



Invitation to the 2024 Annual General Meeting of Shareholders

TCM CORPORATION PUBLIC COMPANY LIMITED

On Friday, April 26, 2024 at 10.00 AM

Via Electronic means (E-AGM) only

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

28 March 2024

Subject: Invitation to the 2024 Annual General Meeting of Shareholders
To: Shareholders of TCM Corporation Public Company Limited
Enclosures

1. Copy of the Minutes of the 2023 Annual General Meeting of Shareholders
2. Annual report 2023 (56-1 One Report) comprising financial statement and statement of comprehensive Income and Auditor's report ended as at 31 December 2023 in the QR-Code format
3. Profiles of the candidate directors nominated to replace the directors retiring by rotation
4. Definition of the Independent Director
5. Company's Articles of Association relating to shareholders' meeting
6. Documents or evidence showing the identity of the shareholder or proxy of the shareholder entitled to attend the 2024 Annual General Meeting of Shareholders.
7. Profiles of the independent directors proposed as proxies by the Company
8. Procedures for attending the 2024 Annual General Meeting of Shareholders through the electronic media (E-AGM)
9. Proxy Form A
10. Proxy Form B
11. Proxy Form C
12. Privacy Notice for the 2024 Annual General Meeting of Shareholders

The Board of Directors of TCM Corporation Public Company Limited (**the Company**) has resolved to hold the 2024 Annual General Meeting of Shareholders on Friday 26 April 2024 at 10:00 a.m. via electronic means (e-AGM) only, operating by TCM Corporation Public Company Limited through the IR PLUS AGM Web application and Mobile Application in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 (2020), Notification of the Ministry of Digital Economy and Society, re: Standards for Maintaining Security of Meetings via Electronic Means, B.E. 2563 (2020) and other related laws and regulations, with the agenda of the Meeting as follows:

Agenda 1. To acknowledge the Minutes of the 2023 Annual General Meeting of Shareholders
(Resolution: The agenda is for acknowledgement; the meeting's resolution is not required)

Facts and Rationale

The 2023 Annual General Meeting of Shareholders was held on 27 April 2023, and a copy of the minutes was submitted to the Stock Exchange of Thailand within the prescribed period as the legal requirement and uploaded on the Company's website (www.tcm-corporation.com) to be disclosed to the shareholders and general investors. It appeared that no one objected or requested an amendment. The details appeared in Enclosure No. 1.

Board's Opinion

The Board of Directors deemed it appropriate to propose to the Meeting of Shareholders to acknowledge the minutes of the AGM for the year 2023. The details appear in Enclosure No.1.

Agenda 2. To acknowledge the report on the Company's operating results for the year 2023 and the Annual Report (Form 56-1 One Report)
(Resolution: The agenda is for acknowledgement; the meeting's resolution is not required)

Facts and Rationale

Summary of the Company's operating results and its subsidiaries for the fiscal year ended on 31 December 2023 as follows:

	Unit: Million Baht
Current assets	2,590.56
Total assets	7,763.09
Current liabilities	2,140.00
Total liabilities	5,102.84
Revenues from sales and services	8,006.32
Total net profit	81.62

Detailed information on the Company's operating results and its subsidiary for the year 2023 has been provided in the 2023 Annual report (Form 56-1 One Report), Part 1 Business Operation and Performance, subject: Financial Highlights which was delivered to the shareholders in the QR-Code format, attached hereto (Enclosure No.2).

Board's Opinion

The Board of Directors deemed it appropriate to propose the Meeting of Shareholders to acknowledge and certify the operating results of the Board of Directors for the past year end and the 2023 Annual report (Form 56-1 One Report), details appeared in Enclosure No. 2.

Agenda 3. To consider and approve the audited statement of financial position and statements of comprehensive income for the fiscal year ended 31 December 2023.

(Resolution: By a majority vote of shareholders attending the meeting and casting their votes)

Facts and Rationale

Pursuant to the Public Limited Companies Act B.E. 2535 (1992), Section 112 requires the Board of Directors to ensure that the statement of financial position and income statement as of the end of the company's fiscal year shall be submitted to the annual general meeting of shareholders for consideration and approval. The Board of Directors, therefore, proposes to the annual general meeting of shareholders to consider and approve the audited statement of financial position and statement of comprehensive income for the fiscal year ended as of 31 December 2023, which were audited by the auditor and reviewed by the Audit Committee as provided in the 2023 Annual report (Form 56-1 One Report), Part 3 Financial Statement, subject: Financial Statement 2023 (Enclosure No.2)

Board's Opinion

The Board of Directors deemed it appropriate to propose that the Meeting of shareholders consider and approve the audited statement of financial position and statement of comprehensive income for the year ended 31 December 2023, which was reviewed by the Audit Committee and audited by the company's auditor.

Agenda 4. To consider and approve the appropriation of profit and the non-payment of dividends to the shareholders for the operating result of year end 31 December 2023.

(Resolution: By a majority vote of shareholders attending the meeting and casting their votes)

Facts and Rationale

Pursuant to the Public Limited Companies Act B.E. 2535 (1992), Section 116 and the Company's Articles of Association Item 41 requires that the Company must appropriate part of its annual net profits to a legal reserve in an amount of not less than five percent of the annual net profits with the deduction therefrom the amount representing the retained loss carried

forwards (if any) until this reserve reaches the amount of not less than ten percent of the registered capital.

The Company has the policy to pay dividends at the rate of not exceeding 60 percent of the net profits of the separate financial statements under the Public Limited Companies Act B.E. 2535 (1992), Section 115 and Article 40 of the Company's Articles of Association. No dividends shall be paid otherwise than out of profits, and in the case where a company has incurred the accumulated loss, no dividends shall be paid. The dividends shall be distributed in accordance with the number of shares, with each share being accorded equal distribution, provided that payment of dividends must be upon approval by a meeting of shareholders.

According to the separate financial statements for the year 2023, the company's net profit from operating results was 39,953,033.02 Baht, and the retained earnings ended 31 December 2023 were 1,004,046,833.51 Baht.

Board's Opinion

The Board of Directors deemed it appropriate to propose that the Meeting of Shareholders consider and approve the appropriation of profits for the 2023 operating results as legal reserves amounting to 1,997,651.65 Baht and the non-payment of dividends, as the Company intends to keep cash reserves for loan prepayment, which will reduce interest burden and maintain financial liquidity.

- Agenda 5. To consider and approve bonus payment for the year 2023 to the Board of Directors**
(Resolution: By not less than two-thirds of the total votes of shareholders attending the meeting)

Facts and Rationale

The Board of Directors agreed to propose that the Meeting of Shareholders consider and approve the payment of the directors' bonus for the year 2023 in the amount not exceeding 1,000,000 Baht, whereby the Chairman of the Board is assigned to consider the allocation of bonus to the directors as appropriate. According to the Public Limited Companies Act, Section 90 and Article 25 of the Company's Articles of Association require that the meeting of shareholders approve the payment of remuneration to the Board of Directors of the Company.

Board's Opinion

The Board of Directors deemed it appropriate to propose the meeting of shareholders to consider and approve the bonus payment for the year 2023 to the Board of Directors in the amount not exceeding 1,000,000 Bath, assigned to the Chairman of the Board to consider allocating the bonus to the Directors as appropriate.

- Agenda 6. To consider and approve the appointment of directors replacing those who retire by rotation**
(Resolution: By a majority vote of shareholders attending the meeting and casting their votes)

Facts and Rationale

Pursuant to the Public Company Limited Act B.E. 2535 (1992), Section 71 and Article 12 of the Company's Articles of Association defines that at least one-third of the number of directors shall retire from the position at every annual general meeting of shareholders, whereas the directors who have been longest in position shall be retired. The retired directors may be re-elected.

The Company's board of directors comprises a total of nine members. In this meeting, it has been determined that three of the directors will retire by rotation, as follows:

- | | |
|------------------------------|----------------------|
| (1) Mr. Soravis Krairiksh | Independent Director |
| (2) Mr. Suvitcha Nativivat | Independent Director |
| (3) Mrs. Duangjai Lorlertwit | Independent Director |

The Company has no Nomination and Remuneration Committee. Therefore, the criteria for selecting individuals to be appointed as directors of the Company was not considered by the Nomination and Remuneration Committee. However, the Board of Directors jointly reviewed and proposed suitable candidates to the shareholders' meeting in accordance with the nomination process specified by the Board of Directors, the Board of Directors structure and the qualifications of all 3 directors in various aspects individually, and it was determined that they met with Public Limited Companies Act and Securities and Exchange Act and other related laws (if any) and possessed the appropriate qualifications, knowledge, ability, experience, and performance as a director of the Company. Additionally, their past contributions to the company were beneficial, and none of the directors have any prohibited qualifications, operate any business, or hold shares in any competing companies.

The Company has allowed the shareholders to nominate a qualified person(s) to be elected as the director according to the nomination procedure via the Company's website from 1 November 2023 to 1 February 2024, which appeared **that no shareholder had nominated any qualified persons to be elected as the Company's director.**

Board's Opinion

The Board of Directors, excluding any interested directors in this agenda, has carefully considered, and deemed it appropriate to propose to the shareholders' meeting to approve the re-appointment of Mr. Soravis Krairiksh, Mr. Suvitcha Nativivat and Mrs. Duangjai Lorlertwit for another term because they have knowledge, capabilities, and experiences that suitable for the Company's business operations.

The Board of Directors has approved to re-appoint Mr. Soravis Krairiksh and Mr. Suvitcha Nativivat as the Independent Directors for another term. Although they have taken the position of Independent Directors for more than nine years (If they are appointed for another 3 years on this term, the period of being independent directors will be 21 years and 14 years, respectively), their knowledge and expertise are able to provide useful advice which is beneficial to the Company. Therefore, the Board has considered that the nominated directors should be able to give opinions independently and have qualifications in accordance with the relevant regulations.

Profiles of the nominated directors in replacement of the directors who retire by rotation are as specified in Enclosure No.3, and the qualifications of the independent director are pursuant to the regulations prescribed by the Capital Market Supervisory Board (The details of the definition of the independent director are as specified in Enclosure No. 4.

Agenda 7. To consider and approve the remuneration of the Board of Directors and the Audit Committee for the year 2024.

(Resolution: By not less than two-thirds of the total votes of shareholders attending the meeting)

Facts and Rationale

Pursuant to the Public Company Limited Act B.E. 2535 (1992), Section 90, and Article 25 of the Company's Articles of Association, the payment of Directors' remuneration must be approved by the shareholders' meeting.

Board's Opinion

The Board of Directors deemed it appropriate to propose that the Meeting of Shareholders consider and approve the remuneration of the Board of Directors and the Audit Committee for the year 2024, which will be paid in the form of meeting allowance for the Board of Directors at the same rate as 2023 and monthly remuneration for the Chairman of the Audit Committee and Audit Committee, which will be increased from the year 2023 at 5,000 Baht/month. The remunerations are considered from the responsibility and performance of the Board and the comparative data refer to other companies in the same industry with similar sizes and characteristics of business, in which found that the remunerations determined by the Company are close to the market average. Details are below:

Position	Meeting Allowance (Baht/Meeting)	Monthly Remuneration (Baht/Month)
Chairman of the Board	25,000	-
Directors (Not receiving a salary)	20,000	-
Chairman of the Audit Committee	-	20,000
Member of the Audit Committee	-	15,000

Comparison of Directors' Remuneration between 2024 and 2023

Position/Composition of Remuneration	Meeting Allowance (Baht/Meeting)		Monthly Remuneration (Baht/Month)	
	2024 (As proposed)	2023	2024 (As proposed)	2023
Chairman of the Board	25,000	25,000	-	-
Chairman of the Audit Committee	-	-	20,000	15,000
Directors	20,000	20,000	-	-
Member of the Audit Committee	-	-	15,000	10,000

For the determination of the remuneration, in addition to the meeting allowances, monthly compensation, and bonuses as prescribed above, the Board of Directors and the Audit Committee of the Company will receive non-cash benefits, which are 2 company cars for directors, group life Insurance, and Directors & Officers Liability Insurance.

Agenda 8. To consider and approve the appointment of auditors, and their remuneration for the year 2024.

(Resolution: By a majority vote of shareholders attending the meeting and casting their votes)

Facts and Rationale

In compliance with Section 120 of the Public Companies Limited Act B.E. 2535 (1992) and Article 42 of the Company's Articles of Association, which provides that the Company's auditors and auditing fee shall be appointed and determined by shareholders of the company in the Annual General

Meeting of Shareholders. Therefore, it is necessary for the Company to appoint the auditors for the fiscal year 2024 and determine their auditing fee.

Audit Committee’s Opinion

It is deemed appropriate to propose that the Meeting of Shareholders appoint the auditors of Dharmniti Auditing Company Limited to be the Company's auditors for the year 2024, as such auditors are qualified as specified by the Office of the Securities and Exchange Commission while having expertise, experience, satisfied operating result, and reasonable remuneration according to the details as follows.

