subject Notice of the 22nd Annual General Meeting of Shareholders

Dear Shareholders of Sahacogen (Chonburi) Public Company Limited

- Enclosures:**
1. The copy of the Minutes of the 21st Annual General Meeting of Shareholders dated April 21, 2023
 2. The 2023 Annual Report (Form 56-1 One Report) in QR-Code Format
 3. Profile of the nominated candidates to be Directors in replacement of the retiring Directors by rotation
 4. Definition of Independent Director
 5. Information of Independent Directors whom the Shareholders can give authorization as their proxy
 6. Articles of Association on chapters as relevant to the Annual General Meeting of Shareholders
 7. procedures for shareholders meeting via electronic meeting (E-AGM) and Documents evidence for attending the meeting
 8. Procedures to submit questions in advance for the Annual General Meeting of Shareholders
 9. Request form for the printed version of the Company's Annual Report
 10. Proxy form B
 11. Guideline for attending the Annual General Meeting of Shareholders via electronic meeting (E-AGM)

The Board of Directors' meeting has resolved to arrange the 22nd Annual General Meeting of Shareholders on Thursday, April 18, 2024 at 2.00 P.M. via electronic meeting (E-AGM) only. The Board had invited the Shareholders to propose their agenda items and/or nominate candidates for the Directors' election during November 13, 2023 to December 31, 2023. There was no proposed issue or candidate received during the time. The Board therefore proposes the agendas as follows:

Agenda 1 To approve the Minutes of the 21st Annual General Meeting of Shareholders dated April 21, 2023

Fact and Rationale : Such minutes were correctly and completely recorded and disclosed on the Company's website, www.sahacogen.com, within 14 days after the Annual General Meeting of Shareholders and submitted to the Stock Exchange of Thailand and the Minister of Commerce in compliance with the relevant regulations and law (the Enclosure No. 1).

Board of Directors' Opinion : The Minutes as stated above were recorded correctly and should be proposed to the Annual General Meeting of Shareholders for approval.

Voting : Majority votes of the Shareholders attending the Meeting and casting their votes.

Agenda 2 To acknowledge the Report of the Board of Directors for the year 2023

Fact and Rationale : The Report of the Board of Directors and the operating results of the Company for the 2023 Annual Report (Form 56-1 One Report) as provided in QR-Code format (the Enclosure No.2) distributed with the invitation for the Annual General Meeting of Shareholders were completely prepared in accordance with the requirements of the Securities and Exchange Commission and the Stock Exchange of Thailand.

Board of Directors' Opinion : The Report for the year 2023 should be proposed to the Annual General Meeting of Shareholders for acknowledgement.

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

Agenda 3 To approve the Financial Statements ended as of December 31, 2023

Fact and Rationale : The Financial Statements which prepared in accordance with the financial reporting standards which audited by the Certified Public Accountant and endorsed by the Audit Committees and the Board of Directors. The key operating results were as summarized below:

(Unit : Million Baht)

Items	Consolidated Financial Statements	Separate Financial Statements
Total Assets	9,940.79	9,544.86
Total Liabilities	6,206.97	5,941.90
Shareholders' Equity	3,733.81	3,602.96
Total Revenues	5,421.44	4,804.02
Profit attributable to Owners of the Company	92.28	77.42
Earnings per share (Baht)	0.08	0.07

The information was disclosed in the 2023 Annual Report (Form 56-1 One Report) as the Enclosure No. 2

Board of Directors' Opinion : The Financial Statements should be proposed to the Annual General Meeting of Shareholders for approval.

Voting : Majority votes of the Shareholders attending the Meeting and casting their votes.

Agenda 4 To approve the appropriation of profit and dividend payment

Fact and Rationale : The Company has a dividend policy to pay out at least 50% of its net profits of the consolidated financial statements attributable to equity holders of the Company in each accounting period. It might occasionally be waived or adjusted if the Board of Directors considers that there are conditions creating the maximum benefit to the Shareholders, such as reserves for debt, or funding for business expansion, or serving any needs during the market changes causing adverse impact to the Company's cash flow in the future. However, according to The Public Limited Companies Act B.E. 2535(1992), section 116 and the Articles of Association of the Company, Article 35, the Company shall allocate part of its annual net profits to a reserve fund in an amount of not less than five percent of the annual net profits with the deduction therefrom the amount representing the accumulated loss carried forwards (if any) until this reserve fund reaches the amount of not less than ten percent of the registered capital. The Company's legal reserve does not reach the legal requirements. Therefore, it is considered to allocate the annual net profit from the year 2023 performance as the legal reserve in amount of THB 4.50 million. In this regard, the Board of Directors' meeting approved and deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the appropriation of profit and dividend payment for the year 2023 performance, according to the dividend policy, at THB 0.05 per share for 1,163,695,652 shares in totaling of THB 58,184,783 million, equal to 63.05 percent of its net profits of the consolidated financial statements attributable to owners of the company. This payment was from the unappropriated retained earnings of the year 2021 which are from the businesses with Board of Investment (BOI) privileges exempted from corporate income tax in amount of THB 58,184,783 million .

Board of Directors' Opinion : The Board of Directors deem it appropriate to propose to the Annual General Meeting of Shareholders to approve the allocation of annual net profit as legal reserve for the year 2023 (Separate financial statements) at THB 4.50 million and dividend payment at THB 0.05 per share for 1,163,695,652 shares in totaling of THB 58,184,783 million, equal to 63.05 percent of its net profits of the consolidated financial statements attributable to owners of the company. The dividend payment complies with the company's dividend payment policy, paid from the retained earnings of the year 2021 which are from the business with Board of Investment (BOI) privileges exempted from corporate income tax. the Record Date will be on May 2, 2024 to determine the list of the Shareholders who are entitled to receive dividend. The dividend will be paid on May 17, 2024. The comparison of dividend payments is as following:

Details of Dividend Payment	Unit	2022	2023
1. Net profit (loss) for the year attributable to Owners of the Company	(THB million)	(233.82)	92.28
2. Retained earnings Unappropriated	(THB million)	1,091.86	1,125.03
3. Total shares	(shares)	1,163,695,652	1,163,695,652
4. Dividend payment	(THB/share)	0.050	0.050
5. Total dividend payment	(THB million)	58.18	58.18
6. Dividend payout ratio, comparing to net profit (loss) attributable to Owners of the Company	(%)	(24.88)	63.05

Voting: Majority votes of the Shareholders attending the Meeting and casting their votes.

Agenda 5 To elect Directors in replacements of the retiring directors by rotation

Fact and Rationale : According to the Articles of Association of the Company on the Article 12, it is stated that, on every Annual General Meeting of Shareholders, one-third of the total directors shall be retired by rotation. If the number of directors is not a multiple of three, directors in a number closest to one-third shall vacate and may be re-elected. Therefore, there are 4 Directors retiring by rotation on this Annual General Meeting of Shareholders namely:

- Ms. Choosri Kietkajornkul Vice Chairman / Member of Nomination and Remuneration Committee
- Mr. Vichai Kulsompob Director / Member of Nomination and Remuneration Committee
- Ms. Suvimol Pratakukul Director / Managing Director / Chairman of Sustainability Committee
Member of Executive Committee /
Member of Corporate Governance and Risk Management Committee
- Mr. Chaisak Yongbanjerd Director / Independent Director
Member of Corporate Governance and Risk Management Committee

The Company had given the Shareholders opportunity to nominate candidates for Directors' election in the Annual General Meeting of Shareholder for the year 2024 in advance, during the period of November 13, 2023 – December 31, 2023. The candidates name could be submitted via company website including notification via the electronic system of the Stock Exchange of Thailand which after the above time has elapsed. Nevertheless, there was no shareholder nominating candidate to be considered as company director prior to the said meeting. For the said nomination, careful consideration was exercised by the Nominating and Remuneration Committee in selecting qualified candidates on an individual basis. The members of the Nomination and Remuneration Committee with interests did not vote to select themselves, in compliance with the existing company rules, nominating policy and criteria relating to such position consideration. Upon careful consideration on the candidates' qualifications in terms of Board diversity

and qualifications that were in accordance with the strategy of the Company's business operation by using the analysis of skills, experience, knowledge and expertise of the Board, or Board Skill Matrix.

In this regard, the Board of Directors, excluding those directors having possible conflict of interest, has carefully considered and resolved to endorse the proposal by the Nomination and Remuneration Committee, to propose to the Annual General Meeting of Shareholders to re-elect the 4 retiring directors; Ms. Choosri Kietkajornkul, Mr. Vichai Kulsomphob, Ms. Suvimol Pratakukul and Mr. Chaisak Yongbanjerd, to re-elect these persons to serve another term as Directors

However, according to Section 86 of the Public Limited Companies Act 2535 (1992) (as amended) and Clause 10 of the Company's Articles of Association, directors of the Company are prohibited from engaging in business of the same nature and is competing with the Company's business, becoming a partner in a partnership or limited partnership, or being a director of other companies that operate in business of the same nature and is competing with the Company's business, whether for the director's own benefit or other persons' benefit, unless notified to the shareholder's meeting prior to the appointment of the director.

In this regard, Ms. Choosri Kietkajornkul, a nominated director who is re-elected to serve another term as the director of the Company, is the director who nominated by Ratch Group PCL. ("RATCH") and be the director in RATCH and/or its subsidiaries.

Even so, RATCH and the Company's current engagement in power generation currently do not directly overlap in practice and do not compete in terms of geography, customers, and sourcing of raw materials. This is due to the power generation business having a fixed location, contracts with clients through entering into power supply agreements with a determined price and other conditions specific to each contract. Furthermore, the Company will set out a clear strategy to define boundaries in business expansion to best suit its competencies in order to prevent the issue of conflicts of interest. Moreover, The Board of Directors considered that Mr. Chaisak Yongbanjerd served as an independent director for 2 years, and when combined with the duration of the tenure until completion in this term, there will be a maximum tenure of not more than 9 consecutive years. The director still possesses the qualifications of Independent Directors as required by the relevant laws and in accordance with the prescribed qualifications of the Independent Directors of the Company. They have the full capacity to express their opinions independently and use experience, knowledge and expertise to give useful suggestions in setting strategies and business operations of the Company.

Board of Directors' Opinion : The Board of Directors excluding those directors having possible conflict of interests, has paid careful consideration to the screening process and qualifications of those persons being nominated as Directors on an individual basis according to the criteria and process for the selection of Directors. The persons nominated for the position of Director were qualified to engage with the Company's business. Their knowledge and experiences in accounting, finance, business management, engineering and information technology and abilities benefited to the Company. In addition, the nominated persons who are the member of sub-committees also performed their duties

Moreover, persons nominated as Independent Directors of the Company could express opinions independently and in accordance with the relevant regulations. Accordingly, the Board of Directors resolved to endorse the proposal by The Nominating and Remuneration Committee, to nominate the 4 retiring directors; Ms. Choosri Kietkajornkul, Mr. Vichai Kulsomphob, Ms. Suvimol Pratakukul and Mr. Chaisak Yongbanjerd, to re-elect these persons to serve another term as Directors. (The 4 nominated candidates' profiles are enclosed on the Enclosure No. 3)

Voting : Majority votes of the Shareholders attending the Meeting and casting their votes.

Agenda 6 To determine the Directors' remuneration

Fact and Rationale : According to Article 13 of the Company's regulations stated that "the directors have rights to receive remuneration from the Company in the forms of salary, reward, meeting allowance, pension, bonus, or other benefits according to the regulation or the shareholder meeting resolution..." In year 2023, the Annual General Meeting of Shareholders approved the directors' remuneration in the amount of not exceeding THB 10 million and delegated the Nomination and Remuneration Committee to allocate. The Directors were totally actual paid THB 3.145 million by annual remuneration THB 1.080 million and allocated THB 2.065 million for the for the meeting allowance. Such meeting allowance was given to the Board of Directors totaling THB 1.150 million, the Audit Committee totaling THB 0.200 million, the Nomination and Remuneration Committee totaling THB 0.040 million, the Executive Committee totaling THB 0.480 million, the Corporate Governance and Risk Management Committees totaling THB 0.085 million and the Sustainability Committees totaling THB 0.110 million. The details of the remunerations paid to each director were summarized and disclosed in the Annual Report (Form 56-1 One Report) topic "Remuneration details for the Company Directors". In the year 2024, the Company proposed the remuneration for Directors of not exceeding THB 10 million equal to last year.

- 1. Annual Remuneration:** Annual Remuneration will be paid to all Directors. The Nomination and Remuneration Committee will allocate the remuneration on basis of remuneration policy and principle, operational results and propose to the Board of Directors.
- 2. Meeting Allowance:** Meeting Allowance will only be paid to the Directors attending the meeting. In case of several meetings of each committee held in a month, it is agreed that each committee shall be paid only one time a month.

		Position	2023 Baht/time	2024 Baht/time
2.1	The Board of Directors	Chairman	20,000	20,000
		Director	10,000	10,000
2.2	The Audit Committees	Chairman/Director	10,000	10,000
2.3	The Executive Directors	Chairman/Director	10,000	10,000
2.4	The Nomination and Remuneration Committees	Chairman/Director	5,000	5,000
2.5	The Corporate Governance and Risk Management Committees	Chairman/Director	5,000	5,000
2.6	The Sustainability Committees	Chairman/Director	5,000	5,000

3. Other Benefits: -None-

Remuneration of other sub-committees (if any) will be in the consideration of the Nomination and Remuneration Committee, based on appropriateness and suitability with duties and responsibilities, then to be proposed to the Board of Directors.

