



Registration No. 0107557000110

March 25, 2024

Subject : Invitation letter for Annual General Meeting of Shareholders 2024

To : Shareholders of Takuni Group Public Company Limited

- Attachment :
1. Annual Report for year 2023
 2. Name list and details of Independent Director in case the shareholders grant proxy to Independent Director
 3. The Company's Articles of Association in relation to the Annual General Meeting of Shareholders
 4. Curriculum Vitae of the Nominated Persons to be directors in replacement of those who are retired by rotation
 5. Privacy Notice
 6. Procedures and method of Annual Shareholders Meeting 2024
 7. Documents and evidence for attending the shareholders' meeting
 8. Proxy Forms

Whereas, the Board of Directors of Takuni Group Public Company Limited ("Company") has resolved that the Annual General Meeting of Shareholders Year 2024 will be held on April 23, 2024 at 4.00 p.m. via electronic media (E-AGM) to consider matter in accordance with the following agendas:-

1. To acknowledge the Company's operating results for year 2023

Background Information : The Company's operating results for year 2023 was presented in the Annual Report 2023 attached herewith.

Board's opinion : The Board recommended that the Company's operating results year 2023, should be acknowledged by the Annual General Meeting of Shareholders Year 2023.

Resolution : This matter was an agenda for acknowledgement. Therefore, there was no resolution.

2. To approve the balance sheet (Statements of Financial Position) and statements of income Year 2023

Background Information : Section 112 of the Public Companies Act B.E. 2535 requires the board of directors to prepare the balance sheet and the statements of income which have been audited by the auditor, as of the last day of a company's accounting period and submit the same to the Annual General Meeting of Shareholders for consideration and approval. The balance sheet (Statements of Financial Position) and statements of income year 2023 was presented in the Annual Report attached herewith.

Board's opinion : The Board recommended that the Annual General Meeting should approve the balance sheet (Statements of Financial Position) and statements of income year 2023, which have been audited by the auditor.

Resolution : According to the Articles of Association of the Company, this matter requires affirmative resolution with a majority vote of the Shareholders who attend the meeting and cast their votes.

3. **To consider and approve the non-appropriation of net profits for the year 2023 as the legal reserve and the omission of the dividend payment from the operating result for the year 2023**

Background Information : According to the Articles of Association of the Company, the Company is required to appropriate at least 5% of its annual net profit less accumulated loss (if any) as reserve fund until the reserve fund reaches not less than 10% of the registered capital.

The Company has a policy to pay dividends of not less than 40% of net profits after deducting corporate income tax and Allocation of legal reserves by considering the Company's financial statements. Provided that the Company may specify that the dividend payment be at a rate less than the rate specified above, if the Company has a need to use the said amount of net profits to further expand the Company's operations. The resolution of the Board of Directors approving the payment of dividends must be presented for approval at the shareholder meeting. Except for the payment of interim dividends which the Board of Directors has the authority to approve the payment of interim dividends and will report to the shareholder meeting for acknowledgment in the next meeting.

Proposed dividend payment comparing with dividend payment of last year:

Details of Dividend Payment	2023 (Proposed)	2022 (Past Year)
1. Retained Profit (Loss) from separate financial statements	(14,935,081) Baht	67,425,824 Baht
2. Number of shares		
2.1 For Interim Dividend	0 Share	0 Share
2.2 For Final Dividend	0 Share	800,000,236 Share
3. Total Dividend Per Share	0.00 Baht/Share	0.03 Baht/Share
3.1 Interim Dividend	0.00 Baht/Share	0.00 Baht/Share
3.2 Final Dividend	0.00 Baht/Share	0.03 Baht/Share
4. Total Dividend Paid	0.00 Baht	24,000,007 Baht
5. Dividend Payout Ratio	0 %	35.59 %

The aforementioned dividend payment is in line with the Company's dividend policy.

Board's opinion : The Board considered that as in 2023, the Company has loss, therefore, the Annual General Meeting of Shareholders should consider and approve not allocating of the net profits as the legal reserve and the omission of the dividend payment from the operating result for the year 2023.

Resolution : According to the Articles of Association of the Company, this matter requires affirmative resolution with a majority vote of the Shareholders who attend the meeting and cast their votes.

4. **To appoint the Company's directors to replace those who retire by rotation**

Background Information : According to the Public Companies Act B.E. 2535 and the Articles of Association of the Company, at every Annual General Meeting of Shareholders, one-thirds of the directors shall be retired by rotation. In this year, there are 3 directors who retire by rotation, namely Miss Araya Putthipongthorn, Dr. Chatchai Payuhanaveechai and Dr. Krittapong Orachaiunlap. The Board considered to propose to the Annual General Meeting to appoint such retired directors as the Company's directors for another term. The information concerning the directors proposed to be re-appointed are as attached herewith (Attachment 4).

The appointment procedure : Consider and proceed through the Nomination and Remuneration Committee and Board of Director. In addition, the Company had given opportunity to our shareholders to propose Shareholders Meeting Agenda as well as to nominate persons to be elected as the directors in the Annual General Meeting of Shareholders Year 2024. Nevertheless, there is no proposal from shareholder to propose agenda or name of person to be appointed as director of the Company for the Annual General Meeting Year 2024.

Board’s opinion and Nomination and Remuneration Committee’s opinion : The Board and the Nomination and Remuneration Committee recommended that the Shareholders’ Meeting should appoint Miss Araya Putthipongthorn, Dr. Chatchai Payuhanaveechai and Dr. Krittapong Orachaipunlap.being as the directors of the Company for another term as they are highly knowledgeable and experienced with strong specialty which is beneficial and suitable to the Company’s operation. They also provide new point of view to the Board as well as dedicate their times and efforts to strengthen the Board. In addition, they are merit and moral persons having qualification which is not prohibited pursuant to laws and possess qualifications in accordance with the laws related to the requirements of the independent directors and also be able to express opinions independently and in accordance with relevant criteria.

Resolution : According to the Articles of Association of the Company, the persons who receive the highest number of votes in descending order shall be elected as directors, equal to the number of directors to be elected at this time. In the case of tie votes, the Chairman shall have a casting vote.

Remark :

In accordance with Article 16 of the Company’s Articles of Association, the Shareholders Meeting shall elect the directors in accordance with the following rules and procedures:

1. A shareholder has one vote for the number of shares he holds.
2. Each shareholder shall use the existing votes to elect one or several persons to be directors. In the case of the election of several persons, the number of votes for each director shall not be divided.
3. The persons who receive the highest number of votes in descending order shall be elected as directors, equal to the number of directors to be elected or to be elected at that time. In the case where the persons elected in descending order are equal, the number of directors shall be equal or will be elected at that time, the Chairman shall have a casting vote.

5. To consider and approve the directors’ remuneration for the year 2024

Background Information : According to the Articles of Association of the Company, the Directors’ remuneration must be approved by the Shareholders Meeting.