<u>Auditor Names</u>	<u>CPA No.</u>	<u>Years of auditing for the Company</u>
1. Ms. Sulalit Ardsawang	7517	3
2. Ms. Nannaphat Wannasomboon	7793	0
3. Mr. Peradate Pongsathainsak	4752	0
4. Ms. Soraya Tintasuwan	8658	0

Whereby, any one of the above-mentioned auditors shall be authorized to audit, perform and set his/her signature in the Company’s audit report, and to consider the fixing of the remuneration of the auditors in the amount not exceeding 3,400,000 Baht, which the auditing fee increased from the year 2023 amounting to 95,000 Baht or 2.87% increased.

Comparison of auditors’ remuneration

Remuneration	Audit period 2024 (As proposed) (Baht)	Audit period 2023 (Baht)
1. Auditing fees	3,400,000	3,305,000
2. Other expenses	Actual expenses	Actual expenses

Dharmniti Auditing Co., Ltd. and the auditors proposed as auditors of the Company have no relationship or any interest with the Company, management, or related persons in such a way which may have an impact on performing their task independently.

Board’s Opinion

The Board of Directors deemed it appropriate to propose that the Meeting of Shareholders consider and approve the appointment of Ms. Sulalit Ardsawang, Certified Public Accountant No. 7517 and/or Ms. Nannaphat Wannasomboon, Certified Public Accountant No. 7793 and/or Mr. Peradate Pongsathainsak, Certified Public Accountant No. 4752 and/or Ms. Soraya Tintasuwan, Certified Public Accountant No 8658, the auditors of Dharmniti Auditing Co., Ltd., as the Company’s auditors for the year 2024 since such auditors are qualified as specified by the Office of the Securities and Exchange Commission, while having expertise, experience, and reasonable remuneration, and fix their remuneration in the amount not exceeding 3,400,000 Baht, which the auditing fee increased from the year 2023 amounting to 95,000 Baht or 2.87% increased.

The auditors of the Company’s subsidiaries are from Dharmniti Auditing Co., Ltd., which is the same as the Company’s auditor.

In compliance with the Principle of Good Corporate Governance, the Company will not consider any other matters other than the agenda specified in the Invitation. Instead, the Company will provide opportunities for the shareholders to raise their opinions or questions related to the agendas proposed by the Company to the shareholders for consideration and approval as set out above.

The Company cordially invites you to attend the forthcoming Annual General Meeting of Shareholders on April 26, 2024, which will be conducted via electronic media (E-AGM). The specific date, time, and venue of the meeting have been duly communicated as above. Please be informed that registration for the IR PLUS AGM application will commence at 8:30 a.m. on the day of the meeting.

Shareholders and shareholders who wish to appoint a proxy to attend the 2024 Annual General Meeting of Shareholders via electronic media (E-AGM) must prepare a registration form and supplementary documents as enclosure no. 6 to verify identity via the IR PLUS AGM application from the date of receiving the meeting invitation, until 25 April 2024. (Please study the procedures in order to attend the 2024 Annual General Meeting of Shareholders through electronic media (E-AGM) from Enclosure no.8)

If any shareholder is unable to attend the 2024 Annual General Meeting of Shareholders through electronic media (E-AGM), they may appoint the Company's independent director to participate in the meeting and vote on their behalf, by scanning or taking the completed Proxy Form and send them via E-mail to ir@tcm-corporation.com or by registered mail to Investor Relations Department, TCM Corporation Public Company Limited, No. 2054, New Petchburi Road, Bangkokapi Sub-district, Huaykwang District, Bangkok 10310, by Monday, 22 April 2024

The Company hereby prepares a Proxy Form B, which clearly specifies certain items and authority to be delegated to the proxy (Enclosure No.10). Please check the box in front of the name of the person you wish to appoint as your proxy to attend the meeting and vote on your behalf and sign your name on the proxy form. In addition, there is also a general proxy form A (Enclosure No.9), which is simple and uncomplicated, and Proxy Form C (Enclosure No.11), which is exclusively used only in the case where the shareholder is a foreign investor and appoint a custodian in Thailand to be a share depository and keeper. Only one type of Proxy Form is requested, as specified.

Besides, the Company invites shareholders to submit questions relating to the meeting agenda in advance by requesting shareholders to submit questions including shareholder name/ shares registration number/ available telephone number and others (if any) via E-mail to ir@tcm-corporation.com or by registered mail to Investor Relations Department, TCM Corporation Public Company Limited, No. 2054, New Petchburi Road, Bangkokapi Sub-district, Huaykwang District, Bangkok 10310, by Monday, 22 April 2024

The Company provided an opportunity for minor shareholders to exercise their right to propose an agenda for the 2024 Annual General Meeting of Shareholders in advance from 1 November 2023 to 1 February 2024, in order to support good governance practice. The Company published the rules in relation to this on its websites and submitted the news to the Thailand Stock Exchange. However, **no shareholders proposed an agenda for the meeting.**

The Company has fixed 15 March 2024 as the record date for determining the names of shareholders who are entitled to attend the 2024 Annual General Meeting of Shareholders.

By resolution of the Board of Directors

(Miss Piyaporn Phanachet)
Chief Executive Officer

Remark: The Company has disseminated the Notice of the Shareholders Meeting together with all related documents, which are the same version as sent to the Shareholders, on the Company's website: www.tcm-corporation.com.

- Translation -

TCM Corporation Public Company Limited
Minutes of the 2023 Annual General Meeting of Shareholders

Time and Place

The Meeting was held on 27th April 2023 at 10:00 a.m. only via electronic media relaying from TCM Corporation Public Company Limited through the IR PLUS web Application and Mobile application. The Company recorded the meeting in video form.

Meeting Commenced

Miss Manunya Thitinuntawan, the Company's legal advisor, provided a welcome speech for the 2023 Annual General Meeting of Shareholders and declared to the Meeting that the Company had specified the list of shareholders eligible to attend the 2023 Annual General Meeting of Shareholders on 17th March 2023 (Record Date).

In the 2023 Annual General Meeting of Shareholders, there were 31 shareholders of the Company attending the meeting both in person and by proxy, totaling 332,057,293 shares that accounted for 43.51% of the Company's total issued shares, totaling 763,201,125 shares, thereby constituting a quorum under the Articles of Association of the Company, which stipulates that there must be at least 25 shareholders including proxies attending the meeting and holding shares in aggregate of not less than one-third of the total number of shares sold by the Company.

In this regard, there were additional shareholders attending the meeting after the meeting had started, resulting in the number of shareholders attending the meeting increased from the beginning of the meeting to a total of 41 persons, representing 359,846,560 shares from the total number of shares sold by the Company of 763,201,125 shares, representing 47.1496% of the total paid-up capital. The Company has adjusted the number of votes of shareholders attending the meeting in each agenda item to be consistent with reality and in accordance with the principles of good corporate governance for the Company

Before the Meeting Commenced, the moderator introduced the Company's Board of Directors who attended the Meeting in person to the Meeting as follows:

Directors attended the Meeting were listed as follows:

- | | | |
|----|---------------------------------|--|
| 1. | Mr. Pimol Srivikorn | Chairman of the Board of Directors and Chairman of the Board of Executive Directors |
| 2. | Miss Piyaporn Phanachet | Director, Chairman of the Risk Management Committee, and Chief Executive Officer |
| 3. | Mr. Soravis Krairiksh | Independent Director and Chairman of the Audit Committee |
| 4. | M.L. Walliwan Varavarn | Executive Director |
| 5. | Mrs. Nopphaporn Aphiwatthanakul | Director, Risk Management Committee, Financial Management Committee, and Company's Secretary |
| 6. | Mr. Suvitcha Nativivat | Independent Director and Audit Committee |
| 7. | Mrs. Duangjai Lorlertwit | Independent Director and Audit Committee |
| 8. | Mr. Isareit Chirathivat | Independent Director |
| 9. | Mr. Sumate Suwanvongkij | Director |

The Directors attended the meeting representing 100% of all Company's Directors

In addition to the committees mentioned above. The Company has no other sub-committees.

Director's absence from the meeting was listed as follows:

-None-

Other Attendees:

1. Mr. Sulalit Ardsawang Auditor of Dharmniti Auditing Co., Ltd
2. Miss Manunya Thitinuntawan Legal Consultant from CMT Counsellor Co., Ltd.

Mr. Pimol Srivikorn, the Chairman of the Board, presided over the Meeting and declared the 2023 Annual General Meeting of Shareholders open. Before the Meeting commenced, the Chairman had assigned Miss Manunya Thitinuntawan, the Legal Consultant, to conduct the Meeting and verify the voting and the vote-counting results according to the law and the Company's Articles of Association.

Miss Manunya Thitinuntawan, the Legal Consultant, clarified the method for conducting the Meeting and the procedures and practices for casting votes as follows:

1. In the Meeting, the matters would be considered in the order of the agenda in the invitation letter by proposing the information for each agenda and providing the opportunity for the shareholders to ask questions before casting their votes. In the event that shareholders or proxies wished to ask questions or express opinions, it could be proposed through the Inquiry Form menu in the IR Plus AGM Web Application and Mobile Application. The Company asks for your cooperation in submitting questions only during the period that the Company allows for inquiries and asks the shareholders to submit questions related to the meeting agenda, and the Company will answer questions according to that agenda. As for the questions that are not related to any agenda, the Company will answer on other agendas.

2. After the end of the inquiry on each agenda, the Company would open the voting. Shareholders could vote by accessing the agenda menu of the IR Plus AGM Web Application and Mobile Application. When the shareholders have already chosen to vote, the system will display a message box. Therefore, the shareholder must press the button to confirm the vote. Details on how to vote are in accordance with the manual sent to the shareholders, together with the invitation letter to the meeting.

3. Shareholders could change their vote at any time until the voting system was closed for collecting votes. After the voting had been closed, the shareholders could not return to vote on that agenda.

4. Each shareholder shall have one vote for each share. Any shareholder who had a conflict of interest in any agenda would not have the right to vote on that agenda.

5. In the vote counting for Agenda 3 (To consider and approve the audited statement of financial position and statements of comprehensive income for the fiscal year ended 31 December 2022), Agenda 4 (To consider and approve the appropriation of profit from the operating result of the fiscal year 2022 and the non-payment of dividend to shareholders), Agenda 6 (To consider and approve the appointment of directors replacing those retire by rotation), and Agenda 8 (To consider and approve the appointment of auditors, and their remuneration for the year 2023), shall be approved by a majority of the total shares of all shareholders attending the meeting and casting their votes. For Agenda 5 (To consider and approve bonus payment of the year 2022 to the Board of Directors) and Agenda 7 (To consider and approve the director's remuneration for the year 2023) shall be approved by two-thirds of the total shares of shareholders attending the meeting and Agenda 9 (To consider and approve the amendment to the Company's Articles of Association) shall be approved by three-fourths of the total number of votes of shareholders attending the meeting and have rights to vote.

The Company would deduct disapproval and abstention votes from the total votes at the meeting. The remaining votes would be considered votes to agree on that agenda. In the case where no one had expressed objection, it was considered that the meeting was approved or unanimously approved.

The shareholders who granted proxies attended the meeting on their behalf and had voted on the proxy form, the Company had recorded the votes as specified in the proxy form.

The Company provided an opportunity for shareholders to propose inquiries in advance. It appeared that no shareholder submitted inquiries to the Company in advance.

After clarifying the meeting and voting procedures, Miss Manunya Thitinuntawan, the Legal Consultant, proposed the meeting agendas and explained the details instead of the Chairman according to agenda items as follows:

Agenda 1. To acknowledge the minutes of the 2022 Annual General Meeting of Shareholders

Miss Manunya Thitinuntawan, the Legal Consultant, declared at the meeting that the Company held the 2023 Annual General Meeting of Shareholders on 28th April 2022. The copy of the minutes was submitted to the Stock Exchange of Thailand within the prescribed period as stipulated by law as well as uploaded on the Company's website to be disclosed to the shareholders and general investors. It appeared that no one objected or requested an amendment.

After the declaration, the shareholders were invited to make inquiries or express opinions.

Since there was no inquiry or opinion. Miss Manunya Thitinuntawan then proposed the Meeting to certify the Minutes of the 2022 Annual General Meeting of Shareholders. The details were shown in a copy of the Minutes of the 2022 Annual General Meeting of Shareholders, which had been sent to the shareholders together with the invitation letter as shown in Enclosure No.1.

Resolution: The Meeting considered and acknowledged the minutes of the 2022 Annual General Meeting of Shareholders as proposed.

Agenda 2. To acknowledge the report on the Company's operating results for the year 2022 and the Annual Report (Form 56-1 One Report).

The Chairman assigned Miss Piyaporn Phanachet, Chief Executive Officer, to report this agenda to the Meeting.

Miss Piyaporn Phanachet, on behalf of the Board of Directors, reported the operating result of the past year, including the following significant matters.

1. The business overview and operating results of the Company in 2022 were compared to the operating results in the previous year, including the business management plan and operational strategy for the year 2023.

2. Summary of operating results for the year 2022, separated by businesses, including TCM Living, TCM Surface, and TCM Automotive, and compared to the operating results in the previous year.