Board of Directors' Opinion : Agreed with the Nomination and Remuneration Committee's proposal which considering the Company's operating results, the remuneration approved by the shareholders, pension and meeting allowance paid, including duty and responsibility. The Board of Directors deem it appropriate to propose the Annual General Meeting of Shareholders to approve the remuneration of the Company's Directors for the year 2024 at the previously approved amount of not exceeding THB 10 million, not including remuneration or fringe benefit that the Directors receive as employees. These remunerations, once approved by the Annual General Meeting of Shareholders, are valid until any changes, and must not exceed the maximum amount approved at the Annual General Meeting of Shareholders.

Voting : Not less than two-thirds (2/3) of the total votes of the Shareholders present at the Meeting and casting their votes according to Section 90 of the Public Limited Companies Act B.E. 2535.

Agenda 7 To approve the appointment of auditors and determination of the auditor's fee

Fact and Rationale : According to the Company's Articles of Association, "the Annual General Meeting of Shareholders shall elect the auditors and determine the auditor's fee. The previous auditors may be re-elected to perform the duties." In addition, the auditors shall not be a director, staff, and employees or shall not hold any position in the Company. For the year 2023, the auditors were from KPMG Phoomchai Audit Limited which recognized both nationally and internationally. They have a proven record of standardized team and work processes and experience in auditing the financial statements as well.

In the year 2024, the Audit Committees has considered their well performance and ethics on independence of the auditors and agreed by the Board of Directors to propose the shareholders to appoint KPMG Phoomchai Audit Limited to be the auditor and give opinion on the Company's financial statements.

No.	2023		2024		Audited year
	Certified Public Accountant	Registration No.	Certified Public Accountant	Registration No.	
1	Mr.Natthaphong Tantichattanon	8829	Mr.Natthaphong Tantichattanon	8829	2022-2023
2	Ms.Dussanee Yimsuwan	10235	Ms.Dussanee Yimsuwan	10235	She has never audited the company's financial statements
3	Ms.Sophit Prompol	10042	Mr.Waiyawat Korsamarnchaiyakij	6333	She/He has never audited the company's financial statements

The audit fee as shown in the table below:

(Unit: Baht)

Description	2023	2024
1. Review of the financial statements for quarter 1,2,3	630,000.-	690,000.-
2. Audit fee for the year ended December 31	840,000.-	930,000.-
Total	1,470,000.-	1,620,000.-

In addition, The Board of Directors found it appropriate to report to the Annual General Meeting of Shareholders the audit fee of the Company's subsidiaries which have the same auditor of the audit office. The audit fee of the Company and subsidiaries is totaling THB 3,043,500 million, increasing from the previous year (excluding Out-of-pocket expenses at the actual amount).

Other Service Fee: The fee for verifying the compliance with conditions applied to the investment promotion certificate (BOI) is THB 70,000 per each certificate (if any).

The audit fees for subsidiaries in the year 2024 might be varied based on the numbers of subsidiaries and actual working hours.

(Unit: Baht)

Description	2023	2024
1. Audit fee for verifying the compliance with conditions applied to the investment promotion certificate (BOI)	70,000.-	70,000.-
Total	70,000.-	70,000.-

The nominated auditors do not have any relationship and/or conflict of interest with the Company, its subsidiaries, managements, major shareholders, or related persons.

Board of Directors' Opinion : The Board of Directors agreed with the selection and proposal from the Audit Committee based on the consideration of the auditors' professional standard, past performance, ethic, morality and independence in auditing and giving opinion on the Company's financial statement. The auditors and the partners of KPMG Phoomchai Audit Limited are not the Company's shareholders and related companies. Moreover, KPMG Phoomchai Audit Limited has provided only the audit services to the Company. The auditors are also qualifications in accordance with the regulations of the Company and the Securities and Exchange Commission. Therefore, it appropriate to propose to the Annual General Meeting of Shareholders for approval.

Voting: Majority votes of the Shareholders attending the Meeting and casting their votes.

Agenda 8 To approve the change of the Company's name and the Company's seal, and the amendment to the Memorandum of Association and the Articles of Association of the Company to be in line with the change of the Company's name and the Company's seal.

Fact and Rationale : To be in line with the vision and business strategy and not limiting the business operations which are currently expanding and diversified the scope of business operations. Therefore, it is deemed appropriate to change of the Company's name and the Company's seal, and the amendment to the Memorandum of Association in Clause 1, and the Articles of Association of the Company in Articles 1,2 and 36.to be in line with the change of the Company's name. The details are as follows;



The change of the Company's name:

Detail	Present	Proposed Amendment
In Thai	บริษัท สหโคเจน (ชลบุรี) จำกัด (มหาชน)	บริษัท ราชพัฒนา เอ็นเนอร์ยี จำกัด (มหาชน)
In English	SAHACOGEN (CHONBURI) PUBLIC COMPANY LIMITED	RATCH PATHANA ENERGY PUBLIC COMPANY LIMITED
Stock Symbol	SCG	-No Change-

The Memorandum of Association in Clause 1 (Company's name):

Present	Proposed Amendment
Company name "บริษัท สหโคเจน (ชลบุรี) จำกัด (มหาชน)" And English name "SAHACOGEN (CHONBURI) PUBLIC COMPANY LIMITED"	Company name "บริษัท ราชพัฒนา เอ็นเนอร์ยี จำกัด (มหาชน)" And English name "RATCH PATHANA ENERGY PUBLIC COMPANY LIMITED"

The Articles of Association of the Company:

No.	Existing Provision	Proposed Amendment
Article 1.	These Articles shall be called the Articles of Association of Sahacogen (Chonburi) Public Company Limited.	These Articles Shall be called the Articles of Association of Ratch Pathana Energy Public Company Limited.
Article 2.	The term "Company" herein Articles shall refer to Sahacogen (Chonburi) Public Company Limited.	The term "Company" herein Articles shall refer to Ratch Pathana Energy Public Company Limited.
Article 36.	The Company's seal shall be as follows. 	The Company's seal shall be as follows. 

Board of Directors' Opinion : The Board of Directors deems it appropriate to propose that the Annual General Meeting of Shareholders meeting approves the change of the Company's name, The Company's seal, and amendment to No. 1 of the Memorandum of Association (Company Name) and the Articles of Association of the Company in Articles 1, 2 and 36. to be in line with the change of the Company's name and the Company seal.

Voting : Not less than thirds-fourths (3/4) of the total votes of the Shareholders present at the Meeting and casting their votes according to Section 31 of the Public Limited Companies Act B.E. 2535.

Agenda 9 To approve the amendment of the Articles of Association of the Company in accordance with the Public Limited Companies Act (No. 4) B.E. 2565

Fact and Rationale : To be in line with the enactment of the Public Limited Companies Act (No. 4) B.E. 2565 which allows public limited companies to use electronic means to convene the Board of Directors and shareholders' meetings, deliver notices or documents, appoint a proxy at shareholders' meeting. This is to support the development and change in the technology on the Amendment of the Articles of Association of the Company in Article 20, 24, 25, 28, and 34

No.	Present	Proposed Amendment
Article 20. Paragraph 1	The Board of Directors shall hold a meeting at least every three (3) months.	The Board of Directors shall hold a meeting at least <u>once every three (3) months</u>

No.	Present	Proposed Amendment
Article 20. Paragraph 2	In summoning a meeting of the Board of Directors, the Chairman or the person authorized by the Chairman shall send a notice of the meeting to the directors not less than seven (7) days prior to the date of the meeting, except in case of urgency to protect the rights or interests of the Company, the notice may be sent by other means and the date of the meeting may be scheduled sooner.	In summoning a meeting of the Board of Directors, the Chairman or the person authorized by the Chairman shall send a notice of the meeting to the directors <u>not less than three (3) days</u> prior to the date of the meeting, except in case of urgency to protect the rights or interests of the Company, the notice may be <u>given via electronic means or other means</u> and the date of the meeting may be scheduled sooner.
<u>Add</u> Article 20. Paragraph 3	-None-	<u>In the above summoning the meeting, the notice of the meeting may be given via electronic means, provided that directors have notified their intention or given consent to receive such notice via electronic means in accordance with the criteria prescribed by law.</u>
Article 20. Paragraph 4	The Board of Directors shall hold a meeting at the head office or such other place as it may determine	The Board of Directors shall hold a meeting at the head office or such other place as it may determine. <u>In this regard, the Board of Directors' meeting may be convened via electronic means in compliance with the criteria prescribed by law regarding electronic meeting. In this case, the Company's head office shall be deemed the venue of such meeting.</u>

No.	Present	Proposed Amendment
Article 20. Paragraph 5	At least two (2) directors may jointly request for the Chairman to summon a meeting of the board, in the case that at least two (2) directors may jointly request for the Chairman to summon a meeting of the board, the Chairman or the director authorized by the Chairman shall schedule the date of the meeting within fourteen (14) days from the date of receiving the request.	At least two (2) directors may jointly request for the Chairman of the board to call a meeting of the board, <u>provided that the agendas and reasons for calling such meeting must be stated in such request.</u> in the case that at least two (2) directors may jointly request for the Chairman to summon a meeting of the board. The Chairman or the director authorized by the Chairman shall proceed to call a meeting and schedule the date of the meeting within fourteen (14) days from the date receiving the request.
Add Article 20. Paragraph 6	-None-	<u>In the case where the Chairman of the Board of Directors does not take action in accordance with the provision in paragraph five, the directors who have made such request may jointly call and schedule the date of a Board of Directors' meeting to discuss the proposed agenda within fourteen (14) days of the end of the period mentioned in paragraph five.</u>
Add Article 20. Paragraph 7	-None-	<u>In the case that there is no Chairman of the Board of Directors for any reasons, the Vice Chairman shall summon the meeting of the Board of Directors. In case that there is no Vice Chairman for any reason, at least two (2) directors may jointly summon the meeting of the Board of Directors.</u>

No.	Present	Proposed Amendment
Article 24. Paragraph 1	In summoning a shareholders' meeting, the Board of Directors shall prepare a notice stating the place, date, time, agenda, and matters to be proposed to the meeting together with adequate details by indicating whether such matters are prepared for acknowledgement, for approval or for consideration, as the case may be, as well as the board's opinions on the said matters. The notice of invitation shall be delivered to the shareholders and registrar not less than seven (7) days prior to the date of the meeting and shall be published in a newspaper for three (3) consecutive days for at least three (3) days prior to the date of the meeting.	(Not Change)
Add Article 24. Paragraph 2	-None-	<u>In this regard, the Board of Directors may send the notice of shareholders' meeting via electronic means, provided that the shareholders have declared their intentions or given consents for receiving the notice via electronic means. Also, the notice of a meeting may be announced via electronic means</u>

No.	Present	Proposed Amendment
<p>Add</p> <p>Article 24.</p> <p>Paragraph 3</p>	-None-	In the case where a shareholders' meeting is called by the shareholders under the Article 23 in paragraph three, the shareholders calling the meeting may send the notice of the meeting to the shareholders via electronic means, provided that shareholders have declared their intentions or consents thereof to the Company or the Board of Directors
<p>Article 24.</p> <p>Paragraph 4</p>	The shareholders' meeting shall be hold in the province where the head office of the Company is located or any other provinces in the Kingdom of Thailand.	(Not change)
<p>Add</p> <p>Article 24.</p> <p>Paragraph 5</p>	-None-	In the case of a shareholders' meeting is convened via electronic means in compliance with the criteria prescribed by law regarding electronic meeting, the Company's head office shall be deemed the venue of such meeting.
<p>Article 25.</p> <p>Paragraph 1</p>	In a shareholders' meeting, a shareholder may appoint any other person to attend the meeting and vote on his/her behalf. The appointment shall be dated and signed by the shareholder and made in writing in a form as specified by the Registrar.	In a shareholders' meeting, a shareholder may appoint any other person who is sui juris as a proxy to attend the meeting and vote on his/her behalf. The appointment shall be dated and signed by the shareholder and made in writing in a form as specified by the Registrar.
<p>Article 25.</p> <p>Paragraph 2</p>	The proxy shall be submitted to the Chairman, director, or a person designed by the chairman at the meeting before attending such meeting.	(Not Change)

No.	Present	Proposed Amendment
Add Article 25. Paragraph 3	-None-	<u>Appointment of a proxy, under paragraph one, may be carried out via electronic means with safe and reliable to ensure that the appointment is made by the shareholders in accordance with the criteria prescribed by law.</u>
Article 28. Paragraph 1	Business to be transacted at the Annual General Shareholders' meeting shall consist of the least the following : (1) To acknowledge the Board of Directors' report on the performance of the company in the previous year. (2) To consider and approve the balance sheet and profit and loss of the company's previous fiscal year. (3) To consider the appropriation of profit and capital reserve; (4) To consider the election of directors to replace those who retire by rotation and determine the remunerations; (5) To consider the appointment of the auditors and the remuneration; (6) other business	Business to be transacted at the Annual General Shareholders' meeting shall consist of the least the following : (1) To acknowledge the Board of Directors' report on the performance of the company in the previous year. (2) To consider and approve the balance sheet and profit and loss of the company's previous fiscal year. (3) To consider the appropriation of profit and capital reserve; (4) To consider the election of directors to replace those who retire by rotation and determine the remunerations; (5) To consider the appointment of the auditors and remuneration <u>determine the auditor's fee;</u> (6) other business
Article 34 Paragraph 1	No dividends shall be provided otherwise than out of profits. If the Company has incurred retained losses, no dividends may be provided.	No dividends shall be provided <u>paid</u> otherwise than out of profits. If the Company has incurred retained losses, no dividends may be provided <u>paid</u> .