Policy, Criteria and procedure to propose the director’s remuneration : The Nomination and Remuneration Committee has considered the Directors’ remuneration bases on the average rate of the other companies in the same industry and the directors’ duties and responsibilities.

Board’s opinion and Nomination and Remuneration Committee’s opinion : The Board and the Nomination and Remuneration Committee recommend that the directors’ remuneration for the year 2024 which should be approved by the shareholder’s meeting as follows :-

(1) Meeting allowance and Monthly compensation

Committee	2023		2024 (Proposed)	
	Monthly compensation per person	Meeting allowance per time/person	Monthly compensation per person	Meeting allowance per time/person
Chairman of the Board	20,000 Baht	10,000 Baht	20,000 Baht	15,000 Baht
Chairman of the Audit Committee	20,000 Baht	10,000 Baht	20,000 Baht	15,000 Baht
Chairman of other Sub-Committee	None	10,000 Baht	None	15,000 Baht
Independent Director	20,000 Baht	5,000 Baht	20,000 Baht	10,000 Baht
Member of Sub-Committee	None	5,000 Baht	None	10,000 Baht
Non-Executive Director	20,000 Baht	5,000 Baht	20,000 Baht	10,000 Baht
Executive Director	None	None	None	5,000 Baht

- Adjusting the remuneration of directors for the year 2024 by increasing the meeting allowance of 5,000 Baht per position per meeting.
- Set meeting allowances and monthly compensation for the year 2024 at an amount not exceeding 2,000,000 Baht per year.

(2) Bonus fee for Director

Bonus fee will be paid at 1% of Net Profit.

(3) Other benefits : None

Note :

1. It is remuneration for Directors and Sub-committee members, including the Audit Committee, Nomination and Remuneration Committee, Risk Management Committee and Anti-Corruption Committee.
2. Effective from January - December 2024.

The Comparison of directors' and sub-committee's remuneration for the operation result Year 2023 : Adjusting the remuneration of directors for the year 2024 by increasing the meeting allowance of 5,000 Baht per position per meeting from the year 2023. As for other benefits, there are no changes from year 2023.

In addition, the remuneration received by the directors in the year 2023 has been presented in the Annual Report Year 2023 attached herewith.

Resolution : According to the Articles of Association of the Company, this matter requires affirmative resolution of not less than two-third of the Shareholders attending the meeting.

6. To appoint the Company's auditor for year 2024 and to determine the auditor's remuneration

Background Information : According to Section 120 of the Public Companies Act B.E. 2535 which requires that the Annual General Meeting of Shareholders must appoint the Company's auditor and determine the auditor's remuneration. The Board of Directors considered the appointment of the Company's auditor for year 2024 and the auditor's remuneration as follows:

The Audit Committee recommended that considering the reliability, achievement, adequate personnel, knowledge and capability, independence, as well as the appropriate proposed audit fee, the Audit Committee proposed to the Annual General Meeting of Shareholders to appoint Mr. Thanawut Piboonsawat Certified Public Accountant No. 6699 or Miss Potjanarat Siripipat, Certified Public Accountant No. 9012 or Miss Roongnapha Saengchan, Certified Public Accountant No. 10142 or Miss Techinee Pornpenpob, Certified Public Accountant No. 10769 of Dharmniti Auditing Co., Ltd., as the Company's auditors for year 2024, the audit fees are as follows: Takuni Group Public Company Limited at not exceeding 1,350,000 Baht and subsidiary (3 companies) at 800,000 Baht, totaling not exceeding 2,150,000 Baht excluding other services (Non-Audit Fee). In case that the aforesaid auditors cannot perform the audit, Dharmniti Auditing Co., Ltd., is authorized to appoint other auditors of Dharmniti Auditing Co., Ltd., to replace those auditors. In addition, if there are any tasks arising other than the audit tasks, the General Meeting of Shareholders authorizes the Board of Directors to determine the extraordinary expenses on case-by-case basis.

The Company's auditor for year 2023 : KPMG Phoomchai Audit Ltd.

Reason for change in the audit firm: For the year 2024, the Audit Committee Meeting No. 2/2024 on February 29, 2024 considered and reviewed the appointment of the Company's auditors by considering comparisons from many factors such as qualifications and professional standards, expertise in auditing work, including past reputation as well as the appropriate audit fee. After careful consideration, it appears that Dharmniti Auditing Co., Ltd., has offered the audit fees at an appropriate rate, decreased from last year. They also have professional standards the same as the former auditor. Therefore, in order to manage the Company's expenses efficiently and to be in line with the Company's business operations guidelines, the Audit Committee therefore, gave the opinion to the Board of Directors that it is deemed appropriate to change the auditor from KPMG Phoomchai Audit Ltd. by proposing the appointment of Dharmniti Auditing Co., Ltd., as the Company's auditor for the year 2024.

Certified period of Dharmniti Auditing Co., Ltd. in the Company's Financial Statements:

Auditor's Name	CPA License No.	Certified period in the Company's Financial Statements
Mr. Thanawut Piboonsawat	6699	Nil.
Miss Potjanarat Siripipat,	9012	Nil.
Miss Roongnapha Saengchan	10142	Nil.
Miss Techinee Pornpenpob	10769	Nil.

The auditor's remuneration compared to year 2023 :

Unit : Baht

The auditor's remuneration	Year 2024 (Proposed)	Year 2023 (Past Year)
Audit Services	Not exceeding 1,350,000 Baht	1,450,000 Baht
Non Audit Services	Pay per actual amount	694,219 Baht

Besides, Dharmniti Auditing Co., Ltd. does not have any relationship and conflict of interest with the Company/ Subsidiary/ Management/ Major Shareholder or concerned person of such person.

In addition, Dharmniti Auditing Co., Ltd. will be the auditor for the year 2024 of 3 subsidiaries i.e. Takuni (Thailand) Co., Ltd., G Gas Logistics Co., Ltd. and Ratchapruuek Engineering Co., Ltd. As for the subsidiaries that do not use the same audit firm as the Company. The Board of Directors will ensure that the financial statements can be prepared in time.

Board's opinion and Audit Committee's opinion : The Board and Audit Committee recommended the Shareholders' Meeting to appoint Mr. Thanawut Piboonsawat Certified Public Accountant No. 6699 or Miss Potjanarat Siripipat, Certified Public Accountant No. 9012 or Miss Roongnapha Saengchan, Certified Public Accountant No. 10142 or Miss Techinee Pornpenpob, Certified Public Accountant No. 10769 of Dharmniti Auditing Co., Ltd., as the Company's auditors for year 2024, the audit fees are as follows: Takuni Group Public Company Limited at not exceeding 1,350,000 Baht and subsidiary (3 companies) at 800,000 Baht, totaling not exceeding 2,150,000 Baht excluding other services (Non-Audit Fee). In case that the aforesaid auditors cannot perform the audit, Dharmniti Auditing Co., Ltd., is authorized to appoint other auditors of Dharmniti Auditing Co., Ltd., to replace those auditors. In addition, if there are any tasks arising other than the audit tasks, the General Meeting of Shareholders authorizes the Board of Directors to determine the extraordinary expenses on case-by-case basis.