The Company has joined "Collective Action Against Corruption, or CAC and has signed a declaration of intent against corruption since 3rd September 2014, for which the Company has been certified for the second member renewal in 2022 from Thailand's Private Sector Collective Action Coalition Against Corruption Committee (Recertification). In addition, in the past year, 2022, there were no reports or complaints about corruption.

Shareholders are encouraged to access the Company's website, www.tcm-corporation.com, specifically the Investor Relations page. Detailed information, including the management discussion and analysis

for the year 2022 operating results, which contains a comprehensive overview of the Company's performance and details regarding significant changes, have been included as a part of the 56-1 One Report.

After the declaration, the shareholders were invited to make inquiries or express opinions.

There was a question from a shareholder, and the Board of Directors answered the following question:

Shareholder Mr. Chet Mueansom, a shareholder who attended the meeting in person, asked that: TCM Living had significant growth in the net profit, so it became the biggest proportion, while TCM Surface had a smaller proportion. Will the growth of TCM Living's performance cover the revenue of TCM Surface completely?

Director Miss Piyaporn Phanachet, Chief Executive Officer, expressed her gratitude to the shareholders and highlighted that:

Currently, the Living group has a higher revenue proportion compared to the pre-COVID period when the Surface group held a significant share. As the business continues to recover, the proportion of the Surface group's revenue is expected to expand. The focus for the Living business this year will be on increasing profitability, which is projected to perform well in this period. Therefore, it is considered that the share of revenue from the Living group will not surpass that of the Surface group's revenue completely.

When it appeared that no one asked questions nor offered additional opinions. Then, the Meeting was proposed to consider and acknowledge the report on the Company's operating results for the year 2022 and the Annual Report (Form 56-1 One Report).

Resolution The Meeting considered and acknowledged the report on the Company's operating results for the year 2022 and the Annual Report (Form 56-1 One Report) as proposed.

Agenda 3. To consider and approve the audited statement of financial position and statements of comprehensive income of the fiscal year ended 31 December 2022.

The Chairman assigned Mrs. Noppaporn Aphiwatthanakul, Financial executive director, to report the financial statements of the Company for the fiscal year ended 31st December 2022 to the Meeting.

Mrs. Noppaporn Aphiwatthanakul clarified that the Company had proposed the meeting to consider and approve the audited statement of financial position and statements of comprehensive income for the fiscal year ended 31st December 2022, which were audited by the auditors and verified by the Audit Committee. Details appeared in the Annual Report, which had been sent to the shareholders together with the invitation letter before the Meeting, with significant information as follows:

In 2022

Statement of Comprehensive Income

Total revenue	9,140.31	million Baht
Total net profit	174.52	million Baht

Statement of Financial Position

Total assets	8,318.84	million Baht
Total liabilities	5,661.38	million Baht
Shareholders' equity	2,657.47	million Baht

For further details, shareholders are advised to refer to the Company's financial statements available in Form 56-1 One-Report 2022 which have already been sent to shareholders.

After the declaration, the shareholders were invited to make inquiries or express opinions.

Since there was no inquiry nor opinion, Miss Manunya Thitinuntawan proposed to the Meeting to consider and approve the audited statement of financial position and statements of comprehensive income for the fiscal year ended 31st December 2022 as proposed. Shareholders and proxies attending the Meeting shall vote through the IR Plus AGM Web Application system and Mobile Application.

Resolution The Meeting considered and unanimously approved the audited statement of financial position and statements of comprehensive income for the fiscal year ended 31st December 2022, with the following votes:

Resolution	Votes	%
Approved	360,616,560	100.00000
Disapproved	0	0
Abstained	0	-
<i>Total</i>	<i>360,616,560</i>	<i>100.00000</i>

Agenda 4. To consider and approve the appropriation of profit from the operating result of the fiscal year 2022 and the non-payment of dividend to shareholders.

The Chairman assigned Miss Piyaporn Phanachet, Chief Executive Officer, to report this agenda to the Meeting.

Miss Piyaporn Phanachet, clarified to the Meeting that according to the Company's operating results for the fiscal year ended 31st December 2022, from the separate financial statements for the fiscal year ended 31st December 2022, which had been audited by the auditors. The Company had a net profit of 47,179,529.66 Baht and retained earnings ending 31st December 2022 in the amount of 963,475,780.49 Baht.

The Board of Directors deemed it appropriate to propose to the Meeting of Shareholders to consider and approve the appropriation of profit as legal reserves in the amount of 2,358,976.48 Baht and approve the non-payment of dividend. Due to the additional loan repayment agreement signed by the company with the bank at the end of 2022, which extended the principal payment to ensure liquidity in operations, one of the conditions outlined in the agreement is that dividend payment shall not be made to shareholders in 2023.

After the declaration, the shareholders were invited to make inquiries or express opinions.

Since there was no inquiry nor opinion, Miss Manunya Thitinuntawan proposed to the Meeting to consider and approve the appropriation of profit from the operating result of the fiscal year 2022 and the non-payment of dividend. Due to the additional loan repayment agreement signed by the company with the bank at the end of 2022, which extended the principal payment to ensure liquidity in operations, one of the conditions outlined in the agreement is that dividend payment shall not be made to shareholders in 2023. The shareholders and proxies attending the Meeting shall vote through the IR Plus AGM Web Application and Mobile Application.

Resolution The Meeting considered and approved the appropriation of profit from the operating result of the fiscal year 2022 and the non-payment of dividend, by the majority of the votes from the shareholders present and exercise their voting rights with the following details:

Resolution	Votes	%
Approved	359,846,560	99.7865
Disapproved	770,000	0.2135
Abstained	0	-
<i>Total</i>	<i>360,616,560</i>	<i>100.00000</i>

Agenda 5. To consider and approve bonus payment for the year 2022 to the Board of Directors.

The Chairman assigned Miss Piyaporn Phanachet, Chief Executive Officer, to report this agenda to the Meeting.

Miss Piyaporn Phanachet declared to the Meeting that according to the Public Limited Companies Act, Section 90 and the Company's Articles of Association Clause 25, requires that the payment of remuneration to the Board of Directors of the Company must be approved by the Shareholders' Meeting. Therefore, the Board of Directors deemed it appropriate to propose to the Meeting to consider and approve bonus payment for the year 2022 to the Board of Directors in the amount of not exceeding 1,000,000 Baht, by assigned to the Chairman of the Board to consider allocating of bonus to the Directors as appropriate.

After the declaration, the shareholders were invited to make inquiries or express opinions

Since there was no inquiry nor opinion, Miss Manunya Thitinuntawan proposed to the Meeting to consider and approve bonus payment for the year 2022 to the Board of Directors according to the details as proposed. Shareholders and proxies attending the Meeting shall vote through the IR Plus AGM Web Application and Mobile Application.

Resolution The Meeting considered and unanimously approved the bonus payment for the year 2022 to the Board of Directors in the amount of not exceeding 1,000,000 Baht by assigning the Chairman to consider allocating the bonus to each director as appropriate, with the following votes:

Resolution	Votes	%
Approved	360,616,560	100.00000
Disapproved	0	0
Abstained	0	-
<i>Total</i>	<i>360,616,560</i>	<i>100.00000</i>

Agenda 6. To consider and approve the appointment of directors replacing those retire by rotation

The Chairman assigned Miss Manunya Thitinuntawan, the Legal Consultant, to report this agenda to the Meeting.

Miss Manunya Thitinuntawan declared to the Meeting that pursuant to the Public Company Limited Act B.E. 2535 (1992), Section 71 and the Company's Articles of Association Clause 12 defines that at least one-third of the number of directors shall vacate office at every Annual General Meeting of Shareholders, whereas the directors who have been longest in office shall vacate office at rotation basis, however, the retired directors may be re-elected.

At the 2023 Annual General Meeting of Shareholders, the Company had a total of nine directors. Therefore, three directors were scheduled to retire at this meeting. The retiring directors are as follows:

1. Miss Piyaporn Phanachet Director
2. Mrs. Noppaporn Aphiwatthanakul Director

3. Mr. Sumate Suwanvongkij Director

The Criteria and procedure for nominating persons to take the position as directors of the Company had not been approved by the Nomination and Remuneration Committee since the Company had not appointed the Nomination and Remuneration Committee yet, Thus, the Board of Directors jointly considered and nominated the appropriate persons for the Shareholder's Meeting to consider by considering the Board structure and their qualifications in various fields individually, which decided that those three directors who would retire by rotation basis possess appropriate qualifications, knowledge, competence, and experience. Their performance had proved to be beneficial to the Company. Also, they were not prohibited by any manifestation and did not carry out any business or held shares in any firm competing with the Company. In addition, the Board of Directors had approved the appointment of Mr. Sumate Suwanvongkij to the position of independent director of the Company. The appointment satisfied the qualifications mandated by law with regard to independent directors, and his ability to provide independent opinions has been duly recognized by the Board of Directors.

The Company had allowed the shareholders to nominate qualified persons to be elected as the director according to the nomination procedure posted on the Company's website, from 2nd November 2022 to 1st February 2023 which appeared that no shareholder had nominated any qualified persons to be elected as the Company's director.

The Board of Directors, excluding any interested directors on this agenda, had carefully considered, and deemed it appropriate to propose to the shareholders' meeting to approve the re-appointment of Miss Piyaporn Phanachet, Mrs. Noppaporn Aphiwatthanakul and Mr. Sumate Suwanvongkij for another term due to the fact that the said persons had knowledge, ability, and experience that were suitable for the Company's business operations.

After the declaration, the shareholders were invited to make inquiries or express opinions.

Since there was no inquiry nor opinion, Miss Manunya Thitinuntawan proposed to the Meeting to consider and approve the appointment of directors replacing those retire by rotation individually. Shareholders and proxies attending the Meeting shall vote through the IR Plus AGM Web Application and Mobile Application.

Resolution The Meeting considered and approved as follows:

1. The re-appointment of Miss Piyaporn Phanachet, a retiring director, for another term was unanimously approved by the following votes:

Resolution	Votes	%
Approved	360,616,560	100.00000
Disapproved	0	0
Abstained	0	-
<i>Total</i>	360,616,560	100.00000

2. The re-appointment of Mrs. Noppaporn Aphiwatthanakul, a retiring director, for another term was unanimously approved by the following votes:

Resolution	Votes	%
Approved	360,616,560	100.00000
Disapproved	0	0
Abstained	0	-
<i>Total</i>	<i>360,616,560</i>	<i>100.00000</i>

3. The re-appointment of Mr. Sumate Suwanvongkij, a retiring director, for another term was unanimously approved by the following votes:

Resolution	Votes	%
Approved	360,616,560	100.00000
Disapproved	0	0
Abstained	0	-
<i>Total</i>	<i>360,616,560</i>	<i>100.00000</i>

Therefore, there were 9 members of the Board of Directors as follows:

1. Mr. Pimol Srivikorn Chairman of the Board of Directors and Chairman of the Board of Executive Directors
2. Mr. Soravis Krairiksh Independent Director and Chairman of the Audit Committee
3. Mrs. Duangjai Lorlertwit Independent Director and Audit Committee
4. Mr. Suvittha Nativivat Independent Director and Audit Committee
5. Mr. Isareit Chirathivat Independent Director
6. Mr. Sumate Suwanvongkij Independent Director
7. Miss Piyaporn Phanachet Director and Chief Executive Officer
8. M.L. Walliwan Varavarn Executive Director
9. Mrs. Noppaporn Aphiwatthanakul Executive Director

Agenda 7. To consider and approve the remuneration of the Board of Directors and the Audit Committee for the year 2023.

The Chairman assigned Miss Piyaporn Phanachet, Chief Executive Officer, to report this agenda to the Meeting.

Miss Piyaporn Phanachet declared to the Meeting that the Board of Directors had considered the remuneration of directors for the year 2023 based on their responsibilities, performance, and comparative information referring to other companies in the same industry, which had a similarity in term of business size and nature of the business. It found that the remuneration for directors determined by the Company was close to the market average.

The Board of Directors deemed it appropriate to propose to the Meeting of Shareholders to consider and approve the determination of the Board of Directors and the Audit Committee's remuneration for the year 2023 which shall be paid in the form of Meeting allowance for the Chairman of the Board of Directors at the rate of 25,000 Baht per Meeting attendance and Directors who do not receive monthly remuneration at the rate of 20,000 Baht per Meeting attendance and shall be paid in the form of monthly remuneration for the Chairman of the Audit Committee at the rate of 15,000 Baht and for the member of Audit Committee at the

rate of 10,000 Baht, which are the same rate as the approved meeting allowance of the year 2022, according to the details as follow :

Position	Meeting Allowance (Baht/Meeting)	Monthly Remuneration (Baht/Month)
Chairman of the Board	25,000	-
Directors (who do not receive monthly remuneration)	20,000	-
Chairman of the Audit Committee	-	15,000
Member of the Audit Committee	-	10,000

Comparison of the remuneration of the Board of Directors for the year 2023 and 2022.