No.	Present	Proposed Amendment
Article 34. Paragraph 2	Dividends shall be distributed according to the number of shares, with each share receiving an equal amount unless the Company issues preferred share and determines different dividends for preferred shares.	(Not change)
Article 34. Paragraph 3	Payment of dividends must be approved by the shareholders' meeting.	(Not change)
Article 34 Paragraph 4	The Board of Directors may from time to time pay interim dividends to shareholders as it appears to be justified by the profits of the Company and report to the shareholders at the next meeting.	(Not change)
Article 34 Paragraph 5	Payments of Dividend shall be made within one (1) month from the date on which the shareholders' meeting or the Board of Directors has passed a resolution , as the case may be. A written notice of payments of dividend shall be sent to the shareholders and published in a newspaper. No interest shall be charged if such dividend payment is made within the period prescribed by law.	Payments of Dividend shall be made within one (1) month from the date on which the shareholders' meeting or the Board of Directors has passed a resolution , as the case may be. A written notice of payments of dividend shall be sent to the shareholders and published in a newspaper <u>or can be undertaken by electronic means according to the criteria prescribed by law.</u> No interest shall be charged if such dividend payment is made within the period prescribed by law.
Add Article 34. Paragraph 6	-None-	<u>The written notice of payments of dividend may be given to the shareholders via electronic means, provided that the shareholders have declared their intention or given consent to receive such notice via electronic means in accordance with the criteria prescribed by law.</u>

Board of Directors' Opinion: This should be proposed to Annual General Meeting of Shareholders on the Amendment of the Articles of Association of the Company in Articles 20, 24, 25, 28, and 34 in accordance with the Public Limited Companies Act (No. 4) B.E. 2565 Act as specified in the Enclosure.

Voting: Not less than thirds-fourths (3/4) of the total votes of the Shareholders present at the Meeting and casting their votes according to Section 31 of the Public Limited Companies Act B.E. 2535.

Agenda 10 To consider other business (if any)

The Company determines the names of shareholders who are entitled to attend the 22nd Annual General Meeting of Shareholders on March 13, 2024.

Please be informed accordingly and would like to invite all shareholders to attend the 22nd Annual General Meeting of Shareholders on April 18, 2024 at 2:00 p.m. The Company will open the meeting system from 12:00 a.m. onwards.

The Shareholders attending the 22nd Annual General Meeting of Shareholders in person or appointing a proxy to another person (Proxies from shareholders) via electronic meeting (E-AGM), please study the procedure for attending the shareholders' meeting via electronic meeting (E-AGM) (Enclosure 7) to prepare the participation for the meeting. The system to submit request for meeting registration (e-Request) will be open from April 9, 2024 until the end of the meeting in April 18, 2024.

In this regard, if the shareholders are unable to attend the 22nd Annual General Meeting of Shareholders via electronic meeting (E-AGM) of the Company, you can appoint as proxy an Independent Director of the Company to attend the meeting and vote on behalf of the shareholders, please study the procedure for attending the shareholders' meeting via electronic meeting (E-AGM) (Enclosure 7) by sending the proxy form (Enclosure 10) with the complete information and supporting documents. (The original document must be sent to "Company Secretary" Sahacogen (Chonburi) Public Company Limited 636 Moo 11, Sukhaphiban 8 Road, Nongkharm, Sriracha, Chonburi 20230 Tel.097-278-8020, 038-481-555 Ext. 200) within April 11, 2024.)

The Company invites shareholders to submit any questions concerning the meeting agendas in advance (Enclosure 8)

By the order of the Board of Directors

.... Apipong Vischuveskamin....

(Mr. Apipong Vischuveskamin)

Company Secretary

Minutes of the 21st Annual General Meeting of Shareholders

Conducted via Electronic Meeting (E-AGM), broadcasted

from the Ratchaburirom room, M floor at RATCH Group Public Company Limited,
located at 72 Ngamwongwan Road, Bangkhen, Muang Nonthaburi, Nonthaburi 11000

On Friday, April 21, 2023

Date-Time-Venue

The Meeting was convened on Friday, April 21, 2023 at 14.00 p.m. via electronic meeting (E-AGM), monitored and broadcasted from the Ratchaburirom room, M floor at RATCH Group PCL, located at 72 Ngamwongwan Road, Bangkhen, Muang Nonthaburi, Nonthaburi 11000.

The Meeting commenced at 14.00 p.m.

Mr. Apipong Vischueskamin, Company Secretary, informed that there were 11 shareholders with 2,285,700 shares attending in person, and there were 31 shareholders attending by proxies through electronic meeting. As a result, there were 42 shareholders in total, holding 1,117,343,944 shares equivalent to 96.02 % of total issued and paid-up shares (1,163,695,652 shares) of the total 3,140 shareholders as specified, the list of shareholders who are entitled to attend the meeting, the Record Date set on March 13, 2023. The presented shares are considered to be a quorum under Article 26 of the Company's Articles of Association which stipulates that there must be at least 25 shareholders and proxies from shareholders or not less than half of the total number of shareholders and must have at least one-third of the total number of paid-up shares.

Mr. Thanakorn Pakdeenorasirikul, the moderator of the Company's meeting, delivered a welcome speech to shareholders, directors and executives of the Company including all attendees. At this meeting, the Company has followed the recommendations and measures of government agencies to reduce the spread of coronavirus 2019 or COVID-19. Therefore, the meeting was held in the form of an electronic conference or E-AGM in accordance with the Royal Decree on Electronic Conference B.E. 2563 (2020) by informing through various channels to be registered in advance. Moreover, the Company would like to clarify the need to store, collect, use, disclose and process personal data of shareholders and/or proxies who attending the Annual General Meeting of Shareholders, following the details of personal data protection or PRIVACY NOTICE in accordance with the Personal Data Protection Act B.E. 2562 (2019)

Before starting the meeting's agendas, the moderator introduced the Company's Directors, Sub-committees, Company Secretaries, Executives, Auditors, Legal Advisors attending the meetings as follows:

Directors attending at the meeting room

- | | |
|------------------------------|--|
| 1. Mr. Sujarit Patchimnan | Chairman and Chairman of the Nomination and Remuneration Committee |
| 2. Ms. Choosri Kietkajornkul | Vice Chairman and Nomination and Remuneration Committee |

3. Mr. Sakarin Tangkavachiranon Director, Chairman of the Executive Committee, and Nomination and Remuneration Committee
4. Mrs. Wadeerat Charoencoop Director
5. Mr. Thirasak Vikitset Director
6. Mr. Vorayos Thongtan Director, Executive Committee and Sustainability Committee
7. Mr. Natapong Vanarat Independent Director and Audit Committee
8. Mr. Pongtep Thithapand Independent Director and Audit Committee
9. Mr. Chaisak Yongbanjerd Independent Director and Corporate Governance and Risk Management Committee
10. Mr. Udompong Chuntharumporn Director, Managing Director, Executive Committee, Sustainability Committee, and Corporate Governance and Risk Management Committee

Directors Attending the Meeting via Electronic Meeting (E-AGM)

1. Mr. Chinapat Visuttiapat Independent Director, Chairman of the Audit Committee and Chairman of the Corporate Governance and Risk Management Committee
2. Mr. Vichai Kulsompob Director and Nomination and Remuneration Committee

The 12 directors attending today's meeting represented 100% of the total number of directors.

Sub-committees and Executives attending the meetings in the broadcasted room

1. Mr. Apipong Vischuveskamin Company Secretary, Corporate Governance and Risk Management Committee, Sustainability Committee, Deputy Managing Director - Finance and Management and Corporate Services Department Manager
2. Mr. Viroj Theeravatvatee Chairman of the Sustainability Committee and Executive Committee
3. Mr. Teerayuth Kaewcoon Corporate Governance and Risk Management Committee and Deputy Managing Director - Operations
4. Mr. Nitshanon Boonyapardz Deputy Managing Director - Business Development
5. Mr. Nattawut Yawaprapas Accounting & Finance Department Manager and Chief Financial Officer (CFO)
6. Ms. Penpak Vongrakvanich Corporate Governance and Risk Management Department Manager

Sub-committees and Executives attending the meeting via Electronic Media

1. Mr. Jaturong Kornwet Sustainability Committee, and Project & Engineering Department Manager
2. Mr. Thanawat Siwasoponpong Power Plant Management Department Manager

Attendees at the broadcasted room

- Auditors from KPMG Phoomchai Audit Co., Ltd.

1. Mr. Natthaphong Tantichattanon
2. Ms. Nuchanat Ratchapongthai

- Witness who monitoring and counting the votes in the meeting

1. Mr. Vimon Garin Lawyer from Bangkok Inter Law-Office Co., Ltd.
2. Ms. Kamonchanok Thongsima from KPMG Phoomchai Audit Co., Ltd.

Attendees via Electronic Media

- Rights Protection Volunteer, a proxy from Thai Investors Association

1. Ms. Nipaporn Insuitong

The moderator clarified the importance of shareholders, therefore, to promote good corporate governance on the rights and equality of shareholders, the Company carried out as follows.

1. The Company has given shareholders who are unable to attend meetings the opportunity to appoint proxy to Independent Directors and members of the Audit Committee, as the details provided in the Notice of the Annual General Meeting of Shareholders (Enclosure 5).
2. The Company has conducted invitations and informed shareholders for the meeting's information in 3 channels as follows.
 - 2.1 The Company has sent a letter of invitation to the meeting to all shareholders by mailing through the system of the Securities Depository (Thailand) Co., Ltd. (TSD) in QR Code format.
 - 2.2 The Company has published the invitation to the 21st Annual General Meeting of Shareholders with meeting documents on the Company's website in both Thai and English since March 17, 2023, in order to give shareholders sufficient time to consider the agenda and information for the meeting and allow the shareholders to submit questions in advance to the Company Secretary in order to answer the shareholder's questions in a full and thorough manner.
 - 2.3 The Company announced the meeting to shareholders via newspaper on March 28-30, 2023.

Hereafter, the Company would like to inform shareholders of voting instructions and procedures for each agenda as follows.

1. The casting of the vote in each agenda of the meeting will be in accordance with the Clause 27 of the Company's Articles of Association that whereby one share would be equal to one vote. In casting votes transparently, shareholders can vote for approval, disapproval, or abstention in each agenda.

2. Because this meeting is held in the form of an electronic meeting. Therefore, no ballots have been printed for the attendees.
3. To cast the vote, the shareholders have to go to the E-Voting window to vote in each agenda within the allotted time (1 minute). Once the vote is selected, the pop-up window will be asked once again if the vote is confirmed. Press OK button to confirm the vote. For the informative agenda, attendees will not be able to vote.
4. In case the shareholders would like to change the vote, press the re-select voting again within the allotted time.
5. If the agenda is closed, the vote will be closed. The shareholders will not be able to vote or change their votes.
6. For shareholders who attend the meeting via mobile device or Tablet, please switch from Zoom program to Chrome program in order to vote on the E-Voting menu. When completed voting, please return to the E-meeting window in the Zoom program to continue viewing the video and audio of the meeting.
7. For shareholders who appointed a proxy to attend meetings and vote on behalf of shareholders by sending the proxy form to the Company in advance, the Company recorded the votes as the shareholders' intention in the voting system.
8. In the case that the shareholders logged in for the meeting, but did not vote on any agenda, the vote will be counted to be approved with the meeting.
9. The votes will be collected by counting the total votes from those who voted through E-Voting and those who voted early through proxy forms. The counting system will count only shareholders who vote disapproval and/or abstention, and then deducts from the total number of votes presenting in the meeting. The rest will be considered as a vote of approval for that agenda.
10. In the case that the shareholders have logged in after the meeting has begun, the shareholders have the rights to vote in the agenda that has not yet considered, and the company will count the newly arrived votes as a quorum from the time of voting to record in the minutes of the meeting.

The moderator informed that the meeting will be considered the agendas in the invitation letter by presenting information of each agenda and allow the shareholders to ask questions or comments, then the vote will be casted for such agenda.

- In case the shareholders would like to ask questions by typing, please act as follows.
 1. Go to the Chat menu in Zoom program to type a message. Before sending a message, please select/change the recipient of the message into "To: SCG Q&A"
 2. Press the Enter key to send a message to the system.
- In case the shareholder would like to ask questions with conversation, please act as follows.
 1. Go to the Reactions menu below the screen.
 2. Press the Raise Hand button.

3. To ask any question either through typing a message or conversation, please inform your first and last names, and indicate that you are the shareholder attend in person or a proxy every time before you start asking the question for the purpose of taking correctly and completely minute of the meeting.
4. When the moderator calls your name. The staff will turn on your microphone, you have to press the unmute button and turn on the microphone on your device. In case the shareholder is unable to speak through the microphone (within 1 minute), please type your question on the chat channel so that the Company Secretary can read the question instead.
5. When the inquiry is complete, press the "Lower Hand" button to put your hand down. The Chairman of the Meeting shall request a new inquiry during the period of consideration of such agenda or Agenda 8, which is other consideration agenda.