Resolution : According to the Articles of Association of the Company, this matter requires affirmative resolution with a majority vote of the Shareholders who attend the meeting and cast their votes.

7. Other matters (if any)

The Company determined the Record Date for the right to attend the Annual General Meeting Year 2024 on March 18, 2024.

You are invited to attend the meeting at the time, date and place mentioned above via electronic media (E-AGM) only. For more convenient and faster registration process, the Company kindly ask the shareholders and /or the proxies to who wish to attend the meeting in person via electronic media Please register to attend the meeting via the link : <https://serv.inventech.co.th/TAKUNI145682R/#/homepage> or scan the QR code Details appear in Attachment No. 6.

In case any shareholders is unable to attend the meeting by yourself and would like to authorize other person or independent directors to attend the meeting and vote on your behalf at this meeting (the details of independent directors shall be as the Attachment 2), please submit the proxy form (Details appear in Attachment No. 8) to the Company via Investor Relation email address : secretary@takuni.com or by mail to the Company's address within 4.00 p.m. of April 18, 2024.

The Company reserves the right to reject the registration in case of incomplete or incorrect documents or incompliance with the conditions.

The Company is aware of the importance of the personal information of those who attend the meeting. In this meeting Personal data such as name-surname, images, sounds and movies are collected throughout the meeting. The organizing team request for permission to store and use data for study purposes and prepare the report including publishing public relations.

Any shareholder has limitation in opening Annual Report 2023 in QR Code format, please contact the following office to receive the Annual Report 2023 in hard-copy.

Investor Relation Department
Takuni Group Public Company Limited
140/1 Khanjanapisek Rd., Bangkae, Bangkae, Bangkok, Thailand 10160
Tel. (02) 02-455-2888
Email : secretary@takuni.com

Any shareholder has query on the above mentioned Meeting Agenda, please send the query to Investor Relation email address : secretary@takuni.com or send the letter to the Board of Directors at Takuni Group Public Company Limited address during March 27, 2024 to April 22, 2024.

Please be informed accordingly.

Yours Sincerely,



บริษัท ทากูนิ กรุ๊ป จำกัด (มหาชน)
Takuni Group Public Company Limited

(Dr. Somyos Tiranawatananun and Dr. Krittapong Orachaiapunlap)
Directors
On behalf of Takuni Group Public Company Limited

QR Code Downloading Procedures for the Annual Report 2023

The Annual Report 2023 could be downloaded from the QR Code by following the steps below.

For iOS System (iOS 11 and above)

1. Turn on the mobile camera.
2. Turn the mobile camera to the QR Code to scan it.
3. The notification will appear on top of the screen. Click on the notification to access documents regarding the meeting.

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

For Android System

1. Open applications such as QR CODE READER, Facebook or Line.

How to scan the QR Code with Line application

Open Line application and click on "Add friend" → Choose "QR Code" → Scan the QR Code

2. Scan the QR Code to access documents regarding the meeting.



<https://www.set.or.th/set/tsd/meetingdocument.do?symbol=TAKUNI&date=240423>

or download the Annual Report 2023 from the Company's website at www.takunigroup.com

Name List and Details of Independent Director
(in case the shareholder grant proxy to Independent Director)

1. Miss Araya Putthipongthorn

Title : Independent Director and Audit Committee Member

Age : 42 years

Address : 140/1 Khanjanapisek Rd., Bangkae, Bangkae, Bangkok, Thailand 10160

Interest in the Meeting Agenda :

Agenda 1 : Acknowledgment of the Company's operating results
for the year 2023 : No interest

Agenda 2 : To approve the balance sheet (Statements of Financial Position)
and statements of income Year 2023 : No interest

Agenda 3 : To consider and approve the non-appropriation of net profits for the year 2023 as the legal
reserve and the omission of the dividend payment from the operating result for the year 2023
: No interest

Agenda 4 : To appoint the Company's directors to replace those who retire by rotation : Has interest,
due to Miss Araya Putthipongthorn is a director who retire by rotation and has been proposed
to be reappointed as the Company's director.

Agenda 5 : To consider and approve the directors' remuneration for the year 2024 : No special interest
that are different from other directors.

Agenda 6 : To consider and appoint the Company's auditor and determine the auditor's remuneration for
the year 2024 : No interest

Agenda 7: Consideration of other matters (if any)

Name List and Details of Independent Director
(in case the shareholder grant proxy to Independent Director)

2. Assoc. Prof. Dr. Sarayut Rueangsuwan

Title : Independent Director and Audit Committee Member

Age : 40 years

Address : 140/1 Khanjanapisek Rd., Bangkæ, Bangkæ, Bangkok, Thailand 10160

Interest in the Meeting Agenda :

Agenda 1 : Acknowledgment of the Company's operating results
for the year 2023 : No interest

Agenda 2 : To approve the balance sheet (Statements of Financial Position)
and statements of income Year 2023 : No interest

Agenda 3 : To consider and approve the non-appropriation of net profits for the year 2023 as the legal
reserve and the omission of the dividend payment from the operating result for the year 2023
: No interest

Agenda 4 : To appoint the Company's directors to replace those who retire by rotation : No interest

Agenda 5 : To consider and approve the directors' remuneration for the year 2024 : No special interest
that are different from other directors.

Agenda 6 : To consider and appoint the Company's auditor and determine the auditor's remuneration for
the year 2024 : No interest

Agenda 7: Consideration of other matters (if any)

The Company's Articles of Association Relating to Shareholders' Meetings

Shareholders' meeting

16. The Company's Board of Directors shall be elected at a shareholders' meeting in accordance with the following rules and procedures:

- (1) A shareholder shall have one vote per share, one (1) share, one (1) vote.
- (2) Each shareholder shall cast all of their votes to elect one person or several persons as Directors. In case several persons are elected to be Directors, those votes shall be divisible to any person more or less.
- (3) Those who receive the highest and next highest number of votes shall be elected to be the Directors at the equal number of the Directors supposed to be or supposed to be elected at that time. In case those with the next highest number of votes obtain an equal number of votes exceeding the number of Directors supposed to be or supposed to be elected at that time, the Chairman of the meeting is required to exercise a casting vote.

17. At every annual general meeting of shareholders, one-third (1/3) of the Directors of the Company is required to resign. If their number is not multiple of three, the closet number of one-third (1/3) is required to resign from the office. Directors who vacate their office may be eligible for re-election. Directors who have to resign in the first year and second year after registration of the Company shall draw lots. In subsequent years, Directors who had held office the longest shall resign.