Position/Composition of remuneration	Meeting Allowance (Baht/Meeting)		Monthly Remuneration (Baht/Month)	
	2023 (As proposed)	2022	2023 (As proposed)	2022
Chairman of the Board	25,000	25,000	-	-
Chairman of the Audit Committee	-	-	15,000	15,000
Director	20,000	20,000	-	-
Member of the Audit Committee	-	-	10,000	10,000

Apart from the cash remuneration received by the Board of Directors and the Audit Committee of the Company in the form of meeting allowances, monthly remuneration, and bonuses as previously mentioned, the Company also provides non-monetary remuneration. This includes the provision of 2 executive cars, group life insurance, and liability insurance for Directors and Executives.

After the declaration, the shareholders were invited to make inquiries or express opinions.

Since there was no inquiry nor opinion, Miss Manunya Thitinuntawan proposed to the Meeting to consider and approve the director's remuneration for the year 2023 as proposed. Shareholders and proxies attending the Meeting shall vote through the IR Plus AGM Web Application and Mobile Application.

Resolution: The Meeting considered and unanimously approved the director's remuneration for the year 2023 as proposed, with the following votes:

Resolution	Votes	%
Approved	360,616,560	100.00000
Disapproved	0	0
Abstained	0	0
<i>Total</i>	<i>360,616,560</i>	<i>100.00000</i>

Agenda 8. To consider and approve the appointment of auditors, and their remuneration for the year 2023.

The Chairman assigned Mrs. Noppaporn Aphiwatthanakul, Financial Director, to report this agenda to the Meeting.

Mrs. Noppaporn Aphiwatthanakul clarified to the Meeting that the Audit Committee Meeting had considered the qualifications of the Company's auditors by considering the experience, performance, independence of auditors, and audit remuneration and deemed it appropriate to appoint the auditors of Dharmniti Auditing Company Limited to be the Company's auditors for the year 2023 according to the following list:

- | | |
|--------------------------------|-----------------|
| 1. Miss Sulalit Ardsawang | CPA No. 7517 or |
| 2. Miss Nannaphat Wannasomboon | CPA No. 7793 or |
| 3. Mr. Peradate Pongsathiansak | CPA No. 4752 or |
| 4. Miss Soraya Tintasuwan | CPA No. 8658 |

Any one of them shall be authorized to perform the audit and express an opinion on the financial statements of the Company. In the event that the aforementioned certified auditors are unable to perform their duties, Dharmniti Auditing Co., Ltd. shall procure other certified auditors to act on their behalf. Then, it was proposed to determine the remuneration of the auditors for auditing of separate financial statements in an amount not exceeding 3,305,000 Baht, which is an increase in the audit remuneration from 2022 in the amount of 215,000 Baht, equivalent to 6.96%.

After the declaration, the shareholders were invited to make inquiries or express opinions.

Since there was no inquiry nor opinion, Miss Manunya Thitinuntawan proposed to the Meeting to consider and approve the appointment of auditors, and their remuneration for the year 2023. Shareholders and proxies attending the Meeting shall vote through the IR Plus AGM Web Application and Mobile Application.

Resolution: The Meeting considered and unanimously approved the appointment of Miss Sulalit Ardsawang, Certified Public Accountant No. 7517 and/or Miss Nannaphat Wannasomboon, Certified Public Accountant No. 7793 and/or Mr. Peradate Pongsathiansak, Certified Public Accountant No. 4752 and/or Miss Soraya Tintasuwan, Certified Public Accountant No. 8658, the auditors of Dharmniti Auditing Co., Ltd., as the Company's auditors for the year 2023 since such auditors were qualified as specified by the Office of the Securities and Exchange Commission, also had expertise, experience and reasonable remuneration and fixed their remuneration in the amount not exceeding 3,305,000, Baht which is an increase in the audit remuneration from 2022 in the amount of 215,000 Baht, equivalent to 6.96% with the following votes:

Resolution	Votes	%
Approved	360,616,560	100.00000
Disapproved	0	0
Abstained	0	-
<i>Total</i>	<i>360,616,560</i>	<i>100.00000</i>

Agenda 9 To consider and approve the amendment to the Company's Articles of Association to comply with the Public Company Act (No.4) B.E. 2565

The Chairman assigned Miss Manunya Thitinuntawan, to report this agenda to the Meeting.

Miss Manunya Thitinuntawan clarified to the Meeting that According to the Public Limited Companies Act (No. 4) B.E. 2565, announced in the Royal Gazette on 23rd May 2022, effective on 24th May 2022, amending regarding the calling for the board of directors meeting by directors and the period of sending notice of the board of directors' meeting and sending of letters, documents, or meeting notices, the publication, and the appointment of a proxy by electronic means, it shall be deemed appropriate to amend the Articles of Association of the Company as to be aligned with the Public Limited Companies Act B.E. 2565 (as amended)

The Board of Directors deems it appropriate to propose to the shareholders' meeting that they consider approving the amendment to Clause 4, 5, 9, 19, 20, 21, 23, 40, 44, and adding Clause 46 to be in line with the Public Company Limited Act (No. 4) B.E. 2565.

Article	Existing Article	Proposing to be amended Article
4	<p>The board of directors may call an extraordinary general meeting at any time whenever it thinks fit, or shareholders holding in aggregate 10 percent or more of the total issued shares may submit a written request to the board of directors to call an extraordinary general meeting. The request must clearly specify the purpose of such a meeting. The board of directors must call a meeting of shareholders to take place within forty-five (45) days from the date of receipt of that request from the shareholders.</p>	<p>The board of directors may call an extraordinary general meeting at any time whenever it thinks fit, or shareholders holding in aggregate 10 percent or more of the total issued shares may submit a written request to the board of directors to call an extraordinary general meeting. The request must clearly specify the purpose of such a meeting. The board of directors must call a meeting of shareholders to take place within forty-five (45) days from the date of receipt of that request from the shareholders.</p> <p>In the event that the board of directors fails to call the meeting within 45 days from the date of receipt of such shareholders' request, shareholders who jointly submitted the request or other shareholders holding in aggregate of the shares in accordance with the aforesaid may call the meeting by themselves within 45 days of the expiration of the period provided according to the aforesaid. This shall be deemed as the meeting which is called by the board of directors.</p> <p>In the event that the extraordinary general meeting is called by the shareholders, such shareholders may send the notice of the extraordinary general meeting via electronic means to the shareholders who express their intention or consent to receive such notice via electronic means, the aforesaid process shall be in accordance with criteria and method prescribed by the Public Company Limited Registrar.</p>

Article	Existing Article	Proposing to be amended Article
5	<p>To call a meeting of shareholders, the board of directors must prepare a notice indicating the place, date, time, agenda, and matters to be proposed at the meeting, together with any other appropriate details, by specifying clearly that it is a matter to be proposed for acknowledgment, approval, or consideration, as the case may be, including the board of directors' opinion on those matters. Additionally, the notice must be sent to the shareholders and the Public Companies Registrar seven (7) days or more before the meeting date. The notice must also be published in a newspaper at least 3 days prior to the meeting date and must be announced for three (3) days consecutively.</p>	<p>To call a meeting of shareholders, the board of directors must prepare a notice indicating the place, date, time, agenda, and matters to be proposed at the meeting, together with any other appropriate details, by specifying clearly that it is a matter to be proposed for acknowledgment, approval, or consideration, as the case may be, including the board of directors' opinion on those matters. Additionally, the notice must be sent to the shareholders and the Public Companies Registrar seven (7) days or more before the meeting date. The notice must also be published in a newspaper or by electronic means, according to the rules and methods prescribed by law.</p>
9	<p>A shareholder may appoint a proxy to attend and vote at a meeting of shareholders on his/her behalf. The proxy form must be submitted to the Chairman of the Board, or the person designated by the Chairman at the meeting place before the proxy attends the meeting. The proxy form must be in the form prescribed by the registrar.</p>	<p>A shareholder may appoint a proxy to attend and vote at a meeting of shareholders on his/her behalf. The proxy form must be submitted to the Chairman of the Board, or the person designated by the Chairman at the meeting place before the proxy attends the meeting. The proxy form must be in the form prescribed by the registrar. The appointment if proxy may be performed by electronic media provided that the method shall be safe and reliable to be proven that the proxy is performed by such shareholders, and in accordance with the rules prescribed by the registrar.</p>
19	<p>The board of directors of the company must meet for at least three months per time.</p>	<p>The board of directors of the company must meet at least once every three months.</p>
20	<p>The chairman is the person who calls the meeting by he/she or his/her assignee must send a notice of the board of directors' meeting to all directors seven (7) days or more before the meeting date, except that in case of an emergency to preserve the rights or benefits of the Company, a meeting may be called by any other method and the meeting date may be fixed sooner.</p> <p>Two or more directors request the Chairman to call a meeting of the board of directors. The Chairman shall fix a meeting date within fourteen (14) days of receipt of that request.</p>	<p>The chairman is the person who calls the meeting by he/she or his/her assignee must send a notice of the board of directors' meeting to all directors three (3) days or more before the meeting date, except that in case of an emergency to preserve the rights or benefits of the Company, a meeting may be called by electronics or any other method and the meeting date may be fixed sooner.</p> <p>In the event that there is any reasonable cause or in order to preserve the rights or benefits of the Company, two or more directors may jointly request the Chairman to call a meeting of the board of directors. The request must clearly specify the matters and reasons for holding the meeting. To this extent, the Chairman shall call and fix a meeting date</p>

Article	Existing Article	Proposing to be amended Article
		<p>within fourteen (14) days of receipt of that request.</p> <p>In the event that the Chairman fails to act in accordance with the second paragraph, the requesting directors may jointly call and fix a meeting date within fourteen (14) days of the expiration of the period mentioned in paragraph two above.</p> <p>In the event that there is no chairman of the board of directors due to whatever reason, the vice-chairman shall call a meeting of the board of directors. If there is no vice-chairman due to whatever reason, two or more directors may call a board meeting.</p>
21	<p>At the board meeting, not less than one-half of the total number of directors must be present to constitute a quorum. In case the Chairman is not present at the meeting or is unable to perform his duty if there is a vice-chairman, the Vice Chairman is the chairman. If there is no vice-chairman or she/he is unable to perform his duty, the members present at the meeting shall elect one among themselves to be the chairman of the meeting.</p> <p>The meeting's decision must be made by a majority of votes.</p> <p>One director has one vote, except directors who have interests in any matter have no right to vote on that matter. If the votes are equal, the chairman of the meeting shall have an additional vote as a casting vote.</p> <p>Meetings of the Board of Directors or sub-committees of the Company may arrange a meeting via electronic media by operating in accordance with the law.</p>	<p>At the board meeting, not less than one-half of the total number of directors must be present to constitute a quorum. In case the Chairman is not present at the meeting or is unable to perform his duty if there is a vice-chairman, the Vice Chairman is the chairman. If there is no vice-chairman or she/he is unable to perform his duty, the members present at the meeting shall elect one among themselves to be the chairman of the meeting.</p> <p>The meeting's decision must be made by a majority of votes.</p> <p>One director has one vote, except directors who have interests in any matter have no right to vote on that matter. If the votes are equal, the chairman of the meeting shall have an additional vote as a casting vote.</p>
23	<p>Directors are prohibited from operating, becoming a partner, or becoming a shareholder in other juristic persons that have the same nature and are in competition with the business of the Company, except notified of the shareholders' meeting prior to the appointment.</p>	<p>Directors are prohibited from operating, becoming a partner, or becoming a shareholder in other juristic persons that have the same nature and are in competition with the business of the Company or being a director of a private company or any other company operating a business of the same nature, and it is in competition with the Company's business, whether it is for one's own benefit or for the benefit of others, except notified of the shareholders' meeting prior to the appointment.</p>
40	<p>The company's annual cycle begins on January 1 and ends on December 31 of every year.</p>	<p>The company's annual cycle begins on January 1 and ends on December 31 of every year.</p>

Article	Existing Article	Proposing to be amended Article
	<p>Other than the profit, the dividend from other types of money must not be paid. In case the company has accumulated losses, it is forbidden to pay dividends.</p> <p>Dividends shall be divided according to the number of shares and equal payment per share.</p> <p>The Board of Directors may occasionally pay interim dividends to shareholders when the company has enough profits to do so, and when dividends have been paid, they shall be reported to the shareholders' meeting at the next meeting.</p> <p>Payment of dividends shall be made within one month from the date of the resolution of the meeting of shareholders or of the Board of Directors, as the case may be, provided that written notice to the shareholders is given and the notice is published and also in newspapers.</p>	<p>Other than the profit, the dividend from other types of money must not be paid. In case the company has accumulated losses, it is forbidden to pay dividends.</p> <p>Dividends shall be divided according to the number of shares and equal payment per share.</p> <p>The Board of Directors may occasionally pay interim dividends to shareholders when the company has enough profits to do so, and when dividends have been paid, they shall be reported to the shareholders' meeting at the next meeting.</p> <p>Payment of dividends shall be made within one month from the date of the resolution of the meeting of shareholders or of the Board of Directors, as the case may be, provided that written notice to the shareholders is given and the notice is published and also in newspapers. Such publishing may use electronic media instead by operating in accordance with the rules and methods prescribed by law.</p>
44	<p>The company must submit an annual report, together with a copy of the financial statement and profit and loss account that the auditors have audited, and the shareholders' meeting has approved. Moreover, a copy of the minutes of the shareholders' meeting, regarding the approval of the financial statement, the allocation of profit, and the payment of dividends, with an authorized person signing on behalf of the company to certify that it is correct, should be provided to the registrar. As for the financial statement, the company has to make it to the public via a newspaper at least one day and within one month from the date of approval by the shareholders' meeting.</p>	<p>The company must submit an annual report, together with a copy of the financial statement and profit and loss account that the auditors have audited, and the shareholders' meeting has approved. Moreover, a copy of the minutes of the shareholders' meeting, regarding the approval of the financial statement, the allocation of profit, and the payment of dividends, with an authorized person signing on behalf of the company to certify that it is correct, should be provided to the registrar. As for the financial statement, the company has to make it to the public via a newspaper or via electronic means, operating in accordance with the rules and methods prescribed by law within one month from the date of approval by the shareholders' meeting.</p>
46	-	<p>In sending any letter or document, the Company or its board of directors may send it by electronic means to any director, shareholder, or creditor of the Company who expresses their intention or consents to receive such a letter or document by electronic means. Such actions must be in accordance with the rules and methods prescribed by the Public Company Limited Registrar.</p>

After the declaration, the shareholders were invited to make inquiries or express opinions.