The moderator invited Mr. Sujarit Patchimnan, the Chairman and the Chairman of the meeting, to open the 21st Annual General Meeting of Shareholders and assigned Mr. Udompong Chantaramporn to conduct the meeting in accordance with the agendas as follow:

Agenda 1: Approved the Minutes of the 20th Annual General Meeting of Shareholders, held on April 22, 2022

Managing Director: The copy of the Minutes of the 20th Annual General Meeting of Shareholders on April 22, 2022 has sent by the Company to all shareholders with an invitation of the 21st Annual General Meeting of Shareholders, which the Company has sent a copy of the minutes of the meeting to the Stock Exchange of Thailand (the "SET") and published on the Company's website (www.sahacogen.com) within 14 days from the date of the Annual General Meeting of Shareholders and submitted to the Department of Business Development, Ministry of Commerce within the period specified by law.

The Board of Directors agreed to propose the meeting to consider and endorse the minutes of such meetings which have been recorded correctly in accordance with the resolutions of the meeting.

Managing director: Provided shareholders with opportunities to ask questions. It was apparent that there was no shareholder asking any question and other suggestions.

Therefore, the Meeting was proposed to vote for approval.

Voting: Majority votes of the Shareholders attending the Meeting and casting their votes.

Company Secretary: In the Agenda 1, there was no additional shareholders attended the meeting. There were 42 shareholders attending in person and by proxies, representing a total of 1,117,343,944 shares of the total issued and paid-up shares of 1,163,695,652 shares.

Resolutions: Unanimously approved the minutes of the 20th Annual General Meeting of Shareholders as proposed by the following votes:

Votes	Number of votes (1 share = 1 vote)	% of total number of votes of shareholders attending the meeting and having rights to vote
Approval	1,117,343,944	100
Disapproval	-	-
Abstention	-	-
Void Ballot	-	-
Total	1,117,343,944	100

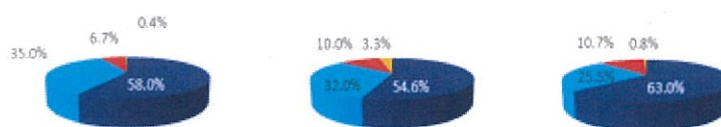
Agenda 2: Acknowledge the Board of Directors' report in the past year.

Managing director: The Report of the Board of Directors and the operating results of the Company for the year 2022 (Form 56-1 One Report) presented in the form of QR-Code, including the financial statements which has provided in advance with the invitation for the Annual General Meeting of Shareholders and could be summarized as following.

In the year 2022, the price of natural gas, the main fuel for electricity and steam production, has increased significantly compared to the previous year in accordance with the energy pricing mechanism of the global market. The Company has taken measures to improve production efficiency, including intensive and continuous control of production costs to reduce the impact on performance due to the external uncontrollable factors.

In the year 2022, the earning portion from business operations of the Company and subsidiaries accounted for 63.0% from wholesale revenue of electricity sales to Electricity Authorities, retail electricity and steam sales to factories within the industrial parks 25.5% and 10.7%, respectively as shown below.

Revenue Structure Y2020-2022 : Baht Million / %



Revenue Structure	2020		2021		2022	
EGAT / PEA	2,306	58.0%	2,379	54.6%	3,640	63.0%
Electricity - Industrial Park	1,393	35.0%	1,395	32.0%	1,470	25.5%
Steam - Industrial Park	265	6.7%	436	10.0%	620	10.7%
Other	15	0.4%	144	3.3%	44	0.8%
Total Revenue	3,979	100.0%	4,354	100.0%	5,774	100.0%

Summary of operating results and financial position for the year 2022

- Total revenue from sales was THB 5,774.06 million increased by THB 1,523.57 million or 36.1%, mainly from the Company.
 - Revenue for electricity sales to EGAT increased by THB 1,201.59 million due to the increased electricity sales price with the price of natural gas.
 - Revenue sales of electricity to industrial customers increased by THB 75.33 million due to the increase in electricity selling price adjusted by the Fuel Adjustment Factor (Ft).
 - Steam sales revenue to industrial customers increased by THB 183.14 million according to the steam sales prices were higher based on the steam sales price structures that reference the oil price index.
- Cost and Expenses: Total expenses were THB 5,954.84 million, increased by THB 1,803.84 million or 43% compared to the year 2021, consist of:
 - Cost of sales THB 5,803.47 million, increased by THB 1,842.17 million, or 46.50% according to the natural gas price spiked up by 86 percent. The change of natural gas price was related to the average selling price of PTT Public Company Limited and Energy Pool Price (EPP) based on the principles stated by Energy Regulatory Commission (ERC)
 - Administrative expenses THB 151.37 million, decreased by THB 38.23 million, or 25.26% due to the financial advisor fee in the year 2022 for the capital increase and shareholder structure change which is one-time transaction.
 - The loss from an investment in the affiliate company THB 1.98 million, increased by THB 3.87 million, or 204.8%
 - Financing expenses THB 107.59 million decreased by THB 0.55 million, or 0.51% due to a decrease in interest payment which was reduced by long-term loan due. The Company issued bond in September 2022 amounting THB 2,650 million
 - Corporate income tax benefit THB 57.44 million increased by THB 44.04 million, or 328.65% according to the realized tax loss. The Company can use this item as a tax deduction when it has positive operative result.
- Net profit (loss) according to the consolidated financial statements was THB 229.17 million, decreased THB 336.06 million, or 314.42%. The result of the loss was from the contradiction of the change in electricity selling price (accounting for 25% of total revenue) in accordance with the Fuel Adjustment tariff (Ft) formula and the increasing price of natural gas.
- Assets: Total Assets were THB 8,520.77 million which increased from the year 2021 by THB 929.06 million or 12.24%. The change resulted from the investment in land, machines, and equipment amounting to THB 1,339.58 million.

This was mainly the result of the construction of new power plants in SPP Replacement project at Saha Group Industrial Park-Sriracha. The accumulated depreciation was up by THB 574.81 million which increased the total value of properties, plants and equipment into THB 540.10 million.

- Liabilities: Total Liabilities were THB 4,827.66 million, increased from the year 2021 by THB 1,215.77 million or 33.66%. The Company issued Senior Unsecured Debentures with Debenture holder's Representative. These Debentures were offered through the Private Placement to Institutional and High Net-worth Investors (PP-II&HNW) THB 2,650 million on September 22, 2022.

- Shareholders' Equity: Total Shareholders' Equity was THB 3,693.11 million. This decreased from the year 2021 by THB 286.71 million or 7.20%, resulting from operating performance of the Company and its subsidiaries.

Financial Aspect

- On June 17, 2022, the Company received a credit rating at "A" with "Stable" from TRIS Rating Co., Ltd.
- In September 2022, the Company has issued and offered the Debentures No. 1/2022 which are Senior and Unsecured Debentures with Debenture holder's Representative ("Debentures") in total of 3 series with amount of THB 2,650 million. The Company received a credit rating at "A" with "Stable" from TRIS Rating Co., Ltd. These Debentures are offered through the Private Placement to Institutional and High Net-worth Investors (PP-II&HNW) used for working capital and business expansion as approved from the 20st Annual General Meeting of Shareholders regarding the issuance and offering of the Company's debentures in amount of not exceeding THB 5,000 million or equivalent in any foreign currency.

Business Development Aspect

- The progress of the SPP Replacement project is on tracked as planned with the scheduled commercial operation date (SCOD) in April 2024
- The Company signed the Memorandum of Understanding (MOU) with Principle Healthcare Co., Ltd. to cooperate under a solar rooftop project with Private Power Purchase Agreement (PPA). The Company's subsidiary, Sahacogen Green Co., Ltd., has entered into the 25-year power purchase agreement for supply power generated from solar rooftop system to companies in Principle Healthcare group. The agreement will start the scheduled commercial operation date (SCOD) in December 2023
- The Company set up a subsidiary company named Solarist Holding Co., Ltd., and later set up new 8 subsidiary companies for investing in solar projects.

Anti-Corruption Policy

According to the Company's participation in the Private Sector Collective Action against Corruption or CAC on February 18, 2014, and the Company has been continuously accredited for the third times on September 30, 2022. The certification is valid for 3 years. The Company continuously complies with relevant policies and practices. The review of the

relevant risk assessment was conducted, and the Company planned to re-submit the certification application for the subsidiaries to be certified for the third time as well in the year 2023.

Good Corporate Governance and Sustainability Aspect

The Board of Directors, Executives, and employees at all levels value compliance with good corporate governance principles and strive for continuous improvement, taking into account all the stakeholders in order to provide the business with economic growth coupled with the balanced development of society and the environment, the Company is evaluated as follows:

1. The results of the assessment under the Corporate Governance Program of listed companies for the year 2022 are excellent or 5 stars for the third consecutive year.
2. The results of the assessment under the AGM CHECKLIST 2022 was 100 full scores or 5 TIA for the 13th consecutive years. The Company received the Investors' Choice Award from Thai Investors Association.
3. Thailand Sustainability Investment: The Company meets the criteria for "Thailand Sustainability Investment 2022" (THSI) or "Sustainable Shares" in listed companies with a market capitalization of 3,000-10,000 million baht. For the fifth consecutive year, stay in touch

Managing Director: This Agenda is for acknowledgement and voting is not required. Provided all shareholders with opportunities to ask questions. It was apparent that there was no shareholder asking any question and other suggestions.

Therefore, the meeting was proposed to acknowledge.

Voting: This Agenda is for acknowledgement and voting is not required

Agenda 3: Approved the financial statements of December 31, 2022

Managing director: The Financial Statements ended as of December 31, 2022 were prepared accurately in accordance with the financial reporting standards that have been audited by the certified auditor and endorsed the Board of Directors. The details appeared in the Annual report which has provided with the invitation for the Annual General Meeting of Shareholders for consideration. The key operating results were presented on the screen and should be proposed at the Annual General Meeting of Shareholders for approval.

(Unit : Million Baht)

Item	Consolidated Financial Statements	Separate Financial Statements
Total assets	8,520.77	8,158.33
Total liabilities	4,827.66	4,581.96
Shareholders' equity	3,693.11	3,576.36
Total revenues	5,773.83	5,122.34
Net profit (loss) attributable to equity holders of the Company	(233.82)	(275.83)
Earnings per share (Baht)	(0.20)	(0.24)

Consolidated Financial Statements		2021	2022	+/- (%)
Revenues-sales	Million Baht	4,220	5,744	36%
Revenues-others	Million Baht	134	30	-78%
Total	Million Baht	4,354	5,774	33%
Expenses	Million Baht	4,151	5,955	43%
Net Profit (loss) attributable to equity holders of the Company	Million Baht	102	(234)	-329%
Net Profit (loss) attributable to equity holders of the Company	Baht/Share	0.11	(0.20)	-282%
Assets	Million Baht	7,592	8,521	12%
Liabilities	Million Baht	3,612	4,828	34%
Total Shareholders' Equity	Million Baht	3,980	3,693	-7%
Registered and paid-up shares	Million Baht	1,163,695,6525	1,163,695,652	0%
Number of Common Shares	Million Shares	1,163,695,6525	1,163,695,652	0%
Weighted Average Book Value	Baht/Share	3.42	3.10	-7%

Managing Director: Provided shareholders with opportunities to ask questions. It was apparent that there was no shareholder asking any question and other suggestions.

Therefore, the meeting was proposed to vote for approval.

Voting: Majority votes of the Shareholders attending the Meeting and casting their votes.

Company Secretary: In Agenda 3, there was no additional shareholders attended the Meeting. There were 42 shareholders attending in person and by proxies, representing a total of 1,117,343,944 shares of the total issued and paid-up shares of 1,163,695,652 shares.

Resolutions: Unanimously approved the financial statements, ended on December 31, 2022

as proposed by following vote:

Votes	Number of votes (1 share = 1 vote)	% of total number of votes of shareholders attending the meeting and having rights to vote
Approval	1,117,343,944	100
Disapproval	-	-
Abstention	-	-
Void Ballot	-	-
Total	1,117,343,944	100

Agenda 4: To approve the appropriation of profit and dividend payment

Managing Director: The Company has a policy of paying dividends at the rate of not less than 50% of the net profit attributable to the Company's shareholders according to the consolidated financial statements in each accounting period. The Board of Directors has the power to consider except for not implementing such policies or changing the policy from time to time. This proceeded condition have to give the best interests to shareholders such as used as reserve for loan repayments, used as an investment to expand the Company's business or in case of a change in market conditions. This may affect the Company's cash flow in the future.

The Public Limited Companies Act B.E. 2535, section 116 and the Articles of Association of the Company, Article 35, the Company shall allocate part of its annual net profits to a reserve fund in an amount of not less than five percent of the annual net profits with the deduction therefrom the amount representing the accumulated loss carried forwards (if any) until this reserve fund reaches the amount of not less than ten percent of the registered capital. The Company reached the legal reserve of THB 95.5 million, equal to 8.20 percent of the Company's registered capital.