22. The Company's Directors shall have the right to receive remuneration from the Company in the form of reward, meeting allowance, gratuity, bonus or other benefits in accordance with the resolution of the general meeting of shareholders supported by a vote of not less than two-third (2/3) of the total number of votes of the shareholders present at the meeting. The Directors' remuneration shall be prescribed in fixed amount or a rule is established and prescribed for a particular circumstance (s) or perpetual rules until it will be changed by shareholder's meeting resolution. In addition, the Directors shall have the right to receive allowance and welfare according to the Company's rules.

31. The Board of Directors shall call for a shareholders' meeting within four (4) months from the last day of the fiscal year of the Company.

32. With reference to calling for a shareholders' meeting, the Board of Directors shall prepare a written notice specifying the place, date, time, agenda of the meeting, and the matters to be proposed to the meeting in appropriate detail by clearly indicating whether it is a matter proposed for acknowledgement or for consideration, as the case may be, including the opinion of the Board of Directors on the said matters, and the said notice shall be distributed to the shareholders and registrar not less than seven (7) days prior to the date of the meeting. The notice shall be published in a newspaper for not less than three (3) days and not less than three (3) consecutive days prior to the date of the meeting.

The place of the meeting shall be in the province in which the head office of the Company is located or at any other place or provinces where the Board of Directors prescribed.

33. At a shareholders' meeting there shall be not less than twenty-five (25) shareholders and proxies (if any) attending the meeting or not less than one-half (1/2) of the total number of shareholders and such shareholders shall hold shares amounting to not less than one-third (1/3) of registered paid-up shares of the Company, whereby a quorum would then be constituted.

At any shareholders' meeting when one (1) hour has passed from the time specified for the meeting and the number of shareholders attending the meeting is still inadequate for a quorum as prescribed in the first paragraph, and if such shareholders' meeting was called as a result of a request of the shareholders, such meeting shall be cancelled and a new meeting shall be called. In such case, the notice calling for such meeting shall be dispatched to shareholders not less than seven (7) days prior to the date of the meeting. In such subsequent meeting, it is not required to constitute a quorum.

34. The Chairman of the Board shall be the chairman of a shareholders' meeting. In the event the Chairman of the Board is not present at the meeting and unable to perform the duties, and if there is Vice-Chairman, he/she shall be the chairman of the meeting. If there is no Vice-Chairman or there is but is not present at the meeting or unable to perform the duties, the shareholders who present at the meeting shall elect one shareholder to be the chairman of the meeting.

35. In casting votes in at a shareholders' meeting, the shareholders shall be entitled to one (1) vote per one (1) share. Any shareholder having special interest in any matters shall not be entitled to vote, except for voting on the election of directors. A resolution of the shareholders' meeting shall require the following votes:

(1) In an ordinary event, the majority vote of the shareholders who attend the meeting and cast their votes is considered. In case of equal number of votes, the chairman of the meeting shall have a casting vote (1 vote).
(2) In the following events, a vote of not less than three-fourths (3/4) of the total number of votes of the shareholders who attend the meeting and have the right to vote:

(a) The sale or transfer of the whole or the substantial part of the Company's business or any other person.

(b) The purchase or acceptance of transfer of the business of private companies or public companies by the Company.

(c) The making, amending, or terminating of any agreement with respect to the granting of a lease of the whole or substantial parts of the Company's business, the assignment of the management of the business of the Company to any person, or the amalgamation of the business with other persons for the purpose of profit and loss sharing.

(d) The amendment of the Memorandum of Association or the Company's Articles of Association

(e) The increase or decrease of the Company's registered capital.

(f) The dissolution of the Company.

(g) The issuance and offering of debentures of the Company.

(h) The amalgamation of business of the Company with other companies.

36. The matters which should be conducted by the annual general meeting of shareholders are as follow: (1) to consider the report of the Board of Directors concerning the Company's business in the previous year period; (2) to consider and approve the balance sheets and the profit and loss statement; (3) to consider and approve allocation of profit and dividend payment; (4) to consider and elect new directors in place of those who retire by rotation; (5) to consider and fix the directors' remuneration; (6) to consider and appoint the auditor and fix the remuneration and (7) other business.

44. No dividend shall be paid out of funds other than profit. In the event that the Company still sustains an accumulated loss, no dividend shall be paid.

Dividend shall be distributed according to number of shares in equal amount for each share, unless the Company issued preferred stocks and specified preferred shareholders to received dividend different from common stockholders, dividend shall be allocated as scheduled. Dividend payment shall be duly approved by the meeting of shareholders.

The Board of Directors may pay interim dividend to the shareholders from time to time when they see that the Company has sufficient profit to do so and after the interim dividend has been paid, they shall report to the next meeting of shareholders.

The dividend payment shall be made within one (1) month from the date of the shareholders' meeting or the date of the resolution of the Board of Directors, as the case may be. However, a notice of dividend payment in writing shall be sent to the shareholders and published in a newspaper for not less than three (3) consecutive days.

45. The Company shall allocate a part of the annual net profit as reserve fund in an amount not less than five (5) percent of the annual net profit subtracted by the sum of accumulated loss carried forward (if any) until the reserve fund amounts to not less than ten (10) percent of the registered capital.

1. Miss Araya Putthipongthorn Age : 42 years

Position : Independent Director, Audit Committee Member, Nomination and Remuneration Committee Member and Chairman of the Anti-Corruption Committee

Highest educational qualification :

Bachelor of Laws, Thammasat University (Second Class Honors)

Shareholding in Takuni Group Public Company Limited (including shares held by spouse and minor children) as of December 31, 2023 : None

Family Relationship among Executives : None

Working experience in the past 5 years :

2023 – Present	Independent Director and Audit Committee Member	General Outsourcing Public Company Limited
2022 – Present	Independent Director/ Audit Committee Member	Blue Bell Securities Co., Ltd.
2019 – Present	Independent Director/ Audit Committee	B-52 Capital Public Company Limited
2019 – Present	Founder/ Partner	Araya and Partners Co., Ltd.