Since there was no inquiry nor opinion, Miss Manunya Thitinuntawan proposed to the Meeting to consider and approve the amendment to the Company's Articles of Association in accordance with the latest amendment to the Public Limited Companies Act B.E. 2565. Shareholders and proxies attending the Meeting shall vote through the IR Plus AGM Web Application and Mobile Application.

Resolution The Meeting considered and unanimously approved the amendment to Clause 4, 5, 9, 19, 20, 21, 23, 40, 44, and adding Clause 46 to be in line with the Public Company Limited Act (No. 4) B.E. 2565 with the following votes:

Resolution	Votes	%
Approved	360,616,560	100.00000
Disapproved	0	0
Abstained	0	0
<i>Total</i>	<i>360,616,560</i>	<i>100.00000</i>

Agenda 10. Other business (if any)

TCMC's Director addressed the issues and enquiries as raised by shareholders during Q&A session as follows

Shareholder Mr. Seksan Kajornkiattikun, a shareholder who attended the meeting in person, asked about the trend of Q1/2023 performance.

Director Miss Piyaporn Phanachet, Chief Executive Officer, expressed her gratitude to the shareholder and clarified the performance of each business separately as follows:

- TCM Living currently has pending production orders, which make up 21% of the 2023 target. Although this ratio is slightly lower compared to the same period last year, it can still be considered that the orders have exceeded management expectations, given the challenging market environment influenced by the economic downturn, which is believed to have already passed its lowest point.
- TCM Surface demonstrates promising prospects, with accumulated orders accounting for over 40% of the 2023 target.
- TCM Automotive operates based on made-to-order production, where orders are estimated in advance. Currently, it has accumulated orders that account for approximately 32% of the 2023 target, indicating a favorable market reception in Q1/2023.

Shareholder Mr. Zennarin Likhitcharoen, a shareholder who attended the meeting in person, raised a question regarding the possibility of TCM Living successfully entering the IPO and whether the funds raised from the IPO would be utilized to partially repay the loan.

Director Miss Piyaporn Phanachet, Chief Executive Officer, expressed her appreciation to the shareholder and clarified as follows:

In the event of a successful IPO for TCM Living, a portion of the funds would be allocated towards repaying the loan definitely. Additionally, another portion would be reserved to support the further expansion of TCM Living's business activities.

Shareholder Mr. Zennarin Likhitcharoen, a shareholder who attended the meeting in person, raised a question regarding the usage of TCM Living's website. The observation found that the traffic on each brand's website was not much. It showed that the company heavily relies on sales channels

through furniture retailers. Then he inquired about the company's policy regarding selling through its own online channels. He suggested that leveraging online sales channels could potentially increase profit margins by reducing commissions and costs.

Director

Miss Piyaporn Phanachet, Chief Executive Officer, expressed her appreciation to the shareholder and clarified as follows:

TCM Living primarily operates through furniture wholesalers and small boutiques across the UK. We acknowledged that the company heavily relies on sales channels through large furniture stores, as customers tend to research information online before visiting the store to physically experience the furniture. Consequently, sales through retail, wholesale, and independent stores remain essential for the company, as they serve as its customer base. However, the Company will consider the suggestion to explore opportunities for increasing profits through online channels. If there is a viable opportunity to enhance profitability from online sales, the company is open to exploring it further.

Shareholder

Mr. Chet Mueansom, a shareholder who attended the meeting in person, inquired if Mr. Pimol Srivikorn would be willing to share his vision regarding the future of TCMC going forward.

Director

Mr. Pimol Srivikorn, Chairman of the Board of Directors, extended his gratitude to the shareholder and share his opinion as follow:

He expressed confidence in TCMC's businesses, echoing the earlier remarks of the CEO that everything is progressing positively. Regarding TCM Surface, customers who are part of hotel groups have resumed their normal operations, leading to an increase in orders. The Company successfully reduced costs and streamlined its organization during the COVID period, aligning the workforce with the incoming order volume. Currently, as more orders are coming in, the Company is maintaining its performance. If sales return to levels close to the pre-COVID period, higher profitability is expected. Additionally, the Company has introduced new acoustic panels that have been in development for a year. These products have been launched at this year's Architect's Expo and have garnered significant interest from domestic and international customers due to their unique design. While still in the early stages of production, the Company is prepared to scale up manufacturing if demand increases.

TCM Automotive business has demonstrated consistent and satisfactory performance, largely due to its partnerships with Japanese business groups. The Company is confident in its ability to effectively cater to the needs of Japanese car customers. Despite the business slowdown caused by COVID, the TCM Automotive business has managed to maintain its performance without significant decline.

TCM Living has undergone two management changes, and the current situation has stabilized successfully. However, the market conditions are challenging. During the previous years, the Company implemented a lean organizational structure, and there is a backlog of orders awaiting production and export recently. Hence, this year, the Company has set a higher profit target. Looking ahead, if the Company successfully enters the IPO market, a portion of the funds will be allocated for loan repayment, while the remainder will be used for business expansion.

Shareholder

Mr. Supoj Bowonrubhorn, a shareholder who attended the meeting in person, raised a question regarding the current income level, which has reached a comparable level to the pre-COVID

period. He wanted to know whether the Company foresees that possibility of further increasing the net profit and if so, the strategies and methods to achieve it.

Director

Miss Piyaporn Phanachet, Chief Executive Officer, answered questions as follows:

Increasing net profit is the primary goal for this year, as the company focuses on improving efficiency, a commitment that has been ongoing for the past two years. Clear results have been evident from the TCM Surface's performance. As for TCM Living, the company is dedicated to developing and enhancing efficiency to the fullest extent. The company has implemented measures to reduce overhead costs, which will help decrease expenses and overall costs. The significant impact of these efforts is expected to be seen in September of this year. Considering the uncertain global economic situation, the company anticipates improvements in efficiency that will likely manifest in the fourth quarter of 2023.

Director

Mr. Pimol Srivikorn, Chairman of the Board of Directors, emphasized the importance of companies improving their profit-to-sales ratio compared to previous performance. As a manufacturer, the company faces high costs and fixed expenses, such as depreciation and employee salaries at all levels. In the event of sales falling short of the target, the Company recognizes that implementing cost-cutting measures solely through workforce reduction and subsequent rehiring upon receiving new orders may not be sufficient or feasible. The TCM surface has successfully achieved a streamlined workforce while maintaining efficiency and leveraging technology to boost the profit per sale ratio. With the anticipation of increased order volumes, the positive outcomes of these improvements will become more evident in both the Living and Surface businesses.

After that, the meeting did not have any other matters to consider or make further inquiries. The Chairman then stated appreciation to the shareholders who attended the Meeting and supported the Company's business consistently and adjourned the meeting at 11.45 a.m.

Signed _____ Chairman of the Meeting
(Mr. Pimol Srivikorn)

Signed _____ Company Secretary
(Mrs. Noppaporn Aphiwatthanakul)

Profiles of the candidate directors nominated to replace the directors retiring by rotation

Name: Mr. Soravis Krairiksh
Age: 51 years
Nationality: Thai
Educational qualification: Master in Finance, London Business School
 Bachelor in Economics, London School of Economics
Director Accreditation Program: Director Accreditation Program (DAP) class 42/2005
 Advanced Audit Committee Program (AACP) class 31/2018

Work Experience:

2020 – Present: Managing Director, Investment Banking Group - Bualuang Securities PCL.
 2015 – 2019: Deputy Managing Director, Investment Banking Group - Bualuang Securities PCL.
 2012 – 2018: Executive Vice President, Investment Banking Group - Bualuang Securities PCL.
 2009 – 2011: Senior Vice President - Bangkok Bank PCL.
 2007 – 2008: Senior Vice President - Bualuang Securities PCL.
 2004 – 2006: First Vice President - Bualuang Securities PCL

Current job position: Independent Director / Chairman of the Audit Committee

Nature of the nominated Directorship: Independent Director

Number of Years in Current Directorship: Hold the position from 29 November 2005 to 2023, a total of 18 years.

Attendance the Meeting in 2023: Participated in 5/5 Meetings

Being directors/executives in other businesses:

Number	In any listed companies	In any non-listed companies	The position in any business that competes/engages in the Company's business
	Nature of the Directorship		
1 Company	(1) Managing Director, Investment Banking Group - Bualuang Securities PCL.	None	None

Positions in any companies which may result in a conflict of interest with the Company -None-
 Ownership of Company Securities -None-
 Direct and Indirect Interests in Any Business that the Company or Subsidiary is a Contractual Party to -None-
 Family relationship with executives or major shareholders -None-
 Relationship with the company/subsidiary/ associated company or juristic person that may have conflicts (at present or in the past 2 years) -None-
 Being director involved in management, employees or consultants receiving a regular salary -None-
 Being professional service providers such as auditors or legal advisors -None-
 Significant business relationships may result in the inability to perform independently -None-

(The proposed candidate has held none as director or management in other business which may create the conflict of interests against the Company)

Profiles of the candidate directors nominated to replace the directors retiring by rotation

Name	Mr. Suvitcha Nativivat
Age	42 years
Nationality	Thai
Educational qualification	Bachelor's degree in Laws, Chulalongkorn University, Thailand Bachelor's degree in Laws (Hons), University of London, UK Bachelor's degree in Business Administration, Sukhothai Thammathirat University, Thailand Master's degree in Laws, University of Pennsylvania Law School, USA
Director Accreditation Program	Director Accreditation Program (DAP) Class 188/2014 Advanced Audit Committee Program (AAP) Class 30/2018 Director Leadership Certification Program (DLCP) Class 1/2021 Role of the Chairman Program (RCP) Class 49/2022



Work Experience

2016 – Present:	Managing Director - Vitaboost (Thailand) Co., Ltd.
2015 – Present:	Director – Power Matic Co., Ltd.
2014 – Present:	Director - N-Vest Venture Capital Co., Ltd.
2011 – Present:	Partner - Bunchong and Vidhya Law Office Co., Ltd.
2009 – Present:	Independent Director and Audit Committee Member - King Wai Life Insurance (Thailand) PCL. (Formerly Manulife Insurance (Thailand) PCL.)
2010 – 2011:	Senior Associate - Timblich and Partners Co., Ltd.
2008 – 2010:	Associate - Linklaters (Thailand) Co., Ltd.

Current job position Independent Director / Audit Committee

Nature of the nominated Directorship Independent Director

Number of Years in Current Directorship Hold the position from 29 April 2013 to 2023, a total of 11 years.

Attendance the Meeting in 2023 Participated in 5 / 5 Meetings

Being directors/executives in other businesses:

In any listed companies		In any non-listed companies	The position in any business that competes/engages in the Company's business
Number	Nature of the Directorship		
None	-	5 Companies	None

Positions in any companies which may result in a conflict of interest with the Company

-None-

Ownership of Company Securities

-None-

Direct and Indirect Interests in Any Business that the Company or Subsidiary is a Contractual Party to
Family relationship with executives or major shareholders

-None-

-None-

Relationship with the company/subsidiary/ associated company or juristic person that may have conflicts (at present or in the past 2 years)

-None-

Being director involved in management, employees or consultants receiving a regular salary

-None-

Being professional service providers such as auditors or legal advisors

-None-

Significant business relationships may result in the inability to perform independently

-None-

(The proposed candidate has held none as director or management in other business which may create the conflict of interests against the Company)

Profiles of the candidate directors nominated to replace the directors retiring by rotation

Name	Mrs. Duangjai Lorlertwit
Age	62 years
Nationality	Thai
Educational qualification	Bachelor of Communication Arts, Chulalongkorn University
Director Accreditation Program	Director Certification Program (DCP) Class 148/2011 Advanced Audit Committee Program (AACP) Class 30/2018 Director Leadership Certification Program (DLCP) Class 1/2021 Subsidiary Governance Program (SGP) Class 5/2023

**Work Experience**

2023 - Present:	Independent Director and Audit Committee Member – The One Enterprise PCL.
2023 - Present:	Independent Director and Audit Committee Member – Srisawad Capital 1969 PCL.
2018 – Present:	Advisor – Stonehenge Inter PCL.
2018 – 2020:	Director – GMM Studios International Co., Ltd.
2017 – 2020:	Director and Executive Director – GMM Channel Holding Co., Ltd. (Formerly GMM Channel Trading Co., Ltd.)
2016 – 2020:	Advisor to the Chairman – CAT Telecom PCL.
2016 – 2019:	Director – C Panel Co., Ltd.
2006 – 2017:	Partner – JD Partner Co., Ltd.
2003 – 2005:	Executive Vice President – MCOT PCL.
2001 – 2003:	Chief Operation Officer – Nation Broadcasting Corporation Co., Ltd. and Nation Radio Co., Ltd.
1990 – 1999:	Managing Director – Grammy Television Co., Ltd.
1990 – 1999:	Executive Director – Grammy Entertainment PCL.