In the year 2022, the net loss of the separate financial statements of the Company was THB (275.83) million. However, the Company had the unappropriated retained earnings of THB 1,091.86 million and the cash and cash equivalents of THB 1,081.81 million according to the consolidated financial statements which be able to allocate dividend payment at THB 0.05 per share for 1,163,695,652 shares in totaling of THB 58,184,783. This payment was from the retained earnings of the year 2020 which are from the businesses with Board of Investment (BOI) privileges exempted from corporate income tax.

Details of Dividend Payment	Unit	2021	2022
1. Net profit for the year attributable to equity holders of the Company	(THB million)	101.63	(233.82)
2. Retained earnings - Unappropriated	(THB million)	1,396.71	1,091.86
3. Total shares	(shares)	1,163,695,652	1,163,695,652
4. Dividend payment	(THB/share)	0.061	0.050
5. Total dividend payment	(THB million)	70.99	58.18
6. Dividend payout ratio, comparing to net profit (loss) attributable to equity owners of the Company	(%)	69.85	54.89

The Record Date was set on May 2, 2023 to determine the list of the Shareholders who are entitled to receive dividend. The dividend will be paid on May 19, 2023.

Managing Director: Provided shareholders with opportunities to ask questions. It was apparent that there was no shareholder asking any question and other suggestions. Therefore, the meeting was proposed to vote for approval.

Voting: Majority votes of the Shareholders attending the Meeting and casting their votes.

Company Secretary: In Agenda 4, there was no additional shareholders attended the meeting. There were 42 shareholders attending in person and by proxies, representing a total of 1,117,343,944 shares of the total issued and paid-up shares of 1,163,695,652 shares.

Resolution: Unanimously approved the allocation of profits and dividend payments as proposed by the following vote

Votes	Number of votes (1 share = 1 vote)	% of total number of votes of shareholders attending the meeting and having rights to vote
Approval	1,117,343,944	100
Disapproval	-	-
Abstention	-	-
Void Ballot	-	-
Total	1,117,343,944	100

Agenda 5: To elect Directors in replacements of the retiring directors by rotation.

Managing Director: According to the Company's Articles of Association on the Clause 12, stated that, on every Annual General Meeting of Shareholders, one-third of the total directors shall be retired by rotation. If the number of directors is not a multiple of three, directors in a number closest to one-third shall vacate and may be re-elected.

Therefore, there are 4 Directors retiring by rotation on this Annual General Meeting of Shareholders namely:

1. Mr. Sujarit Patchimnan Chairman / Chairman of the Nomination and Remuneration Committee
2. Mr. Thirasak Vikitset Director
3. Mr. Chinapat Visuttiapat Director / Independent Director / Chairman of the Audit Committees / Chairman of the Corporate Governance and Risk Management Committee
4. Mr. Pongtep Thithapand Director / Independent Director / Member of Audit Committees

The Company had given the Shareholders opportunity to nominate candidates for Directors' election in the Annual General Meeting of Shareholder for the year 2023 in advance, during the period of November 9, 2022 – December 31, 2022 on the Company's website including notification via the electronic system of the Stock Exchange of Thailand which after the above time has elapsed. Nevertheless, there was no shareholder proposed any agenda or nominating candidate to be considered as Company Director prior to the said meeting.

For the said nomination, a careful consideration was exercised by the Nominating and Remuneration Committee in selecting qualified candidates on an individual basis. The members of the Nominating and Remuneration Committee with interests did not vote to select themselves, in compliance with the existing company rules, nominating policy and criteria relating to such position consideration. Upon careful consideration of the candidates' qualifications in terms of Board diversity and qualifications that were in accordance with the strategy of the Company's business operation by using the analysis of skills, experience, knowledge and expertise of the Board, or Board Skill Matrix.

In this regard, Mr.Pongtep Thithapand indicated his intention not to continue for another term. Therefore, the Board of Directors, excluding those directors having possible conflict of interest, has carefully considered and resolved to endorse the proposal by the Nomination and Remuneration Committee, to propose to the Annual General Meeting of Shareholders to re-elect the 3 retiring directors; Mr. Sujarit Patchimnan, Mr. Thirasak Vikitset, and Mr. Chinapat Visuttiapat, to serve another term as Directors and to elect Mr. Warawuth Chaipiriyapitak to be new Director replacing the retired directors

The Board of Directors excluding those directors having possible conflict of interests, has paid careful consideration to the screening process and qualifications of those persons being nominated as Directors on an individual basis according to the criteria and process for the selection of Directors. The persons nominated for the position of Director were qualified to engage with the Company's business. Their knowledge and experience in accounting, finance, business management, engineering and information technology and abilities benefited to the Company. In addition, the nominated persons who are the member of sub-committees also performed their duties Moreover, persons nominated as Independent Directors of the Company could express opinions independently and in accordance with the relevant regulations.

The profile and performance of the nominated candidates were enclosed on the Enclosure No.3 submitted to shareholders in advance with the Notice of the shareholders' meeting.

Managing Director: Provided shareholders with opportunities to ask questions. It was apparent that there was no shareholder asking any question and other suggestions.

Voting: Majority votes of the Shareholders attending the Meeting and casting their votes.

Company Secretary: In Agenda 5, there was no additional shareholders attended the Meeting. There were 42 shareholders attending in person and by proxies, representing a total of 1,117,343,944 shares of the total issued and paid-up shares of 1,163,695,652 shares.

The Meeting was proposed to individually consider for the election of 3 retiring directors to re-elect to serve another term and a new director to the Board of Directors as follows;

1. Mr. Sujarit Patchimnan

Resolutions: Unanimously elected Mr. Sujarit Patchimnan to serve another term as Director by the following votes

Votes	Number of votes (1 share = 1 vote)	% of total number of votes of shareholders attending the meeting and having rights to vote
Approval	1,117,343,944	100
Disapproval	-	-
Abstention	-	-
Void Ballot	-	-
Total	1,117,343,944	100

2. Mr. Thirasak Vikitset

Resolutions: Unanimously elected Mr. Thirasak Vikitset to serve another term as Director by the following votes.

Votes	Number of votes (1 share = 1 vote)	% of total number of votes of shareholders attending the meeting and having rights to vote
Approval	1,117,343,944	100
Disapproval	-	-
Abstention	-	-
Void Ballot	-	-
Total	1,117,343,944	100

3. Mr. Chinapat Visuttipat

Resolutions: Unanimously elected Mr. Chinapat Visuttipat to serve another term as Director by the following votes.

Votes	Number of votes (1 share = 1 vote)	% of total number of votes of shareholders attending the meeting and having rights to vote
Approval	1,117,343,944	100
Disapproval	-	-
Abstention	-	-
Void Ballot	-	-
Total	1,117,343,944	100

4. Mr. Warawuth Chaipiriyapitak

Resolutions: Unanimously elected Mr. Warawuth Chaipiriyapitak to serve as Director by the following votes.

Votes	Number of votes (1 share = 1 vote)	% of total number of votes of shareholders attending the meeting and having rights to vote
Approval	1,117,343,944	100
Disapproval	-	-
Abstention	-	-
Void Ballot	-	-
Total	1,117,343,944	100

In summary, the shareholders voted to re-elect the three directors to be directors for another term and elect a new director, in concluded 12 directors.

The Board of Directors of Sahacogen (Chonburi) Public Company Limited for the year 2023 consists of 12 members as follows.

- | | |
|---------------------------------|------------------------------|
| 1. Mr. Sujarit Patchimnan | 2. Ms. Choosri Kietkajornkul |
| 3. Mr. Sakarin Tangkavachiranon | 4. Mrs. Wadeerat Charoencoop |
| 5. Mr. Udompong Chuntharumporn | 6. Mr. Thirasak Vikitset |
| 7. Mr. Vichai Kulsomphob | 8. Mr. Vorayos Thongtan |

Independent directors of 1 in 3 directors of 4 directors

- | | |
|-----------------------------|----------------------------------|
| 9. Mr. Chinapat Visuttipat | 10. Mr. Natapong Vanarat |
| 11. Mr. Chaisak Yongbanjerd | 12. Mr. Warawuth Chaipiriyapitak |

Name and number of Directors who authorized to sign on behalf of the Company:

"Mr. Thirasak Vikitset or Mr. Vichai Kulsomphob or Mr. Vorayos Thongtan Sign with Miss Choosri Kietkajornkul or Mr. Sakarin Tangkavachiranon or Mrs. Wadeerat Charoencoop or Mr. Udompong Chuntharumporn. There are two signatures in total with the Company seal."

Agenda 6: To determine the Directors' remuneration

Managing Director: According to the Clause 13 of the Company's Articles of Association stated that "the Directors have rights to receive remuneration from the Company in the forms of salary, reward, meeting allowance, pension, bonus, or other benefits according to the regulation or the shareholder meeting resolution..." In the year 2022, the Annual General Meeting of Shareholders approve the directors' remuneration in the amount of not exceeding THB 10 million and delegated the Nomination and Remuneration Committee to allocate. The Directors were in total actually paid THB 3.120 million by

allocated THB 0.960 million for the annual remuneration and THB 2.165 million for the meeting allowance. Such meeting allowance was given to the Board of Directors totaling THB 1.150 million, the Audit Committee totaling THB 0.180 million, the Nomination and Remuneration Committee totaling THB 0.060 million, the Executive Committee totaling THB 0.540 million, the Corporate Governance and Risk Management Committee totaling THB 0.120 million, the Sustainability Committee totaling THB 0.090 million, and Non-Executive Directors THB 0.020 million. The details of the remunerations paid to each director were summarized and disclosed in the Annual Report (Form 56-1 One Report) topic "Remuneration details for the Company Directors".

For the year 2023, the Board of Directors agreed to the nomination and remuneration committee's proposal which considered from the evaluation result of the Board of Directors, performance, remuneration limit approved by the AGM, the amount of annual compensation and meeting allowances paid in the past year (compared to the performed levels in the same business group), power, duties, and responsibilities. The Company proposed at the Meeting to approve the remuneration of directors in amount of not exceeding THB 10 million as previous year. Moreover, it does not include the compensation or benefits that Directors receive as Executives or employees of the Company as follow.

- **Annual Remuneration:** Annual Remuneration will be paid to all Directors. The Nomination and Remuneration Committee will allocate the remuneration based on remuneration policy and principle, operational results and propose to the Board of Directors.
- **Meeting Allowance:** Meeting Allowance will only be paid to the Directors attending the meeting as follows.

		Position	2022 Baht/time	2023 Baht/time
1	The Board of Directors	Chairman	20,000	20,000
		Director	10,000	10,000
2	The Audit Committees	Chairman/Director	10,000	10,000
3	The Executive Directors	Chairman/Director	10,000	10,000
4	The Nomination and Remuneration Committees	Chairman/Director	5,000	5,000
5	The Corporate Governance and Risk Management Committees	Chairman/Director	5,000	5,000
6	The Sustainability Committees	Chairman/Director	5,000	5,000

In the event of several meetings of each committee held in a month, it is agreed that each committee shall be paid only once a month.

Remuneration of other sub-committees (if any) will be in the consideration of the Nomination and Remuneration Committee, based on appropriateness and suitability with duties and responsibilities, then to be proposed to the Board of Directors.

- Other Benefits: -None-

These remunerations, once approved by the Annual General Meeting of Shareholders, are valid until any changes and must not exceed the maximum amount approved at the shareholders' meeting.

Managing Director: Provided shareholders with opportunities to ask questions. It was apparent that there was no shareholder asking any question and other suggestions.

Therefore, the meeting was proposed to vote for approval.

Voting: Not less than two-thirds (2/3) of the total votes of the Shareholders present at the Meeting and casting their votes according to Section 90 of the Public Companies Act B.E. 2535.

Company Secretary: In Agenda 6, there was no additional shareholders attended the meeting. There were 42 shareholders attending in person and by proxies, representing a total of 1,117,343,944 shares of the total issued and paid-up shares of 1,163,695,652 shares.

Resolutions: Unanimously approved the remuneration of directors as proposed by the following votes:

Votes	Number of votes (1 share = 1 vote)	% of total number of votes of shareholders attending the meeting and having rights to vote
Approval	1,117,343,944	100
Disapproval	-	-
Abstention	-	-
Void Ballot	-	-
Total	1,117,343,944	100

Agenda 7: To approve the appointment of the auditors and determination of the auditor's fee

Managing Director: Under Section 120 of the Public Company Act B.E. 2535 (1992), the Annual General Meeting of shareholders shall appoint an auditor and determine the audit fees of the Company every year. In 2022, the Audit Committee's meeting considered and selected auditors as the auditor proposed the services and audit fees based on qualifications in accordance with the Company's regulations and the Securities and, Exchange Commission, independence, working standards, and compared the audit rates of other listed companies at the same level and deemed appropriate for the Board of Directors to present at the shareholders' meeting to approve the appointment of auditors from KPMG Phoomchai Audit Ltd., one of you audits and comments on the Company's financial statements. As listed below:

1. Mr. Natthaphong Tantichattanon Certified Public Accountant No. 8829 and/or
2. Ms. Dussanee Yimsuwan Certified Public Accountant No. 10235 and/or
3. Ms. Sophit Prompol Certified Public Accountant No. 10042

Mr. Natthaphong Tantichattanon had previously audited the Company's financial statements in the year 2022, while the other two have never audited the Company's financial statements nor offered audit compensation for the fiscal year 2023 as follows:

Description	(Unit: Baht)	
	2022	2023
1. Review of the financial statements for quarter 1,2,3	600,000.-	630,000.-
2. Audit fee for the year ended December 31	800,000.-	840,000.-
Total	1,400,000.-	1,470,000.-

In case the auditor listed above is unable to perform the duties, KPMG Phoomchai Auditor Co., Ltd. will be authorized to appoint other certified auditors of KPMG Phoomchai Audit Ltd. Moreover, if there is any additional work from the usual annual audit, the Board of Directors would be authorized to consider the determination of special expenses on a case-by-case basis. In addition, The Board of Directors found it appropriate to report to the Annual General Meeting of Shareholders the audit fee of the Company's subsidiaries which have the same auditor of the audit office. The audit fee of the Company and subsidiaries totals THB 2,866,500 which increasing from the previous year.