Training/ Training from the Thai Institute of Directors Association (IOD) :

- Attorney's license number 58/2008
- Director Certification Program (DCP), class 275/2019
- Certificate of Director Accreditation Program (DAP)
- Advanced Audit Committee Program (AACP), class 33/2019
- Financial Statements for Directors (FSD) course, class 41/2020
- Diploma Company Secretary Program (CSP)
- Financial Advisor Course (IB-T001) of the Association of Thai Securities Companies

Director/Executive positions in other listed companies in the Stock Exchange of Thailand :

2023 – Present	Independent Director and Audit Committee Member	General Outsourcing Public Company Limited
2019 – Present	Independent Director/ Audit Committee	B-52 Capital Public Company Limited

Director/Executive positions in other companies that are not listed on the Stock Exchange of Thailand (Specify the number of companies) : 2 companies

Director/Executive positions in other companies that may cause a conflict of interest with the Company : None

Type of director proposed for appointment : Independent Director and Audit Committee

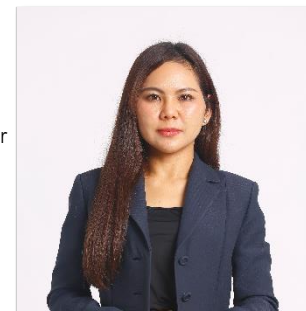
Number of years as a director and independent director of Takuni Group Public Company Limited : December 15, 2022-Present

Board meeting attendance in 2023 : 12/13 times

Audit Committee meeting attendance in 2023 : 4/5 times

Nomination and Remuneration Committee meeting attendance in 2023 : 6/6 times

Anti-Corruption Committee meeting attendance in 2023 : 0/0 time (No meeting in 2023)



2. Dr. Chatchai Payuhanaveechai Age : 64 years



Position : Chairman of the Board and Chairman of the Executive Committee

Highest educational qualification :

- Honorary Doctorate of Business Administration, Thammasat University
- Honorary Doctorate of Business Administration, Suan Sunandha Rajabhat University
- Doctor of Philosophy Rattthaprasarn Science University, Eastern Asia
- Honorary Doctorate of Liberal Arts (Finance and Banking), Sripatum University
- Honorary Doctorate of Liberal Arts (Public Policy and Management), Kasem Bundit University
- Honorary Doctor of Business Administration (Management), Rajamangala University of Technology Lanna

Shareholding in Takuni Group Public Company Limited (including shares held by spouse and minor children) as of December 31, 2023 : 5,000,000 shares

Family Relationship among Executives : None

Working experience in the past 5 years :

June 2021– Present	Chairman of the Executive Committee	Origin Property Public Company Limited
2021 – March 2023	Director/ Chairman of the Nomination and Remuneration Committee	Amata VN Public Company Limited
2018 – 2020	Director	Innospace (Thailand) Co., Ltd.
2015 – 2020	Director	Dhipaya Life Assurance Public Company Limited
2015 – 2020	Director and Vice President	Government Savings Bank
1992 – Present	Director	Lakthong Co., Ltd.

Training/ Training from the Thai Institute of Directors Association (IOD) :

- Advance Certificate Course in Public Administration and Law for Executives, class 6, King Prajadhipok's Institute
- Medical Governance Certificate Course for Senior Executives, class 2, King Prajadhipok's Institute and the Medical Council
- Special courses for Senior Leaders in Politics and Government to support operations under the Royal Initiative of His Majesty the King, class 1, Pillars for the Land Association (Thailand)
- Pillars for the Land Course for Senior Leaders under the Royal Initiative of His Majesty the King, class 2, Pillars for the Land Association (Thailand)
- Advanced Justice Administration Course, class 21, College of Justice Ministry of Justice
- Senior Executive Course Capital Market Academy, class 22 (CMA), Capital Market Academy
- Director Certification Program (DCP), class 116/2013

Director/Executive positions in other companies listed on the Stock Exchange of Thailand : None

June 2021– Present Chairman of the Executive Committee Origin Property Public Company Limited

Director/Executive positions in other companies that are not listed on the Stock Exchange of Thailand (Specify number of companies) : 1 company

Director/Executive positions in other companies that may cause a conflict of interest with the Company : None

Type of director proposed for appointment : Authorized Director

Number of years as a director of Takuni Group Public Company Limited : December 15, 2022-Present

Board meeting attendance in 2023 : 13/13 times

Executive Committee meeting attendance in 2023 : 9/10 times

3. Dr. Krittapong Orachaipunlap Age : 40 years

Position : Director / Chief Executive Officer and Chief Operating Officer

Highest educational qualification :

Doctor of Science, Faculty of Science, Chulalongkorn University



Shareholding in Takuni Group Public Company Limited (including shares held by spouse and minor children) as of December 31, 2023 : None

Family Relationship among Executives : None

Working experience in the past 5 years :

September 15, 2023 – Present	Chief Executive Officer	Takuni Group Public Company Limited
June 1, 2023 – Present	Chief Operating Officer	Takuni Group Public Company Limited
Mar. 2023 – Present	Director	Food Ordery Co., Ltd.
2021 – Present	External Management Committee	King Mongkut's Institute of Technology Ladkrabang
2016 – 2023	Executive Vice President (EVP)	KGI Securities (Thailand) Public Company Limited

Training/ Training from the Thai Institute of Directors Association (IOD) :

- Board Orientation training for new directors on December 28, 2023 (In-house training)
- Director Accreditation Program (DAP), class 214/2024

Director/Executive positions in other companies listed on the Stock Exchange of Thailand : None

Director/Executive positions in other companies that are not listed on the Stock Exchange of Thailand (Specify the number of companies) : 2 companies

Director/Executive positions in other companies that may cause a conflict of interest with the Company : None

Type of director proposed for appointment : Authorized Director

Number of years as a director and independent director of Takuni Group Public Company Limited : June 29, 2023 - Present

Board meeting attendance in 2023 : 5/5 times

Executive Committee meeting attendance in 2023 : 3/3 times

Privacy Notice

Takuni Group Public Company Limited (the “**Company**”) realizes the importance of personal data protection and respects your privacy rights as a personal data subject. In order to comply with the Personal Data Protection Act, B.E.2562 (2019) (the “**PDPA**”), the Company would like to clarify the guidelines for personal data protection and the company will take measures to protect your personal data as well as prevent unauthorized use or for a purpose other than the primary purpose of collection.

1. Personal Data Collection and the Purpose of Collection

The Company will collect, use, store, disclose and transfer the personal data you have provided to the Company, such as your first name-surname, address, phone number, identification number, audio recording or audiovisual record, including an electronic traffic data throughout the period of electronic meeting in order to perform the legal obligations required by law for the purposes of:

- Calling an electronic meeting of shareholders as required by law.
- Sending the form 56-1 One Report (Annual Registration Statement/Annual Report) and/or other meeting documents to the shareholders.
- Disclosing the shareholder’s personal data to relevant agencies as required by law, for example as evidence supporting the preparation of meeting minutes.

Including any personal data appears on the identification card that you have given to the Company during the registration of the AGM, which the company needs to collect for the purposes of legal obligations, legal claims, and identifying the eligible shareholder before attending the meeting.

2. Personal Data Storage and Retention Period

The Company will retain your personal data throughout the period of time in which your data is necessary for the processing of the above-mentioned purposes and for other legal compliance and claims.

3. Rights of the Personal Data Owner


According to the PDPA B.E. 2562, as a personal data owner, you have the rights to request access to your personal data, obtain copies of your personal data, disclosure of the source of personal data obtained by the Company which you did not consent to, as well as the rights to rectify, transfer, suspend, erase, object to the processing of your personal data for any purpose other than the primary purpose of collection, or withdraw your consent given to the Company at any time.