Current job position Independent Director / Audit Committee

Nature of the nominated Directorship Independent Director

Number of Years in Current Directorship Hold the position from 1 March 2018 to 2023, a total of 6 years

Attendance the Meeting in 2023 Participated in 5/5 Meetings

Being directors/executives in other businesses:

Number	In any listed companies		In any non-listed companies	The position in any business that competes/engages in the Company's business
	Nature of the Directorship			
2 companies	(1) Independent Director / Audit Committee - The ONE Enterprise PCL.	(2) Independent Director / Audit Committee - Srisawad Capital 1969 PCL.	1 company	None

Positions in any companies which may result in a conflict of interest with the Company	-None-
Ownership of Company Securities	-None-
Direct and Indirect Interests in Any Business that the Company or Subsidiary is a Contractual Party to	-None-
Family relationship with executives or major shareholders	-None-
Relationship with the company/subsidiary/ associated company or juristic person that may have conflicts (at present or in the past 2 years)	-None-
Being director involved in management, employees or consultants receiving a regular salary	-None-
Being professional service providers such as auditors or legal advisors	-None-

Significant business relationships may result in the inability to perform independently-None-

(The proposed candidate has held none as director or management in other business which may create the conflict of interests against the Company)

Definition of an Independent Director

The Company's definition of an independent director meets the minimum requirements of the SEC or the SET regarding shareholding in the Company, the requirement of no employment as the Company's employee, member of staff, salaried advisor or controlling person, and the requirement relating to the absence of a business relationship. An independent director must have all the following qualifications:

1. Holding shares not exceeding one per cent of the total number of shares with voting rights of the company, its parent company, subsidiary company, associate company, or any juristic entities of persons who may have conflicts, including shares held by related persons of such independent director;
2. Neither being nor used to be an executive director, employee, staff, advisor who receives salary, or controlling person of the company, its parent company, subsidiary company, associate company, same-level subsidiary company, or any juristic entities of persons who may have conflicts, unless the foregoing status has ended not less than two years;
3. Not being a person related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of child, executive, major shareholder, controlling person, or person to be nominated as executive or controlling person of the company or its subsidiary company;
4. Neither having nor used to have a business relationship with the company, its parent company, subsidiary company, associate company or any juristic entities of persons who may have conflicts, in the manner which may interfere with his independent judgement, and neither being nor used to be a major shareholder, directors who are not independent directors or executive of any person having a business relationship with the company, its parent company, subsidiary company, associate company or any juristic entities that may have conflicts, unless the foregoing relationship has ended not less than two years;
5. Neither being nor used to be an auditor of the company, its parent company, subsidiary company, associate company, any juristic entities that may have conflicts, and not being a major shareholder, directors who are not independent directors, executive or partner of an audit firm which employs auditors of the company, its parent company, subsidiary company, associate company or any juristic entities that may have conflicts, unless the foregoing relationship has ended not less than two years;
6. Neither being nor used to be a professional services provider including those as legal advisor or financial advisor who receives service fees exceeding two million baht per year from the company, its parent company, subsidiary company, associate company or any juristic entities that may have conflicts. In the event that the professional service provider is a juristic person, this includes being a major shareholder, directors who are not independent directors, executive or partner of the provider of professional services, unless the foregoing relationship has ended not less than two years;
7. Not being a director appointed as representative of directors of the company, major shareholder or shareholder who is related to major shareholder of the company;
8. Not undertaking any business in the same nature and in competition to the business of the company or its subsidiary company or not being a significant partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding one per cent of the total number of shares with voting rights of other company which undertakes business in the same nature and in competition to the business of the company or its subsidiary company;
9. Not having any other characteristics which cause the inability to express independent opinions with regard to the company's business operations.

Company's Articles of Association relating to shareholders' meeting

1. Calling of the Shareholders Meeting.

Article 2 Within four months of ending the Company's financial period, the Board of Director shall call for an Ordinary Meeting of Shareholders.

Any other meeting thereafter shall be called the Extraordinary Meeting of Shareholders.

Article 5 To call a Meeting of Shareholders, the board of directors must prepare a notice indicating the place, date, time, agenda, and matters to be proposed at the meeting, together with any other appropriate details, by specifying clearly that it is a matter to be proposed for acknowledgment, approval, or consideration, as the case may be, including the board of directors' opinion on those matters. Additionally, the notice must be sent to the shareholders and the Public Companies Registrar seven (7) days or more before the meeting date. The notice must also be published in a newspaper or by electronic means, according to the rules and methods prescribed by law.

2. Quorum.

Article 6 At a Meeting of Shareholder, a quorum is said to be formed when at least twenty-five persons, being shareholders and proxies (if any), or at least half of all the shareholders representing at least one third of all the shares sold are present.

In the event that a quorum cannot be formed within one hour after the appointed time for the Meeting, such Meeting shall, if called for by the shareholders, be cancelled, if not called for by the shareholders, be postponed, and another invitation to attend the next Meeting shall be sent to the shareholders within seven (7) days before the date of the next Meeting and at the time of the next Meeting a quorum need not be formed.

Article 7 The Board Chairman shall chair the Meeting of Shareholders. In the event that he is not present at the Meeting or unable to perform his duties, the Deputy Board Chairman shall chair the Meeting, if he is present; if he is neither present nor able to perform his duties, the shareholders at the Meeting shall elect one of their members to be the Chairman of the Meeting.

Article 9 A shareholder may appoint a proxy to attend and vote at a meeting of shareholders on his/her behalf. The proxy form must be submitted to the Chairman of the Board, or the person designated by the Chairman at the meeting place before the proxy attends the meeting. The proxy form must be in the form prescribed by the registrar. The appointment if proxy may be performed by electronic media provided that the method shall be safe and reliable to be proven that the proxy is performed by such shareholders, and in accordance with the rules prescribed by the registrar.

3. Voting.

Article 8 The decision at the Meeting shall be made by majority vote, unless otherwise expressly indicated herein or enforced by the laws.

At the time of voting, irrespective of the method, one share shall have one voting right. The Shareholders who have vested interest in the matter being decided shall not be entitled to cast their votes, the exception being election of directors.

In case of a tie, the Chairman of the Meeting shall cast another vote as a ruling vote.

4. Agenda of the Meeting.

Article 3 At the Annual Ordinary Meeting of Shareholders, the agenda shall include the following items:

(1) To endorse the report on the previous year's performance presented by the Board of Directors.

(2) To endorse the balance sheet and the profit and loss statement.

(3) To allocate profits.

(4) To appoint new directors in place of those whose office terms have come to an end.

(5) To appoint an auditor and fix his remuneration.

(6) To transact other businesses.

5. Election of Directors, Retired Directors by rotation and Remuneration of Directors.

Article 10 The Company's Board of Directors shall be made up of five to twelve directors, half of which shall reside in the Kingdom of Thailand.

Article 11 At the time of electing directors, each shareholder shall be entitled to cast one vote for each share he holds and cast all of his votes to elect one or many persons to become a shareholder or shareholders, but he may not cast too many or too little votes for any persons. The persons of the number of directors to be appointed at any time who have obtained the most votes in descending order shall be appointed as directors. In case of a tie, the Chairman of the Meeting shall cast another vote as a ruling vote.

Article 12 At every Annual Meeting, one third of the Directors on the Board shall vacate their office; if the number of all directors is not divisible by three, the number of directors vacating their office shall be the nearest to one third.

In the first and the second year after company registration the directors to leave their office shall be decided by a draw and thereafter the directors whose office terms are the longest shall vacate their office.

The directors who have vacated their office may be reelected.

Article 25 Directors shall be entitled to compensations in the form of salary, meeting allowance, allowance, reward, gratuity, bonus or any other benefits hereunder where the fixed amounts of or criteria for which shall be decided and set forth by the Meeting of Shareholders from time to time or the same may be effective all the time until changes are made; moreover, directors shall be entitled to other allowances and welfare according to the Company's regulations.

6. Payment of Dividend and Allocation of the Profit.

Article 40 The Company's financial year shall commence on January 1 and ends on December 31 of every year.

Dividend shall not be paid from any sum other than profit. In the event where the Company has accumulated loss, no dividend shall be paid.

Dividend shall be paid according to the number of shares and each share shall earn equal amount of dividend.

The Board of Directors may occasionally pay interim dividends to shareholders when the company has enough profits to do so. After payment of such dividend, a report shall be presented to the next Meeting of Shareholders.

Payment of dividends shall be made within one month from the date of the resolution of the Meeting of Shareholders or of the Board of Directors, as the case may be. A notice of dividend payment shall be served to shareholders and published in a newspaper or via electronic means, operating in accordance with the rules and methods prescribed by law.

Article 41 The Company shall allocate a certain amount of annual net profit to reserve. Such a reserve shall be at least 5% of the annual net profit less the accumulated loss (if any) until such reserve amounts to at least 10% of the registered capital.

The amount of profit remaining after payment of dividend may be allocated to reserves for any purposes deemed appropriate by the Board of Directors.

Documents or evidence showing the identity of the shareholder or proxy of the shareholder entitled to attend the 2024 Annual General Meeting of Shareholders.

For an Individual Person

1. A Thai Nationality.

- 1.1 The identification card of the shareholder or any card issued by governmental authorities or state enterprises.
- 1.2 In case of granting of Proxy, copies of identification card of the shareholder and proxy.

2. A Non-Thai Nationality.

- 2.1 The passport or personal alien document of the shareholder.
- 2.2 In case of granting of Proxy, copy of passport or personal alien document of the shareholder and proxy.

For Juristic Person

1. A Juristic Person registered in Thailand.

- 1.1 Certificate issued by the Department of Business Development no longer than 60 days; and
- 1.2 Copies of identification card or passport or personal alien document of authorized director(s) signing in the Proxy Form and the proxy thereof.

2. A Juristic Person registered outside Thailand.

- 2.1 Company's Certificate; and
- 2.2 Copy of passport of the authorized director(s) signing in the Proxy Form and the identification card or passport of proxy.

A copy of the aforesaid documents is required to be certified true copy. In case of any documents or evidence executed outside Thailand, such documents or evidence are required to be notarized by a Notary Public.

Shareholders or proxies can register through the IR PLUS AGM application on 26 April 2024 from 8.30 a.m. onwards.

Remark

1. Shareholders who wish to attend the 2024 Annual General Meeting of Shareholders through electronic media (E-AGM), must prepare the registration form and supplementary documents as Enclosure No. 6 **to verify identity through the IR PLUS AGM web or mobile application from the date of receiving the meeting invitation until 25 April 2024.**

2. Shareholders who wish to appoint a proxy to attend the 2024 Annual General Meeting of Shareholders through electronic media (E-AGM) on their behalf, must prepare a registration form and supplementary documents as in Enclosure No. 6, together with the complete proxy form, the proxy evidence can be submitted in 3 channels as follows.

- 1) Confirm the proxy through the IR PLUS AGM web or mobile application.
- 2) Taking a picture or scan all documents, then send them via E-mail to ir@tcm-corporation.com by specifying the e-mail and mobile phone number of the proxy. The Company will reply to confirm the identity of the proxy to the shareholders before the meeting date.
- 3) Send the documents by registered mail to Investor Relations Department, TCM Corporation Public Company Limited, No. 2054, New Petchburi Road, Bang Kapi Sub-district, Huaykwang District, Bangkok 10310.