Other Service Fee: The fee for verifying the compliance with conditions applied to the investment promotion certificate (BOI) is THB 70,000 per each certificate (if any). The audit fees for subsidiaries in 2023 might be varied based on the numbers of subsidiaries and actual working hours.

The nominated auditors do not have any relationship and/or conflict of interest with the Company, its subsidiaries, managements, major shareholders, or related persons.

Managing Director: Provided shareholders with opportunities to ask questions. It was apparent that there was no shareholder asking any question and other suggestions.

Therefore, the meeting was proposed to vote for approval.

Voting: Majority votes of the Shareholders attending the Meeting and casting their votes.

Company Secretary: In Agenda 7, there was no additional shareholders attended the meeting. There were 42 shareholders attending in person and by proxies, representing a total of 1,117,343,944 shares of the total issued and paid-up shares of 1,163,695,652 shares.

Resolutions: Unanimously approved the appointment of the auditor and determined the number of audit fees as proposed by the following votes.

Votes	Number of votes (1 share = 1 vote)	% of total number of votes of shareholders attending the meeting and having rights to vote
Approval	1,117,343,944	100
Disapproval	-	-
Abstention	-	-
Void Ballot	-	-
Total	1,117,343,944	100

Agenda 8: To consider other business (if any)

Managing Director: Allow shareholders to propose other considerations. Furthermore, it appears that none of the shareholders have inquired or suggested it.

Chairman of the Meeting said thank you to the shareholders and closed the meeting.

The meeting closes at 15:13 p.m .

Signature *Apipong Vischuveskamin*

(Mr. Apipong Vischuveskamin)

The Company Secretary / The Meeting Minute Recorder

Attention:

Mr. Sujarit Patchimnan Chairman of the Meeting

Please consider and approve further distribution.

Signature: *Udompong Chuntharumporn*

(Mr. Udompong Chuntharumporn)

Managing Director

- Certified true and correct
- Approve to further distribution

Signature: *Sujarit Patchimnan*

(Mr. Sujarit Patchimnan)

Chairman of the Meeting

Profile of the nominated candidates to be directors in replacement of the retiring directors by rotation

Name : Miss Choosri Kietkajornkul

Age : 60 years old

National : Thai

Educations : Master of Accountancy (General Accounting),
The Faculty of Accountancy, Chulalongkorn University
Bachelor of Accountancy (General Accounting),
The Faculty of Accountancy, Chulalongkorn University

Director's Certificates : Director Certification Program (DCP) 308/2021
Director Leadership Certification Program (DLCP) 4/2022
Thai Institute of Directors Association



Position in Director of the Company Board : Vice Chairman, Nomination and Remuneration Committee

Date of Appointment : December 14, 2021

Total years of directorship with the Company : 2 year 4 Months

Experiences/ Expertise : Accounting

Total Number	Other Listed Companies			Other Organizations (non-listed companies)	Position in other organization that compete with / related to the Company
	Position				
2	1. Director / Chief Executive Office	RATCH Group PCL.	2021-Present	7	6
	2. Director	Bangkok Aviation Fuel Services PCL.	2021-Present		

Performance in 2023 :

- Supervised and followed the company's operation in line with the company's objective.
- Considering business transactions submitted to the Board of Directors' Meetings.
- Providing useful advice and suggestions which enhance the company's management efficiency.

Possession of the Company's shares (by person/spouse/minor child) : -None-

Meeting attendance in 2023

Annual Shareholder Meeting	1/1
Board of Directors Meeting	9/9
Nomination and Remuneration Director Meeting	2/2

Proposed Position : Director

Criteria / Nomination Procedure : passed the consideration according to the company's nomination process, possessed the qualifications in accordance with the relevant rules, and be appropriated for the company's business operation.

Record of illegal offense : No record of law breaking about wealth which is dishonest.
No record of being in conflict provided an interest of the company in the previous year.

Profile of the nominated candidates to be directors in replacement of the retiring directors by rotation

Name : Mr. Vichai Kulsomphob

Age : 46 years old

National : Thai

Educations : Master of Marketing (English Program) Thammasat University
 Master of International Business (Exchange Program)
 Master of Advanced Business Practice University of South Australia
 Bachelor's Degree of business Administration Chulalongkorn University
 Norwegian School of Economics and Business Administration, Norway

Director's Certificates : Director Certification Program (DCP) 61/2005
 Company Secretary Program (CSP) 18/2006
 Thai Institute of Directors Association



Position in Director of the Company Board : Director, Nomination and Remuneration Committee

Date of Appointment : April 23, 2018

Total years of directorship with the Company : 5 years

Experiences/ Expertise : Finance and Business administration

Other Listed Companies				Other Organizations (non-listed companies)	Position in other organization that compete with / related to the Company
Total Number	Position				
2	1. Chief Executive Officer	Saha Pathana Inter-Holding PLC.	2024 - Present	67	-None -
	Chairman of the Executive Board / Nomination and Remuneration Committee	Saha Pathana Inter-Holding PLC.	2018 - Present		
	2. Director		2018 - Present		

Performance in 2023 :

- Supervised and followed the company's operation in line with the company's objective.
- Considering business transactions submitted to the Board of Directors' Meetings.
- Providing useful advice and suggestions which enhance the company's management efficiency.

Possession of the Company's shares (by person/spouse/minor child) : 167,500 shares (or 0.01%)

Meeting attendance in 2023 :

Annual Shareholder Meeting	1/1
Board of Directors Meeting	8/9
Nomination and Remuneration Director Meeting	2/2

Proposed Position : Director

Criteria / Nomination Procedure : passed the consideration according to the company's nomination process, possessed the qualifications in accordance with the relevant rules, and be appropriated for the company's business operation.

Record of illegal offense : No record of law breaking about wealth which is dishonest.
 No record of being in conflict provided an interest of the company in the previous year.

Profile of the nominated candidates to be directors in replacement of the retiring directors by rotation

Name : Ms. Suvimol Pratakukul

Age : 42 years old

National : Thai

Educations : Master of Management (Business Management),
College of Management, Mahidol University
Bachelor of Engineering (Industrial Engineering),
Chulalongkorn University

Director's Certificates : Director Accreditation Program (DAP) 162/2019
Financial Statements for Directors (FSD) 42/2020
Director Certification Program (DCP) 356/2024
Thai Institute of Directors Association



Position in Director of the Company Board : Director, Managing Director, Chairman of Sustainability Committee,
Executive Committee and Corporate Governance and Risk
Management Committee

Date of Appointment : January 1, 2024

Total years of directorship with the Company : 4 Months

Experiences/ Expertise : Engineering and Business administration

Other Listed Companies		Other Organizations (non-listed companies)	Position in other organization that compete with / related to the Company
Total Number	Position		
-None -		2	-None -

Performance in 2023 : -None- (Appoint the new director in replacement of the resigning director)

Possession of the Company's shares (by person/spouse/minor child) : -None-

Meeting attendance in 2023 : -None- (Appoint the new director in replacement of the resigning director)

Proposed Position : Director

Criteria / Nomination Procedure : passed the consideration according to the company's nomination
process, possessed the qualifications in accordance with the relevant
rules, and be appropriated for the company's business operation.

Record of illegal offense : No record of law breaking about wealth which is dishonest.
No record of being in conflict provided an interest of the company in the
previous year.

Profile of the nominated candidates to be directors in replacement of the retiring directors by rotation

Name : Mr. Chaisak Yongbanjerd

Age : 65 years old

National : Thai

Educations : Master of Economics, National Institute of Development Administration
Bachelor Degree in Electrical Engineer, Prince of Songkla University

Director's Certificates : Director Certification Program (DCP) 321/2022
Institute of Directors Association



Position in Director of the Company Board : Director, Independent Director and
Corporate Governance and Risk Management Committee

Date of Appointment : January 5, 2022

Total years of directorship with the Company : 2 years 3 Months

Experiences/ Expertise : Engineering and Business economics

Other Listed Companies		Other Organizations (non-listed companies)	Position in other organization that compete with / related to the Company
Total Number	Position		
-None-		-None-	-None-

Performance in 2023 :

- Supervised and followed the company's operation in line with the company's objective.
- Considering business transactions submitted to the Board of Directors' Meetings.
- Providing useful advice and suggestions which enhance the company's management efficiency.

Possession of the Company's shares (by person/spouse/minor child) : -None-

Meeting attendance in 2023

Annual Shareholder Meeting	1/1
Board of Directors Meeting	9/9
Corporate Governance and Risk Management Meeting	4/4

Proposed Position : Director and Independent Director

Criteria / Nomination Procedure : passed the consideration according to the company's nomination process, possessed the qualifications in accordance with the relevant rules, and be appropriated for the company's business operation.

Record of illegal offense : No record of law breaking about wealth which is dishonest.
No record of being in conflict provided an interest of the company in the previous year.

Being/not being vested interests with any following items with company/parent company/affiliated/associated company/major shareholders or control person of the company at present or during the past two years	
- Being/not being a director who take part in the management, an officer, employees or advisor who receives regular salary	None
- Being/not being professional service providers (e.g., auditor, legal advisors)	None
- Having/not having material business relationships with Company that may affect their independence (e.g., buying/selling of raw materials/goods/services/lending and borrowing)	None
- Being/not being a person who is closed relationship to executive or major shareholders of Company/Subsidiary	None
- Being/not being a director who was appointed for the representative of Company's Director, major shareholders or shareholders who's connected person of major shareholders	None

Definition of Independent Director

Independent Director means a person possessing full qualification and being independent according to the Notification of Capital Market Supervisory Board as follows:

1. Holding shares not more than one (1) per cent of the total voting share of the Company, its affiliates, associated companies, any juristic person, or related companies that might be in conflict with the Company. Moreover, it shall be inclusive of the shares held by the related persons.
2. Not being or having been a director participating in management and not being an employee, a staff member, other type of advisor receiving a regular salary, or controller of the company and its subsidiaries or affiliates, unless having ended such position for at least two years prior to the date of appointment as independent director. This excludes the case that the person was a government officer or a consultant to the government agency which is the majority or controlling shareholder.
3. Not being a natural relative or having a legal relationship such as parents, spouse, relatives, or child, including spouse of a minor child of managers, majority or controlling shareholders, or nominated candidates to the board that might distort independent judgment with management of the company or its affiliates.
4. Not being or having business relation with the company, its subsidiaries or affiliates and its majority or controlling shareholders who might distort his/her independent judgment, including not being or having been a majority shareholder of the person who has business relation with the company, its subsidiaries or affiliates, and its majority or controlling shareholders, unless having ended such relation for at least two years prior to the date of appointment as independent director.

The business relation stated in paragraph 1 includes normal business transaction for business operation, properties leasing, list of properties or service, or financial assistance with receiving or giving loan, securities, or similar matters, which result on the company or contract partner having the obligation to pay the other party more than 3 percents of the tangible fixed assets or more than Bath 20 Million, whichever less. Such debt obligation calculation refers to the Capital Market Advisory Board Notification on related transaction. Such debt obligation includes the debt that incurred during 1 year prior to the business relation to such person.

5. Not being or having been an auditor for the company, its subsidiaries or affiliates and its majority or controlling shareholders or partners of the accounting firm that the company, its subsidiaries or affiliates and its majority or controlling shareholders' auditor work for, unless having ended such position for at least two years prior to the date of appointment as independent director.
6. Not being or having been a professional service provider, including legal or financial consultant, who receive more than Baht 2 million per year from the company, its subsidiaries or affiliates and its majority or controlling shareholders, and not being a majority or controlling shareholder or partner of such service provider, unless having ended such position for at least two years prior to the date of appointment as independent director.

7. Not being a director appointed to be a representative of the Company's director, majority shareholder, or shareholders who have relation with the majority shareholders.
8. Not operating similar business or being a business competitor of the company, its subsidiaries or affiliates and its majority or controlling shareholders or being a director participating in management or an employee, a staff member, other type of advisor receiving a regular salary, or holding shares over 1 % of the total shares of such company that operates similar business or being a business competitor of the company, its subsidiaries or affiliates.
9. Not having any other conditions that might distort independent judgment with the management or giving pinions.

The Company shall appoint and select an independent director in compliance with the qualifications notified by the Capital Market Supervisory Board or any changes amended by Capital Market Supervisory Board in the future.

Independent Directors, who are qualified as the mentioned criteria item 1 - 9 and appointed by shareholders, shall be authorized and assigned by the Board to collectively monitor and manage the Company's business, its affiliates, associated companies, or any juristic person that might be in conflict in the manner of a collective decision.