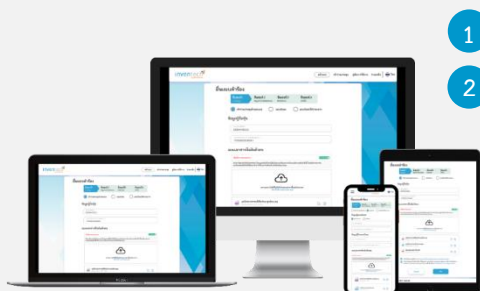
Nonetheless, your request to exercise the rights to your personal data must be in accordance with the law and the Company may refuse your requested subject to exception by applicable laws.

Guidelines for attending of Electronic Meeting by Inventech Connect

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

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

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://serv.inventech.co.th/TAKUNI145682R/#/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 12 April 2024 at 8:30 a.m. and shall be closed on 23 April 2024 Until the end of the meeting.

3. The electronic conference system will be available on 23 April 2024 at 2:00 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 investor relations email at secretary@takuni.com or mail to the following address. The proxy form and required documents shall be delivered to the Company by 18 April 2024 at 4.00 p.m.


Takuni Group Public Company Limited

Investor Relation Department

140/1 Khanianapisek Rd., Banekae, Banekae, Bangkok, Thailand 10160

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

 02-931-9145

 @inventechconnect

The system available during 12 – 23 April 2024 at 08.30 a.m. – 05.30 p.m.

(Specifically excludes holidays and public holidays)

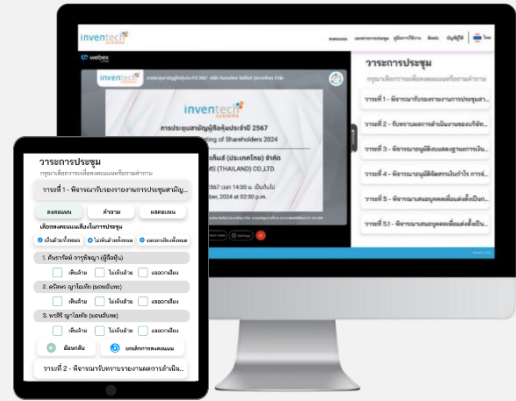


Report a problem

@inventechconnect

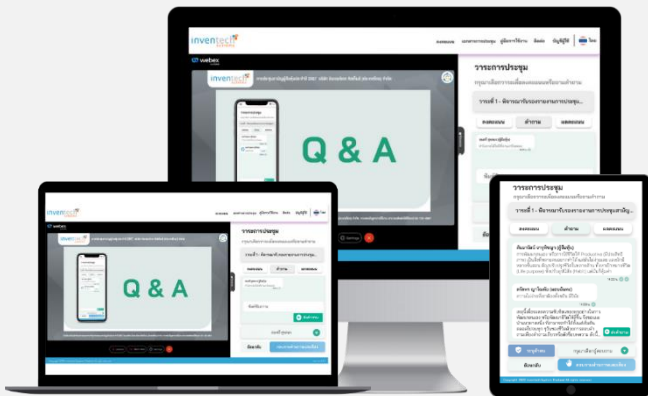
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

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



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

Step to ask questions via Inventech Connect



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

How to use Inventech Connect



User Manual e-Request



User Manual e-Voting

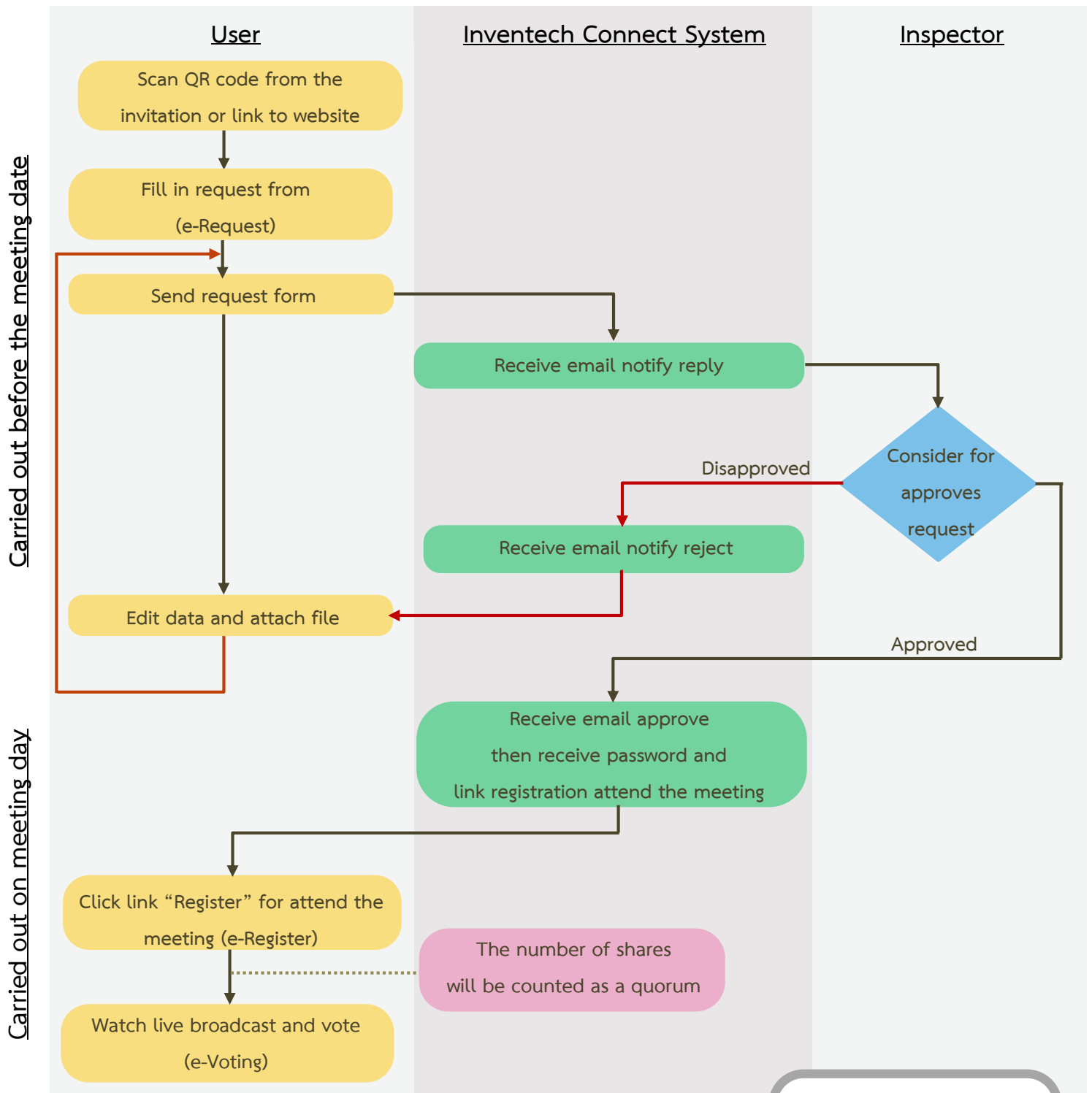


Video of using Inventech Connect

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

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

Guidelines for attending of Electronic Meeting



Condition of use

In case Merge account/change account

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

In case Exit the meeting

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

Document for attending the Annual General Meeting of Shareholders Year 2024

Ordinary Person

1. In case the shareholders attend the meeting by themselves.

Valid evidence that issue by government authorities, e.g., the identification card, government officer identification card, driver license or passport, including the evidence of name or last name's change (if any).