After passing the verification, proxies can verify their identity via the IR PLUS AGM web or mobile application from the date of approval until April 25, 2024

3. Shareholders who are **unable** to attend the 2024 Annual General Meeting of Shareholders through the electronic media (E-AGM) may appoint an independent director of the Company to participate in the meeting and vote on his/her behalf **by verifying the identity through the IR PLUS AGM web or mobile application and inform the details of a director who is appointed as proxies after received the invitation until 25 April 2024**, or scan, or take a picture of the proxy form with completed information, then send them via Email to ir@tcm-corporation.com or send the original document via registered post to Investor Relations Department, TCM Corporation Public Company Limited, No. 2054, New Petchburi Road, Bangkok Sub-district, Huaykwang District, Bangkok 10310, **by 22 April 2024**

Profiles of the independent directors proposed as proxies by the Company



Name and Surname : Mr. Soravis Krairiksh
Current Position : Independent Director and Chairman of the Audit Committee
Nationality : Thai
Age : 51 years
Address : 11/16 Bangna-Trad Road, Bang Phli Yai Subdistrict, Bang Phli District, Samut Prakan Province 10540
Education : Master in Finance, London Business School
 Bachelor in Economics, London School of Economics
Director Accreditation Program: Director Accreditation Program (DAP) Class 42/2005
 Advanced Audit Committee Program (AAP) Class 31/2018

Work Experience:

2020 – Present: Managing Director, Investment Banking Group - Bualuang Securities PCL.
 2015 – 2019: Deputy Managing Director, Investment Banking Group - Bualuang Securities PCL.
 2012 – 2018: Executive Vice President, Investment Banking Group - Bualuang Securities PCL.
 2009 – 2011: Senior Vice President - Bangkok Bank PCL.
 2007 – 2008: Senior Vice President - Bualuang Securities PCL.
 2004 – 2006: First Vice President - Bualuang Securities PCL

Meeting Attendance of the Past Year: Attended 5 of 5 of Board of Directors Meetings
 Attended 4 of 4 of Audit Committee Meetings

Period of Directorship: Hold the position from 29 November 2006 to 2023, a total of 18 years

Shareholding in the Company: at the date of 31 December 2023 - None

Shareholding for Spouse and Child in the Company: at the date of 31 December 2023 - None

Director in Other Listed Company : Bualuang Securities PCL.

Other Position Substantially Related with the Company's Business : None

Interest in the Agenda Considered : Being nominated to the Meeting of Shareholders for the appointment to be re-elected in Agenda 6

Profiles of the independent directors proposed as proxies by the Company.

Name and Surname: Mr. Suvitcha Nativivat

Current Position: Independent Director and Member of the Audit Committee

Nationality: Thai

Age: 42 years

Address: 877/105 Rama 9 Road, Suan Luang Subdistrict, Suan Luang District, Bangkok 10250

Education: Bachelor's degree in Laws, Chulalongkorn University, Thailand
 Bachelor's degree in Laws (Hons), University of London, UK
 Bachelor's degree in Business Administration, Sukhothai Thammathirat University, Thailand
 Master's degree in Laws, University of Pennsylvania Law School, USA

Director Accreditation Program: Director Certification Program (DCP) Class 188/2014
 Advanced Audit Committee Program (AAP) Class 30/2018
 Director Leadership Certification Program (DLCP) Class 1/2021
 Role of the Chairman Program (RCP) Class 49/2022

Work Experience:

2016 – Present: Managing Director - Vitaboost (Thailand) Co., Ltd.

2015 – Present: Director – Power Matic Co., Ltd.

2014 – Present: Director - N-Vest Venture Capital Co., Ltd.

2011 – Present: Partner - Bunchong and Vidhya Law Office Co., Ltd.

2009 – Present: Independent Director and Audit Committee Member - King Wai Life Insurance (Thailand) PCL. (Formerly Manulife Insurance (Thailand) PCL.)

2010 – 2011: Senior Associate - Timblich and Partners Co., Ltd.

2008 – 2010: Associate - Linklaters (Thailand) Co., Ltd.

Meeting Attendance of the Past Year: Attended 5 of 5 of Board of Directors Meetings
 Attended 4 of 4 of Audit Committee Meetings

Period of Directorship: Holding Positions since 29 April 2013 until 2023 for total 11 years

Shareholding in the Company: at the date of 31 December 2023 - None

Shareholding for Spouse and Child in the Company: at the date of 31 December 2023 - None

Director in Other Listed Company: None

Other Position Substantially Related with the Company's Business: None

Interest in the Agenda Considered: Being nominated to the Meeting of Shareholders for the appointment to be re-elected in Agenda 6



Profiles of the independent directors proposed as proxies by the Company.

Name and Surname : Mrs. Duangjai Lorlertwit
Current Position : Independent Director and Member of the Audit Committee
Nationality : Thai
Age : 62 years
Address : 23 Soi Phibun Watthana Building, Rama 6 Road, Phayathai Subdistrict, Phayathai District, Bangkok 10400
Education : Bachelor of Communication Arts, Chulalongkorn University
Director Accreditation Program: Director Certification Program (DCP) Class 148/2011
 Advanced Audit Committee Program (AACP) Class 30/2018
 Director Leadership Certification Program (DLCP) Class 1/2021
 Subsidiary Governance Program (SGP) Class 5/2023



Work Experience :

2023 - Present: Independent Director and Audit Committee Member – The One Enterprise PCL.
 2023 - Present: Independent Director and Audit Committee Member – Srisawad Capital 1969 PCL.
 2018 – Present: Advisor – Stonehenge Inter PCL.
 2018 – 2020: Director – GMM Studios International Co., Ltd.
 2017 – 2020: Director and Executive Director – GMM Channel Holding Co., Ltd. (Formerly GMM Channel Trading Co., Ltd.)
 2016 – 2020: Advisor to the Chairman – CAT Telecom PCL.
 2016 – 2019: Director – C Panel Co., Ltd.
 2006 – 2017: Partner – JD Partner Co., Ltd.
 2003 – 2005: Executive Vice President – MCOT PCL.
 2001 – 2003: Chief Operation Officer – Nation Broadcasting Corporation Co., Ltd. and Nation Radio Co., Ltd.
 1990 – 1999: Managing Director – Grammy Television Co., Ltd.
 1990 – 1999: Executive Director – Grammy Entertainment PCL.

Meeting Attendance of the Past Year : Attended 5 of 5 of Board of Directors Meetings
 Attended 4 of 4 of Audit Committee Meetings

Period of Directorship : Hold the position from 1 March 2018 to 2023, a total of 6 years

Shareholding in the Company : at the date of 31 December 2023 - None

Shareholding for Spouse and Child in the Company : at the end of 31 December 2023 - None

Director in Other Listed Company : None

Other Position Substantially Related with the Company's Business : None

Interest in the Agenda Considered : Being nominated to the Meeting of Shareholders for the appointment to be re-elected in Agenda 6

Procedures for attending the 2024 Annual General Meeting of Shareholders
through the Electronic Media (E-AGM)

1. The identity verification of shareholders and shareholders who wish to appoint a proxy to attend the meeting (Proxy holder)

The shareholders and shareholders wishing to grant a proxy to another person to attend the 2024 Annual General Meeting of Shareholders via electronic media (E-AGM) must submit a registration form and supplementary documents as in Enclosure No. 6 to verify identity following the steps as in Enclosure No. 8. The identity verification documents can be submitted from the date of receiving the letter of invitation until 25 April 2024.

2. Accessing the system or application to attend the meeting via electronic media (E-AGM)

- The shareholders can download IR Plus AGM application or using Web Application by visiting <https://webagm.irplus.in.th/> and study the instruction manual from QR Codes below.

		
Download Application IR Plus AGM via App Store (iOS Version 14.5 or above)	Download Application IR Plus AGM via Google Play store (Android Version 8 or above)	User manual for IR Plus AGM Application

Any questions or encounter any difficulties, please call (+66) (0)2 022 6200 ext. 2 or 626, between 9.00 a.m. and 5.30 p.m. (Bangkok time) Monday to Friday (except public holidays) or Add Line ID: @irplusagm



3. Submission questions in advance

Shareholders who wish to submit questions in advance may send the questions through the following channels:

Post: Investor Relations,
2054 New Petchburi Road, Bangkapi Subdistrict, Huaykwang District, Bangkok 10310
Email: ir@tcm-corporation.com
Phone: 02 318 3960 ext. 412



IR PLUS AGM Electronic-Annual General Meeting (E-AGM)

1. Download and Install application “IR PLUS AGM”

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



iOS
iOS 14.5 ขึ้นไป



Android
Android 8.0 ขึ้นไป

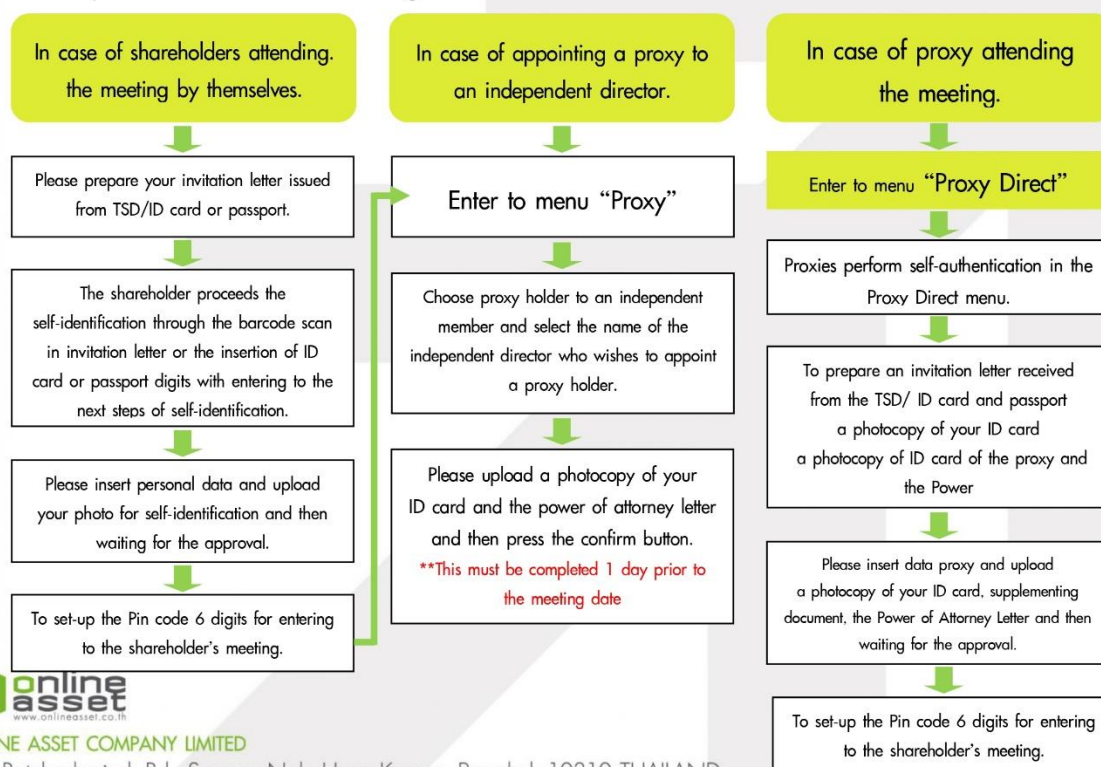


“webagm.irplus.in.th”

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

2. Identity verification process (KYC)

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



ONLINE ASSET COMPANY LIMITED

466 Ratchadapisek Rd., Samsen-Nok, Huay Kwang, Bangkok 10310 THAILAND

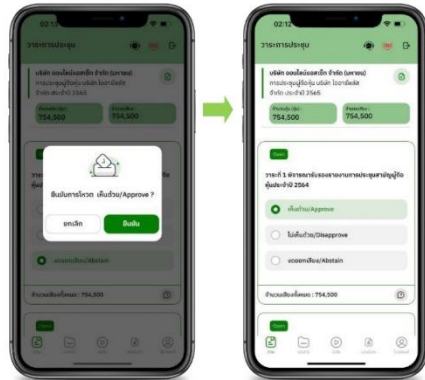
Tel : +662 022 6200 Fax : +662 022 6255

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How to vote.

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



3. Asking question, Text format and VDO Call format



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

4. Other Menu

- : Document
- : Media or VDO Presentation
- : Proxy *Incase Provide proxy to independent directors only.
This must be completed 1 day prior the meeting date
- : Profile
- : Log out ****When you confirm to log out the meeting Your vote will eliminate from the vote base immediately.**
- : Live stream



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

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



Add Line id : @irplusagm

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



ONLINE ASSET COMPANY LIMITED

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Tel : +662 022 6200 Fax : +662 022 6255

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

Duty Stamp 20.- Baht

Form of Proxy, Form A.

Made at

Date.....Month.....Year

(1) I/We.....nationality.....
 Residing/located at No.....Road,.....Tambol/Kwaeng.....
 Amphur/Khet.....Province.....Postal Code

(2) Being a shareholder of **TCM Corporation Public Company Limited.**
 Holding the total amount of.....shares and have the right to vote equal to.....votes as follows:
 Ordinary shares:.....shares, and have the right to vote equal to..... votes
 Preferred shares:.....shares, and have the right to vote equal to.....votes

(3) I/We wish to appoint
 (1).....Age.....years,
 Residing at No.....Road.....Sub - District.....
 District....., Province....., Postal Code.....or
 (2).....Age.....years,
 Residing at No.....Road.....Sub - District.....
 District....., Province....., Postal Code.....or
 (3).....Age.....years,
 Residing at No.....Road.....Sub - District.....
 District....., Province....., Postal Code.....or

As only one of my/our proxy to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders to be held on 26 April 2024 at 10.00 a.m only via electronic media by relaying from TCM Corporation Plc. or such other date, time and place as may be adjourned.

Any acts performed by the proxy in this meeting shall be deemed to be the actions performed by myself/ourselves.