Information of the Independent Directors whom the shareholders can give authorization as their proxy



Name : Mr. Chinapat Visuttiapat
Type of Director : Independent Director / Chairman of the Audit Committee /
 Chairman of the Corporate Governance and Risk Management Committee
Age : 56 years old **Nationality** : Thai
Address : 23 Moo 6 Soi Krungtepon 6 Tambon bang Khen, mueang Nonthaburi,
 Nonthaburi 11000
Special interest that is different : -None-
 from other directors in any
 agenda proposed in this AGM.



Name : Mr. Natapong Vanarat
Type of Director : Independent Director / Member of the Audit Committee
Age : 41 years old **Nationality** : Thai
Address : 3/151 South Sathorn Road, tungmahamek, Sathorn, Bangkok 10120
Special interest that is different : -None-
 from other directors in any
 agenda proposed in this AGM.



Name : Mr. Chaisak Yongbanjerd
Type of Director : Independent Director /
 Member of the Corporate Governance and Risk Management Committee
Age : 65 years old **Nationality** : Thai
Address : 1188/165 Phaholyothin Road, Jomthong, Jatuchak, Bangkok 10220
Special interest that is different : The Conflict of interest in agenda 5 Appointment of directors to succeed
 from other directors in any those retiring upon term completion due to the directors are retired on
 agenda proposed in this AGM. rotation and the retiring directors may be re-elected.

Articles of Association on chapters as relevant to the Annual General Meeting of Shareholders

Chapter 3: Board of Directors

10. The Company shall have the Board of Directors at least five directors, and not less than one half of the total number of directors must have a residence in the Kingdom of Thailand. Their qualifications must be in accordance with the law.

Every director is prohibited from engaging in any business, in any juristic person in similar business nature and in competition with the Company's business, except for informing to the shareholders' meeting before the appointment resolution.

To operate the business of the Company, directors must perform in compliance with the law, the objectives and the articles of association as well as the resolution of the shareholders' meeting with honesty and carefulness to retain the benefit of the Company.

The directors must notify the Company forthwith when the directors have stake either directly or indirectly in any contract made by the Company during the fiscal year or hold shares or debentures in the Company and its affiliates by specifying the total of number of shares increasing or decreasing during fiscal year.

11. The directors shall be appointed by the shareholders' meeting in accordance with the following regulations;
- (1) Each shareholder shall have one vote per share.
 - (2) Each shareholder may exercise his whole votes according to (1) to elect one or several candidates as directors, but could not distribute the votes to any person at any number.
 - (3) The candidates receiving the highest number of votes in the respective order of the votes shall be elected as directors at such time. In case that the next elected candidates receive equal votes and their number exceeds the number of directors, which should be elected at such time, the Chairman of the meeting shall have a casting vote.

12. At every annual general meeting, one-third of the directors shall retire from office. If the number of directors is not a multiple of three then the number of directors nearest to one-third must retire from the office.

The directors must retire from office in the first and second years after the registration of the Company, which shall be determined by drawing lots. In every subsequent year, the directors who have been longest in office shall retire. The retired shall be eligible for re-election.

13. The directors have the right to receive remuneration from the Company such as salary, rewards, meeting allowances, gratuity, bonus or other fringe benefit under the Articles of Association or considered by the shareholders' meeting, which remuneration may be fixed at an exact amount or dependent on the rules

and may be determined periodically or may set the permanent effect until a change becomes effective. Moreover, there shall be allowances and other welfares according to the Company's regulations.

The provision in the foregoing paragraph does not affect the right of the Company's officers or employees who has been elected as directors to receive remuneration and benefits as the position of officers or employees of the Company.

Chapter 4: Shareholders' Meeting

23. The Board of Directors must hold an annual general meeting of shareholders within four (4) months after the end of the accounting year of the Company.

Other shareholders' meetings, apart from the meeting mentioned above, are called extraordinary general meetings. The Board of Directors may summon an extraordinary general meeting whenever they deem appropriate.

One or more shareholders holding shares amounting to not less than ten (10) percent of the total number of shares sold may submit a written request to the Board of Directors for calling an extraordinary general meeting at any time, but the subjects and reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call a meeting of shareholders to be held within forty-five (45) days as from the date of receipt of such request from the shareholders.

In case the Board of Directors does not hold the meeting within the period as prescribed under paragraph three, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call such meeting within forty-five (45) days from the completion of such period.

In the case where, are the meeting called by the shareholders' meeting under paragraph four, the number of the shareholders presented does not constituted quorum as prescribed by no.26 the shareholders under paragraph four shall jointly compensate the company for the expenses incurred in arrangements for holding that meeting.

24. In calling a shareholder meeting, the Board of Directors shall prepare a written notice of meeting. The said notice shall be delivered to the shareholders at least 7 days prior to the date of the meeting. The notice shall state the place, date, time, agenda of the meeting, and the matter to be proposed to the meeting with appropriate details by clearly indicating that such matter proposed for acknowledgement, for approval, or for consideration, as the case may be, including the related opinions of the Board of Directors. The notice of the meeting shall also be published in a newspaper consecutively for 3 days at least 3 days prior to the meeting date.

A shareholders' meeting may be held at the locality where the Company's headquarter is located or other localities as deemed appropriate.

25. A shareholder may appoint a person to be a proxy to attend the meeting and vote in lieu at a shareholders' meeting. A proxy form shall be in accordance with the form determined by the Registrar and a shareholder must sign and specify the signature date in the proxy form.

The proxy shall submit such proxy form to the Board of Directors prior to attending the meeting.

26. In the shareholders' meeting, a quorum shall be constituted by at least twenty-five (25) shareholders present in person and by proxy (if any) or half (1/2) of all shareholders representing up to, one-third (1/3) of all issued shares.

If within one (1) hour from the time fixed for the shareholders' meeting the required quorum is not constituted, the meeting called by the request of the shareholders shall be dissolved. If such meeting is not called by the shareholders, another meeting shall be convened and a notice of the meeting shall be sent to the shareholders not later than seven (7) days prior to the meeting date. At such meeting, no quorum shall be required.

The Chairman of the Board of Directors shall preside over the shareholders' meeting. In the event that the Chairman is unavailable or unable to perform his/her duty, the Vice Chairman shall take the chair. If the Vice Chairman is unavailable or unable to perform his/her duties, the shareholders present at the meeting shall elect one of their members to be the Chairman for that meeting.

27. At each time of voting, one share shall be entitled to one vote and the resolution of a shareholders' meeting is required to carry the following votes:

- (1) In general circumstances, resolutions shall require a majority of the total of votes cast by shareholders present and vote at the meeting. In the case the vote are tied, the Chairman shall be entitled to cast a decisive vote.
- (2) In the following circumstances, resolutions shall require at least three-quarter of the total of votes cast by shareholders present and vote at the meeting for the follow mattes:
 - (a) Sale or transfer of the material businesses of the Company, either in whole or in part, to a third party;
 - (b) Purchase or acceptance of the transfer of businesses of other public companies or private companies to the Company;
 - (c) Execution, amendment or termination of agreements in relation to the leasing of the material businesses of the Company, either in whole or in part;
 - (d) Amendment to the memorandums of association or articles of association;
 - (e) Increase or reduction in the capital of the Company or issuance of debentures;

- (f) Merger or dissolution of the Company;
- (g) Other matters in accordance with the law

28. The agendas which the annual general meeting of shareholders shall require are as follows:
- (1) To consider the report of the Board of Directors covering work done during the previous period;
 - (2) To consider and approve the Company's balance sheet, the profit and loss account;
 - (3) To consider the appropriation of the profit and reserved fund;
 - (4) To approve the appointment of a new director in replacement to a director who are due to retire by rotation and the compensation.
 - (5) To approve the appointment of the Company's auditor and the compensation.
 - (6) To consider other issues.

Chapter 5: Accounting, Finance and Audit

32. The Board of Directors shall send the following documents to the shareholders together with a notice of an annual shareholders' meeting:
- (1) the copy of audited balance sheets and the statement of earnings together with the report of the independent auditor;
 - (2) the annual report of the Board of Directors

33. The auditor is responsible to attend the shareholders' meeting whenever considering the balance sheet, profit and loss statement, and problems in terms of the Company's accounts in order to provide explanations on accounting audit to the shareholders. The Company shall deliver all related reports and documents necessary of the shareholders to the auditor. The auditor must not be director, officer, employee or any person possessing any occupation in the Company.

The Company shall have the auditor authorize to audit the books and account, and other documents concerned to the income, expenses, including the Company's assets and liabilities at the working hour of the Company. The auditor has his/her right to ask the Company's directors and employees to give further information and explanation. The auditor shall submit the report of balance sheets proposed to the annual shareholders' meeting and state in his/her report as well that the balance sheets and the resulted of operations are presented fairly and concisely or not.

34. Dividends cannot be distributed from other sources of funds except profits. In case of the Company has accumulated losses, on dividends shall be distributed.

Dividends shall be equally divided according to the number of shares. However, the preferred stock must be in accordance with other regulation.

Dividend distribution must be approved from the shareholders' meeting.

The Board of Directors may pay the interim dividends to the shareholders from time to time when there are reasonable profits to do such matter, and shall report to the shareholders at the next shareholders' meeting.


Dividend payments should be made within one month from the date of the shareholders' meeting or the resolution to be effective by the Board of Directors, as the case may be. The notice is supposed to be written to the shareholders and the declaration of the dividends payments is also published in a newspaper. It should not charge interest to the Company in case the dividend payments are made in compliance with the period specified by law.

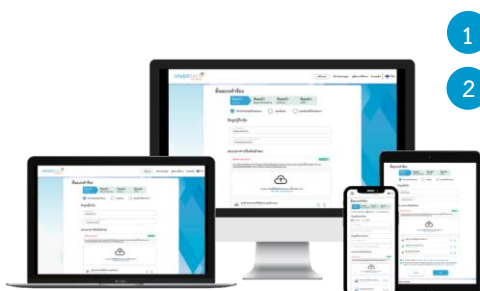
35. The Company must allocate not less than five per cent of the annual net profits as statutory reserves, deducting the accumulated losses (if any), until the value of statutory reserves is not less than ten per cent of the Company's registered capital.

Procedures for shareholders meeting via electronic meeting (E-AGM) and documents evidence for attending the meeting.

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

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

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://pro.inventech.co.th/SCG152982R/#/homepage> or scan QR Code  and follow the steps as shown in the picture



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

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


2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from 9 April 2024 at 8:30 a.m. and shall be closed on 18 April 2024 Until the end of the meeting.
3. The electronic conference system will be available on 18 April 2024 at 12:00 p.m. (2 hours before the opening of the meeting). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.

Appointment of Proxy to the Company's Directors


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

Mr. Apipong Vischuveskamin (Company Secretary)
Sahacogen (Chonburi) Public Company Limited
636 Moo 11, Sukhaphiban 8 Road, Nongkharm, Sriracha, Chonburi 20230

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

 02-931-9138

 @inventechconnect

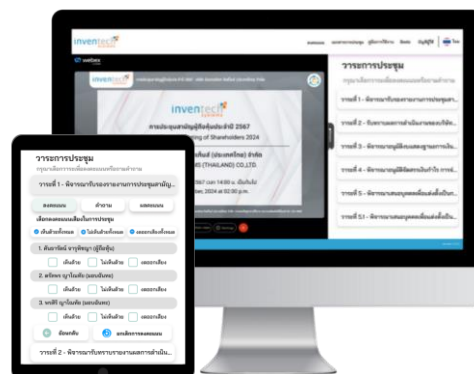
 The system available during 9 - 18 April 2024 at 08.30 a.m. – 05.30 p.m.
(Specifically excludes holidays and public holidays)



Report a problem
@inventechconnect

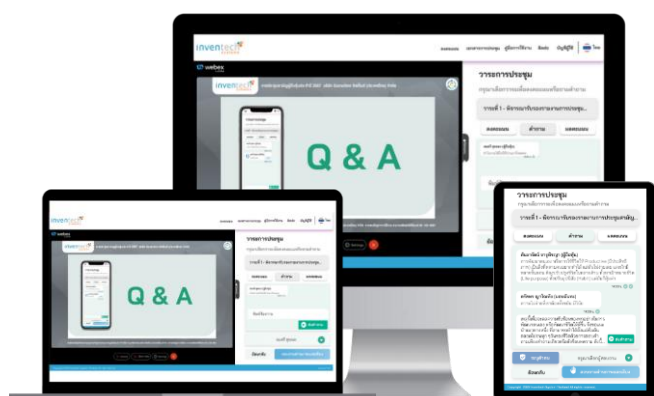
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

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



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

Step to ask questions via InvenTech Connect



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

How to use InvenTech Connect



User Manual e-Request



User Manual e-Voting



Video of using InvenTech Connect

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

1. Internet speed requirements
 - High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
 - High Quality Video: Must be have internet speed at 1.0 Mbps.
 - Standard Quality Video: Must be have internet speed at 0.5 Mbps.
2. Equipment requirements.
 - Smartphone/Tablet that use IOS or android OS.
 - PC/Laptop that use Windows or Mac OS.