2. In case of granting proxy holder.

- 2.1 One of the proxy forms as attached to the notice to shareholders, completely filled in and signed by shareholder and proxy.
- 2.2 Certified true copy of valid evidence of the shareholder as specified in item 1.
- 2.3 Certified true copy of valid evidence of the proxy as specified in item 1.

Juristic Person

1. In case of shareholder's representative (director) attend the meeting by themselves.

- 1.1 The identification document of such authorized representative similar to those of ordinary person as specified in item 1.
- 1.2 Copy of shareholder's Affidavit not over three months, and certify by the authorized director showing that the authorized director has the authority to act on behalf of the shareholder.

2. In case of shareholder appoint proxy holder

- 2.1 One of the proxy forms as attached to the notice to shareholders, completely filled in and signed by the authorized director of shareholder and proxy.
- 2.2 Copy of shareholder's Affidavit not over three months, and certify by the authorized director showing that such authorized director signing the proxy form has the authority to act on behalf of the shareholder.
- 2.3 Certified true copy of valid evidence issued by government authorities of the authorized director signing the proxy form.
- 2.4 Certified true copy of valid evidence of the proxy issued by government authorities similar to those of individual shareholder specified in item 1.

3. In case of Foreign Shareholder appointing a Custodian in Thailand

- 3.1 All evidence similar to those of the Juristic Person as specified in items 1 or 2.
- 3.2 In case the foreign shareholder authorizes the custodian to sign the proxy form on its behalf, the following documents are required:

- 1) Power of Attorney by foreign shareholder authorizing custodian to sign the proxy form on its behalf.
- 2) Letter certifying that such custodian signing the proxy form has the permission to engage in the custodian business. In case the original documents are not in English, it shall be translated to the English language and certified true and correct translation by the shareholder (in case of ordinary person) or the authorized representative of shareholder (in case of juristic person).

** The Company will not make a request for additional document or creating an undue burden to the shareholders (ex. undefined to use the shareholder's the ID card of proxy, specify in addition to the documents or the circular letter formal related) **

Guideline for Proxy Preparation

The Company has provided 2 proxy forms: Form B and Form C prescribed by the Department of Business Development, Ministry of Commerce to be used in the following cases:

Form B: specific proxy form

Form C: proxy form for foreign shareholder appointing the custodian in Thailand

The shareholder who is not able to attend the Meeting may appoint the proxy as follows:

1. Select only one of the 2 forms provided above as follows:
 - 1.1 General shareholder shall select only Form B.
 - 1.2 Shareholder listed in the share register book as foreign shareholder appointing the custodian in Thailand can select only one of the two proxy forms.
2. Authorize a person or an Independent Director to attend and vote at the Meeting on your behalf by specifying the name with details of a person to be your proxy or marking in front of the name of an Independent Director to be your proxy.
3. Affix the 20 Baht stamp duty and specify the date on the proxy form.
4. The shareholder may send the completed proxy form together with the above documentation to the Head Office of the Company at:

1) Email: secretary@takuni.com or

2) (Original document) Postal delivery: Attention to:

Investor Relation Department

Takuni Group Public Company Limited

140/1 Khanjanapisek Rd., Bangkae, Bangkok, Thailand 10160

No later than 4.00 p.m. (Thailand time) on April 18, 2024 so that officers of the Company are given enough time to check the documentation. Spilt of shares to several proxies to vote in the meeting is not allowed. Shareholder shall authorize the proxy holder to cast the votes equal to the total number of shares held by shareholder. Authorizing less than the total number of shares is not allowed except for the custodian appointed by foreign shareholder in accordance with proxy form C.

Meeting Registration

The registrations for attending the meeting will be opened at 2.00 p.m. on April 23, 2024 and start the meeting at 4.00 p.m. via electronic media (E-AGM).

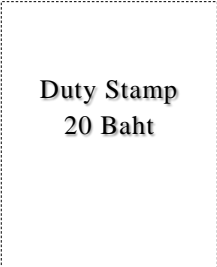
Vote

Voting Process

1. The chairman of the meeting shall propose the shareholders to cast their votes for each agenda.
2. Only shareholders desiring to cast their votes as disapproval or abstention are required to mark in a box as disapproval or abstention, for counting with the system.
3. Shareholders, who cast votes as approval or do not indicate any mark on the box, will be assumed to have approved the agenda as proposed by the Chairman. They do not have to check any box.

Vote Counting Procedures

1. One share shall be counted as one vote and the majority of the votes shall be deemed a resolution, except as specified otherwise by law. In case of a tie of votes, the Chairman shall have cast a deciding vote.
2. In order to count the vote results for each agenda, the Company will count only the votes as disapproval and abstentions and deduct from the total votes of shareholders and proxies recorded in advance.
3. The voting results for each agenda will be announced for votes as approval, disapproval, and abstention based on the latest number of shares held by attendants in the meeting.



PROXY FORM B (SPECIFIC DETAILS FORM)
According to Regulation of Department of Business Development
Re: Form of Proxy (No.5) B.E. 2550

Written at
Date..... MonthYear.....

(1) I/We Nationality
Residing at No.Road Sub district
DistrictProvincePostal Code

(2) being a shareholder of Takuni Group Public Company Limited.
holding the total amount of.....shares with the voting rights ofvotes as follows
ordinary share.....shares with the voting rights ofvotes
preferred share..... shares with the voting rights ofvotes

(3) do hereby appoint either one of the following persons: (May grant proxy to the independent director of
which details as in attachment 2)

(1) Age Years
with address at Road Sub district
District Province Postal Code or

(2) Age Years
with address at Road Sub district
District Province Postal Code or

(3) Age Years
with address at Road Sub district
District Province Postal Code

as only one of my / our proxy to attend and vote on my / our behalf the Annual General Meeting of
Shareholders Year 2024 to be held on April 23, 2024 at 4.00 p.m. via electronic media (E-AGM) or at any
adjournment thereof.