Procedures to submit questions in advance for the Annual General Meeting of Shareholders

In accordance with the policy of the Board of Directors allowing shareholders to participate in corporate governance by providing comments and suggestions, the Company therefore give shareholders the opportunity to submit questions in advance regarding the meeting agenda to the Board of Directors prior to the date of the 22nd Annual General Meeting of Shareholders as following procedures:

1. Identifying yourself with relevant information, and then submitting questions or suggestions

- By providing name, address, telephone number and e-mail address (if any), which can be contacted by the Company.
- Submitting questions/comments for the particular meeting agenda, together with and supporting information or documents (if any).

2. Contact channels provided by the company

- By e-mail address: csecretary@sahacogen.com
- By registered mail to:

Mr.Apipong Vischuveskamin (The Company Secretary)
Sahacogen (Chonburi) Public Company Limited
636 Moo 11, Sukhaphiban 8 Road, Nongkharm, Sriracha, Chonburi 20230

3. Question submitting period

The shareholders shall submit their questions in advance regarding the meeting agenda to the Company within April 11, 2024.

4. The Company Secretary shall collect the questions and pass them all to the Managing Director for considerations.

5. The Company shall provide clarification in response to the questions submitted by the shareholders in the Meeting

Request Form for the printed Annual Report

To Shareholders

Sahacogen (Chonburi) Public Company Limited would like to inform that shareholders who intend to receive the printed Annual Report, please fill the details below and send back to the Company: Mr. Apipong Vischuveskamin (The Company Secretary), 636 Moo 11, Sukhaphiban 8 Road, Nongkham Sub-District, Sriracha District, Chonburi 20230. Tel.038-481555 Fax.038-481551 or Email: csecretary@sahacogen.com The Company will send such report to you soon.

I (elaborate handwriting)_____

Address_____

Name of Contact Person_____

Telephone No._____

Fax. No._____

Email address_____

หนังสือมอบฉันทะ (แบบ ข.)

Proxy (Form B.)

อากรแสตมป์

Duty Stamp

20 บาท

20 Baht

เขียนที่ _____

Written at

วันที่ _____ เดือน _____ พ.ศ. _____

Date

Month

Year

(1) ข้าพเจ้า _____ สัญชาติ _____

I/We

Nationality

อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____

with address at

Road

Sub-District

อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____

District

Province

Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท สหโคเจน (ชลบุรี) จำกัด (มหาชน)

being a shareholder of SAHACOGEN (CHONBURI) PUBLIC COMPANY LIMITED

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้

holding the total amount of

shares with the voting rights of

votes as follows;

หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

ordinary share

shares with the voting rights of

votes

หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

preferred share

shares with the voting rights of

votes

(3) ขอมอบฉันทะให้

Hereby appoint

 (1) _____ อายุ _____ ปี

Age

Years

อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____

with address at

Road

Sub-District

อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____ หรือ

District

Province

Postal Code

or

(2) นายชินภัทร วิสุทธิแพทย์ / Mr. Chinapat Visuttipat อายุ 56 ปี
Age Years
อยู่บ้านเลขที่ 23 หมู่ที่ 6 ซอยกรุงเทพมหานคร 6 ถนน - ตำบล/แขวง บางเขน
with address at Road Sub-District
อำเภอ/เขต เมืองนนทบุรี จังหวัด นนทบุรี รหัสไปรษณีย์ 11000 หรือ
District Province Postal Code or
 (3) นายณัฐพงศ์ วรรณรัตน์ / Mr. Natapong Vanarat อายุ 41 ปี
Age Years
อยู่บ้านเลขที่ 3/151 ถนน สาทรใต้ ตำบล/แขวง ทุ่งมหาเมฆ
with address at Road Sub-District
อำเภอ/เขต สาทร จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10120 หรือ
District Province Postal Code or
 (4) นายชัยศักดิ์ ยงบรรเจ็ด / Mr. Chaisak Yongbanjerd อายุ 65 ปี
Age Years
อยู่บ้านเลขที่ 1188/165 ถนน พหลโยธิน ตำบล/แขวง จอมพล
with address at Road Sub-District
อำเภอ/เขต จตุจักร จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10220
District Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมผู้ถือหุ้น / การประชุมผู้ถือหุ้นสามัญ / ธรรมดา ครั้งที่ 22 ในวันพฤหัสบดีที่ 18 เมษายน 2567 เวลา 14.00 น. โดยเป็นการจัดประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as only one of my / our proxy to attend and vote on my / our behalf at / the Annual General / the Extraordinary General Meeting of Shareholders No.22 to be held on Thursday, April 18, 2024 at 2.00 P.M., through electronic meeting (E-AGM) or at any adjournment thereof.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I / We authorize my / our Proxy to cast the votes according to my / our intentions as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ครั้งที่ 21

Agenda 1 To approve the Minutes of the 21st Annual General Meeting of Shareholders.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

- วาระที่ 2 รับทราบรายงานของคณะกรรมการบริษัทในรอบปีที่ผ่านมา
 Agenda 2 To acknowledge the Report of the Board of Directors for the year 2023.

- วาระที่ 3 พิจารณานุมัติงบการเงิน สิ้นสุด ณ วันที่ 31 ธันวาคม 2566
 Agenda 3 To approve the Financial Statements ended as of December 31, 2023.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
 (B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

- วาระที่ 4 พิจารณานุมัติการจัดสรรกำไรและการจ่ายเงินปันผล
 Agenda 4 To approve the Financial Statements ended as of December 31, 2023.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
 (B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

- วาระที่ 5 พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ต้องออกตามวาระ
 Agenda 5 To elect the Directors in replacements of the directors retiring by rotation.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
 (B) The Proxy must cast the votes in accordance with my / our following instruction:

การแต่งตั้งกรรมการทั้งชุด

To elect directors as a whole

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

การแต่งตั้งกรรมการเป็นรายบุคคล

To elect each director individually

ชื่อกรรมการ นางสาวชูศรี เกียรติขจรกุล

Name of Director Ms. Choosri Kietkajornkul

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

ชื่อกรรมการ นายวิชัย กุลสมภพ

Name of Director Mr. Vichai Kulsomphob

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

ชื่อกรรมการ นางสาวสุวิมล ประทักษ์นุกูล

Name of Director Ms. Suvimol Prataknukul

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

ชื่อกรรมการ นายชัยศักดิ์ ยงบรรเจ็ด

Name of Director Mr.Chaisak Yongbanjerd

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

วาระที่ 6 พิจารณากำหนดค่าตอบแทนกรรมการบริษัท

Agenda 6 To determine the Directors' remuneration.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

วาระที่ 7 พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดจำนวนเงินค่าสอบบัญชี

Agenda 7 To approve the appointment of the auditors and determination of the auditor's fee.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

- วาระที่ 8 พิจารณานุมัติการเปลี่ยนแปลงชื่อบริษัทและตราประทับ พร้อมทั้งแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิและข้อบังคับของบริษัท เพื่อให้สอดคล้องกับการเปลี่ยนแปลงชื่อบริษัทและตราประทับ

Agenda 8 To approve the change of the Company's name and the Company's seal, and the amendment to the Memorandum of Association and the Articles of Association of the Company to be in line with the change of the Company's name and the Company's seal.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
- (B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

- วาระที่ 9 พิจารณานุมัติการแก้ไขเพิ่มเติมข้อบังคับของบริษัท เพื่อให้สอดคล้องกับพระราชบัญญัติบริษัทมหาชนจำกัด (ฉบับที่ 4) พ.ศ. 2565

Agenda 9 To approve the amendment of the Articles of Association of the Company in accordance with the Public Limited Companies Act (No. 4) B.E. 2565.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
- (B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

- วาระที่ 10 เรื่องอื่น ๆ (ถ้ามี)

Agenda 10 To Consider other Business (if any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
- (B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช้เป็น การลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Vote of 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 the Shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I do not specify the authorization 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 the matter on my / our behalf as the Proxy deems appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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 except for vote of the Proxy which is not in accordance with this Proxy Form.

ลงชื่อ/Signed _____ ผู้มอบฉันทะ/Shareholder
(_____)

ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)

ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)

ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)

หมายเหตุ / Remark

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

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.

ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ข.

REGULAR CONTINUED PROXY FORM B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ **บริษัท สหโคเจน (ชลบุรี) จำกัด (มหาชน)**

Authorization on behalf of the Shareholder of SAHACOGEN (CHONBURI) PUBLIC COMPANY LIMITED

ในการประชุมผู้ถือหุ้นสามัญ / วิสามัญ ครั้งที่ 22 ในวันพฤหัสบดีที่ 18 เมษายน 2567 เวลา 14.00 น. โดยเป็นการจัดประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

For the 22nd Annual General / the Extraordinary Meeting of Shareholders to be held on Thursday, April 18, 2024 at 2.00 P.M., through electronic meeting (E-AGM) or at any adjournment thereof.

วาระที่ _____ เรื่อง _____

Agenda No. Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามความเห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

วาระที่ _____ เรื่อง _____

Agenda No. Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามความเห็นสมควร

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(B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

วาระที่ _____ เรื่อง _____

Agenda No. Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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(B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

วาระที่ _____ เรื่องเลือกตั้งกรรมการ (ต่อ)

Agenda No. Election of Directors (continued)

ชื่อกรรมการ _____

Name of Director

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

วาระที่ _____ เรื่องเลือกตั้งกรรมการ (ต่อ)

Agenda No. Election of Directors (continued)

ชื่อกรรมการ _____

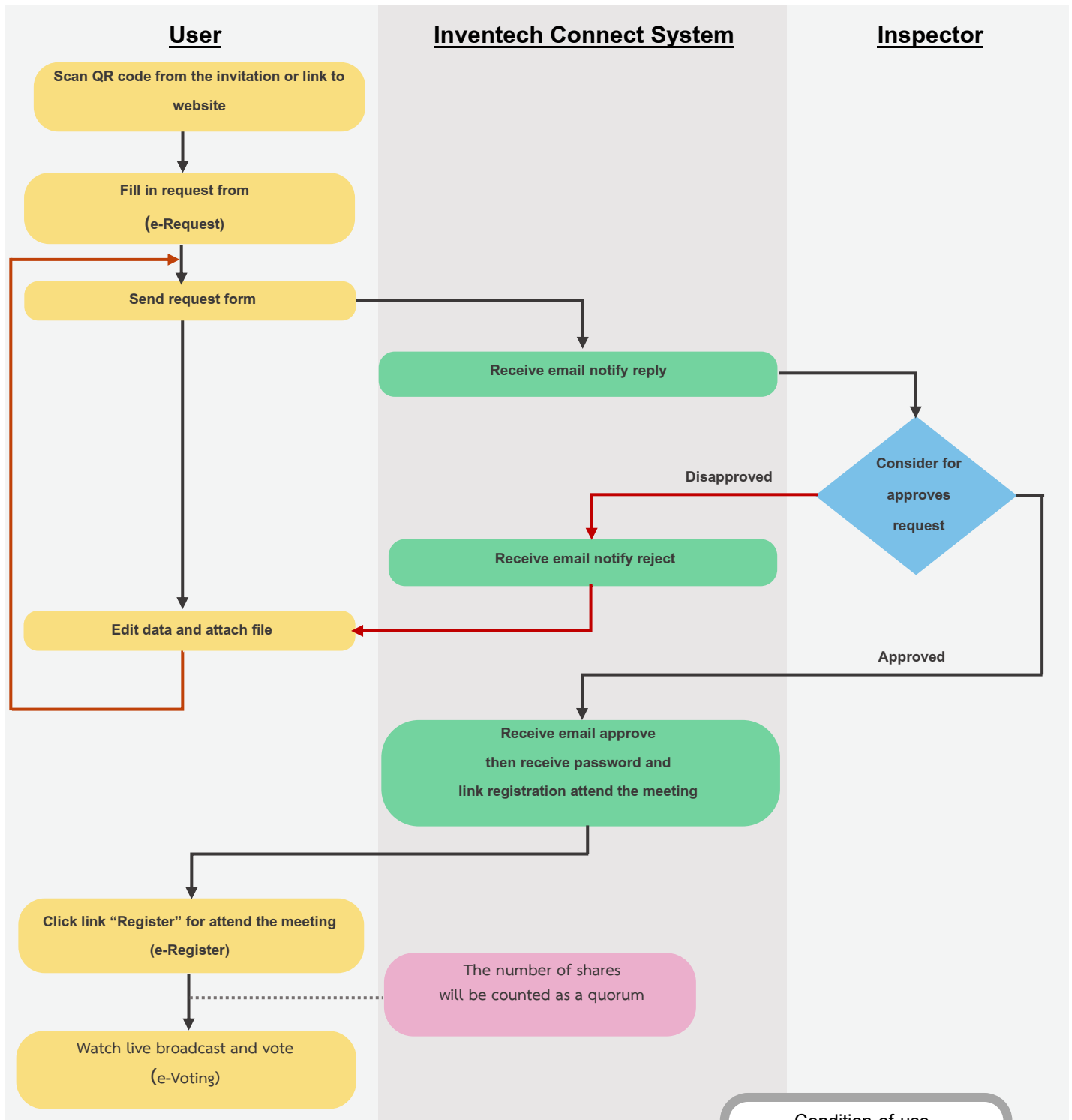
Name of Director

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

Guidelines for Attending the Annual General Meeting of Shareholders via Electronic Meeting (E-AGM)

Sahacogen (Chonburi) Public Company Limited.

April 18, 2024



Condition of use

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

In case Exit the meeting : Attendees can click on "Register for exit the quorum", the systems will be number of your shares out from the meeting base.