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

Agenda no.1 To acknowledge the Company's operating results for the year 2023

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

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

- Approve Disapprove Abstain

**Agenda no.2 To approve the balance sheet (Statements of Financial Position) and
statements of income Year 2023**

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

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

- Approve Disapprove Abstain

Agenda no.3 To consider and approve the non-appropriation of net profits for the year 2023 as the legal reserve and the omission of the dividend payment from the operating result for the year 2023

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

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

Approve Disapprove Abstain

Agenda no.4 To consider and appoint the Company's directors to replace those who retire by rotation

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

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

To elect directors as a whole
 Approve Disapprove Abstain

To elect each director individually
Director name is : **Miss Araya Putthipongthorn**
 Approve Disapprove Abstain

Director name is : **Dr. Chatchai Payuhanaveechai**
 Approve Disapprove Abstain

Director name is : **Dr. Krittapong Orachaipunlap**
 Approve Disapprove Abstain

Agenda no.5 To consider and approve the directors' remuneration for the year 2024

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

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

Approve Disapprove Abstain

Agenda no.6 To consider and appoint the Company's auditor and determine the auditor's remuneration for the year 2024

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

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

Approve Disapprove Abstain

Agenda no.7 Other business (if any).

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

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

Approve Disapprove Abstain

(5) 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) 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.

(7) In case of a force majeure event that the independent director who signs as a proxy cannot attend the meeting, I consent to the other independent directors listed in Attachment No. 2 of the shareholder meeting invitation letter, can act as a proxy on my behalf.

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.

Signed _____ Grantor
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)

Remarks:

1. 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.
2. In the agenda relating the election of Directors, it is applicable to elect either nominated directors as a whole or elect each nominated director individually.
3. In case there are agenda other than the agenda specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form as enclosed.

REGULAR CONTINUED PROXY FORM B.

Authorization on behalf of the Shareholder of Takuni Group Public Company Limited.

For the Annual General Meeting of Shareholders Year 2024 to be held on April 23, 2024 at 4.00 p.m. via electronic media (E-AGM) or at any adjournment thereof.

Agenda no. _____ : Subject _____

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

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

Approve Disapprove Abstain

Agenda no. _____ : Subject _____

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

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

Approve Disapprove Abstain

Agenda no. _____ : Subject _____

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

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

Approve Disapprove Abstain

Agenda no. _____ : Subject _____

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

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

Approve Disapprove Abstain

Agenda no. _____ : Subject Election of Directors (Continued).

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

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

To elect directors as a whole
 Approve Disapprove Abstain

To elect each director individually

Name of Director _____

Approve Disapprove Abstain

Name of Director _____

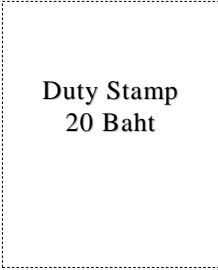
Approve Disapprove Abstain

Name of Director _____

Approve Disapprove Abstain

Name of Director _____

Approve Disapprove Abstain



PROXY FORM C
(For foreign shareholders who have custodians in Thailand only)
According to Regulation of Department of Business Development
Re: Form of Proxy (No.5) B.E. 2550

Written at
Date..... MonthYear.....

(1) I/We
Residing at No.Road Sub district
DistrictProvincePostal Code
acting as the custodian for.....
being a shareholder of Takuni Group Public Company Limited.
holding the total amount of.....shares with the voting rights ofvotes as follows
ordinary share.....shares with the voting rights ofvotes
preferred share..... shares with the voting rights ofvotes

(2) do hereby appoint either one of the following persons: (May grant proxy to the independent director of which details as in attachment 2)

(1) AgeYears
with address at Road Sub district
District Province Postal Code or

(2) AgeYears
with address at Road Sub district
District Province Postal Code or

(3) AgeYears
with address at Road Sub district
District Province Postal Code

as only one of my / our proxy to attend and vote on my / our behalf at the Annual General Meeting of Shareholders Year 2024 to be held on April 23, 2024 at 4.00 p.m. via electronic media (E-AGM) or at any adjournment thereof.

(3) I / We authorize my / our Proxy to attend and cast the votes as follows:
(a) The Proxy is authorized for all shares held and entitled to vote,
(b) The Proxy is authorized for certain shares as follows:
ordinary share shares, entitling to votevotes
preferred share shares, entitling to votevotes
Total entitled vote votes

(4) I / We authorize my / our Proxy to cast the votes according to my / our intention as follows:
Agenda no.1 To acknowledge the Company's operating results for the year 2023
(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
(b) The Proxy must cast the votes in accordance with my / our following instruction:
Approve..... votes Disapprove..... votes Abstain..... votes

Agenda no.2 To approve the balance sheet (Statements of Financial Position) and statements of income Year 2023

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

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

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Agenda no.3 To consider and approve the non-appropriation of net profits for the year 2023 as the legal reserve and the omission of the dividend payment from the operating result for the year 2023.

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

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

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Agenda no.4 To appoint the Company's directors to replace those who retire by rotation

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

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

To elect directors as a whole

Approve _____ votes Disapprove _____ votes Abstain _____ votes

To elect each director individually

Director name is : **Miss Araya Putthipongthorn**

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Director name is : **Dr. Chatchai Payuhanaveechai**

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Director name is : **Dr. Krittapong Orachaipunlap**

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Agenda no.5 To consider and approve the directors' remuneration for the year 2024

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

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

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Agenda no.6 To consider and appoint the Company's auditor and determine the auditor's remuneration for the year 2024

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

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

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Agenda no.7 Other business (if any).

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

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

Approve _____ votes Disapprove _____ votes Abstain _____ votes

- (5) 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) 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.
- (7) In case of a force majeure event that the independent director who signs as a proxy cannot attend the meeting, I consent to the other independent directors listed in Attachment No. 2 of the shareholder meeting invitation letter, can act as a proxy on my behalf.

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.

Signed _____ Grantor
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)

Remarks:

- 1. This Proxy Form C shall be applicable only for the Shareholders listed in the share register book as the foreign investors appointing the Custodian in Thailand.
- 2. The following documents shall be attached with this Proxy Form:
 - (1) Power of Attorney from a shareholder authorizing a custodian to sign the Proxy Form on behalf of the shareholder.
 - (2) Letter certifying that the person signing the Proxy Form is authorized to engage in custodian business.
- 3. 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.
- 4. In the agenda relating the election of Directors, it is applicable to elect either nominated directors as a whole or elect each nominated director individually.
- 5. In case there are agenda other than the agenda specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form C as enclosed.

REGULAR CONTINUED PROXY FORM C

Authorization on behalf of the Shareholder of Takuni Group Public Company Limited.

For the Annual General Meeting of Shareholders Year 2024 to be held on April 23, 2024 at 4.00 p.m. via electronic media (E-AGM) or at any adjournment thereof.

Agenda no. _____ : Subject _____

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

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

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Agenda no. _____ : Subject _____

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

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

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Agenda no. _____ : Subject _____

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

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

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Agenda no. _____ : Subject _____

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

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

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Agenda no. _____ : Election of Directors (Continued).

Name of Director _____

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Name of Director _____

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Name of Director _____

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Name of Director _____

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Name of Director _____

Approve _____ votes Disapprove _____ votes Abstain _____ votes