Signed.....Grantor
 (.....)
 Signed.....Grantee
 (.....)
 Signed.....Grantee
 (.....)
 Signed.....Grantee
 (.....)

Remarks

A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes

Duty Stamp 20.- Baht

Form of Proxy, Form B.

Made at _____
Date _____ Month _____ Year _____

(1) I/We _____ nationality _____
Residing/located at No. _____ Road, _____ Tambol/Kwaeng _____
Amphur/Khet _____ Province _____ Postal Code _____

(2) being a shareholder of TCM Corporation Public Company Limited, holding _____ shares in total
which are entitled to cast _____ votes as follows:

Ordinary shares: _____ shares, with the voting right of _____ votes

Preferred shares: _____ shares, with the voting right of _____ votes

(3) I/We wish to appoint

(1) _____ Age _____ years,
Residing at No. _____ Road _____ Sub - District _____
District _____, Province _____, Postal Code _____ or

(2) **Mr. Soravis Krairiksh, Chairman of the Audit Committee and Independent Director**, Age 51 years,
Residing at No. 11/16 Road, Bang Na-Trat, Sub-District Bang Phli Yai, District Bang Phli,
Province Samut Prakan, Postal Code 10540 or

(3) **Mr. Suvitcha Nativat, the Audit Committee and Independent Director**, Age 42 years,
Residing at No. 877/105 Road Rama 9 Sub - District Suan Luang
District Suan Luang, Province Bangkok, Postal Code 10250 or

(4) **Mrs. Duangjai Lorlertwit, the Audit Committee and Independent Director**, Age 62 years,
Residing at No. 23 Phibun Wattana Building Road Rama 6 Sub - District Phaya Thai
District Phaya Thai, Province Bangkok; Postal Code 10400

Any one of them as my/our proxy to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders to be held on 26 April 2024 at 10.00 a.m only via electronic media by relaying from TCM Corporation Plc. or such other date, time and place as may be adjourned.

(4) I/We authorize my/our proxy to cast the votes on my/our behalf at the above meeting in the following manners:

Agenda 1 To acknowledge the Minutes of the 2023 Annual General Meeting of Shareholders.

(The agenda is for acknowledgement; the meeting's resolution is not required)

Agenda 2 To acknowledge the report on the Company's operating results for the year 2023 and the Annual Report (Form 56-1 One Report)

(The agenda is for acknowledgement; the meeting's resolution is not required)

Agenda 3 To consider and approve the audited statement of financial position and statements of comprehensive income for the fiscal year ended 31 December 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 the following instructions:

Approve Disapprove Abstain

Agenda 4 To consider and approve the appropriation of profit and the non-payment of dividends to the shareholders for the operating result of the year ended 31 December 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 the following instructions:

Approve Disapprove Abstain

Agenda 5 To consider and approve bonus payment for the year 2023 to the Board of Directors

(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 the following instructions:

Approve Disapprove Abstain

Agenda 6 To consider and approve the appointment of directors replacing those 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 the following instructions:

Appointment of all directors

- Approve Disapprove Abstain
- Appointment of any director(s)
- (1) Name of Director: **Mr. Soravis Krairiksh**
- Approve Disapprove Abstain
- (2) Name of Director: **Mr. Suvitcha Nativivat**
- Approve Disapprove Abstain
- (3) Name of Director: **Mrs. Duangjai Lorlertwit**
- Approve · Disapprove · Abstain

Agenda 7 To consider and approve the remuneration of the Board of Directors and the Audit Committee 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 the following instructions:
- Approve Disapprove Abstain

Agenda 8 To consider and approve the appointment of auditors, and their 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 the following instructions:
- Approve Disapprove Abstain

Agenda 9 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 the following instructions:
- Approve Disapprove Abstain

(5) If the votes which the proxy casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.

(6) If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting considers or resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, then the proxy will be entitled to cast the votes on my/our behalf at his/her own discretion.

Any acts or performance caused by the proxy at the above meeting, except voting in contravention of my/our instruction, shall be deemed as my/our acts and performance in all respects.

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

Signed..... Grantee
(.....)

Signed..... Grantee
(.....)

Signed..... Grantee
(.....)

Remarks

1. A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes
2. As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
3. In case there are more agendas to be discussed than those specified above, the grantor may make additional authorization in the Attachment to Proxy Form B.

Attachment to Proxy Form B.

A proxy is granted by a shareholder of TMC Corporation Public Company Limited.

For the 2024 Annual General Meeting of Shareholders to be held 26 April 2024 at 10.00 a.m. only via the electronic media, relaying from TCM Corporation Public Company Limited or such other date, time and place as may be adjourned.

- Agenda no. re:
- (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 the following instructions:
 - Approve Disapprove Abstain
- Agenda no. re:
- (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 the following instructions:
 - Approve Disapprove Abstain
- Agenda no. re:
- (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 the following instructions:
 - Approve Disapprove Abstain
- Agenda no. re: Appointment of directors (Continued)
- Name of Director
- Approve Disapprove Abstain
- Name of Director
- Approve Disapprove Abstain
- Name of Director
- Approve Disapprove Abstain
- Name of Director
- Approve Disapprove Abstain

Form of Proxy, Form C.

Made at

Date Month Year

(1) We

Residing at No., Road, Sub - District

District, Province, Postal Code

in our capacity as the custodian for

Being a shareholder of TCM Corporation Public Company Limited, holding shares in total which are entitled to cast votes as follows:

Ordinary shares: shares in total which are entitled to cast votes;

and Preferred shares: shares in total which are entitled to cast votes,

(2) We wish to appoint

- (1) Age years,
- Residing at No., Road, Sub - District
- District, Province, Postal Code, or
- (2) **Mr. Soravis Krairiksh** **Chairman of the Audit Committee and Independent Director**
- Age 51 years, Residing at No. 11/6, Road Bang Na-Trat, Sub - District Bang Phli Yai,
- District Bang Phli, Province Samut Prakan, Postal Code 10540, or
- (3) **Mr. Suvitcha Nativivat** **the Audit Committee and Independent Director**
- Age 42 years, Residing at No. 877/105, Road Rama 9, Sub - District Suan Luang
- District Suan Luang, Province Bangkok, Postal Code 10250, or
- (4) **Mrs. Duangjai Lorlertwit** **the Audit Committee and Independent Director**
- Age 62 years, Residing at No. 23 Phibun Watthana Building, Road Rama 6
- Sub - District Phaya Thai, District Phaya Thai, Province Bangkok, Postal Code 10400

Any one of them as our proxy to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders to be held on 26 April 2024 at 10:00 a.m. only via the electronic media by relaying from the TCM Corporation Public Company Limited Meeting room or such other date, time and place as may be adjourned.

(3) We authorise our proxy to attend the meeting and cast the votes on our behalf in the following manner:

- The voting right in all the voting shares held by us is granted to the proxy.
- The voting right in part of the voting shares held by us is granted to the proxy as follows:
- Ordinary shares: shares in total, which are entitled to cast votes; and
- Preferred shares: shares in total, which are entitled to cast votes,
- Total: votes

(4) We authorise our proxy to cast the votes on our behalf at the above meeting in the following manner:

- Agenda 1 To acknowledge the Minutes of the 2023 Annual General Meeting of Shareholders.
(The agenda is for acknowledgement; the meeting's resolution is not required)
- Agenda 2 To acknowledge the report on the Company's operating results for the year 2023 and the Annual Report (Form 56-1 One Report)
(The agenda is for acknowledgement; the meeting's resolution is not required)

Agenda 3 To consider and approve the audited statement of financial position and statements of comprehensive income for the fiscal year ended 31 December 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 the following instructions:
 - Approve with votes Disapprove with votes Abstain with votes

Agenda 4 To consider and approve the appropriation of profit and the non-payment of dividends to the shareholders for the operating result of year ended 31 December 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 the following instructions:
 - Approve with votes Disapprove with votes Abstain with votes

Agenda 5 To consider and approve bonus payment for the year 2023 to the Board of Directors

- (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 the following instructions:
 - Approve with votes Disapprove with votes Abstain with votes

Agenda 6 To consider and approve the appointment of directors replacing those 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 the following instructions:
 - Appointment of all directors
 - Approve with votes Disapprove with votes Abstain with votes
 - Appointment of any director(s)
 - (1) Name of Director: **Mr. Soravis Krairiksh**
 - Approve with votes Disapprove with votes Abstain with votes
 - (2) Name of Director: **Mr. Suvitcha Nativivat**
 - Approve with votes Disapprove with votes Abstain with votes
 - (3) Name of Director: **Mrs. Duangjai Lorlertwit**
 - Approve with votes Disapprove with votes Abstain with votes

Agenda 7 To consider and approve the remuneration of the Board of Directors and the Audit Committee 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 the following instructions:
 - Approve with votes Disapprove with votes Abstain with votes

Agenda 8 To consider and approve the appointment of auditors, and their 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 the following instructions:
 - Approve with votes Disapprove with votes Abstain with votes

Agenda 9 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 the following instructions:
 - Approve with votes Disapprove with votes Abstain with votes

(5) If the votes which the proxy casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.

(6) If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting considers or resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, then the proxy will be entitled to cast the votes on my/our behalf at his/her own discretion.

Any acts or performance caused by the proxy at the above meeting, except voting in contravention of my/our instruction, shall be deemed as my/our acts and performance in all respects.

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

Signed..... Grantee
(.....)

Signed..... Grantee
(.....)

Signed..... Grantee
(.....)

Remarks

1. This Form C. is used only if the shareholder whose name is in the shareholders' register is an offshore investor who appoints a local custodian in Thailand to keep his/her shares in the custody
2. The necessary evidence to be enclosed with this proxy form is:
(1) the power-of-attorney granted by the shareholder to the custodian by which the custodian is appointed to sign the proxy form on the shareholder's behalf; and
(2) a certification that the authorized signatory of the proxy form is licensed to operate the custodial business
3. A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.
4. As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
5. In case there is other business to be discussed in addition to those specified above, the grantor may make additional authorization in the Attachment to Proxy Form C.

Attachment to Proxy Form C.

A proxy is granted by a shareholder of TCM Corporation Public Company Limited.

For the 2024 Annual General Meeting of Shareholders to be held on 26 April 2024 at 10:00 a.m. only via the electronic media by relaying from the TCM Corporation Public Company Limited Meeting room or such other date, time and place as may be adjourned.

-
- Agenda no. re:
 - (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 the following instructions:
 - Approve with votes Disapprove with votes Abstain with votes
 - Agenda no. re:
 - (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 the following instructions:
 - Approve with votes Disapprove with votes Abstain with votes
 - Agenda no. re:
 - (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 the following instructions:
 - Approve with votes Disapprove with votes Abstain with votes
 - Agenda no. re:
 - (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 the following instructions:
 - Approve with votes Disapprove with votes Abstain with votes
 - Agenda no. re:
 - (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 the following instructions:
 - Approve with votes Disapprove with votes Abstain with votes

Privacy Notice

For the 2024 Annual General Meeting of Shareholders of TCM Corporation Public Company Limited

TCM Corporation Public Company Limited (the “**Company**”) is aware of the privacy of shareholders and/or of the proxy (“**you**”) who attend the 2024 annual general meeting of shareholders (“**meeting of shareholders**”). Thus, the Company provides this privacy notice to inform you in relation to the collection, use and disclosure of personal data of an individual, including rights, security procedures, safety of your personal data, and the contact channels with the Company in accordance with the Personal Data Protection Act B.E. 2562 (“**PDPA**”), relevant laws and regulations, as follows:

1. **Personal Data Processing:** The company has to collect the personal data of shareholders to organize the meeting of shareholders. The collection of personal data is as follows:
 - 1.1 General personal data, which includes but not limited to given name, alias, nationality, age, mailing address, email address, telephone number, facsimile number, identification card photo, identification number, passport information, alien identification information, driving license, signatures, CCTV recording, including images and photos, visual images, voice recordings, and video recordings that record the interaction between you and Company during the meeting.
2. **Purposes of Personal Data Processing:** Company will process personal data of shareholders on the following purposes and legitimate interests:
 - 2.1 On legal obligation basis
 - Company will collect and use the personal data of shareholders as specified in No. 1.1 to call, conduct, and proceed the meeting of shareholders, which includes identifications of shareholders, delivery of related documents, and other processing to fulfil the resolution of the meeting and the law. Furthermore, this is to comply with law, notice and regulations from other government agencies with legal authority as stated in Public Limited Companies Act, B.E. 2535 and other related laws.
 - 2.2 On legitimate interest basis
 - Company will collect and use the personal data of shareholders as specified in No. 1.1 to record the meeting minutes and as proved of attendance in the meeting of shareholders. Furthermore, this is for further processing related to legitimate interest of Company and other persons, which could be expected reasonably by shareholders.
 - Company will collect and use the records of images and videos from CCTV of the shareholders for benefits and security measures in processing of the meeting in order to fulfil and achieve purposes set by you and Company.
 - Company will process and keep the record of images and videos of meeting of shareholders to insert in minutes of meeting and for public relations via electronic and publications. The record of image and videos of the meeting of shareholder may include the images and names of the shareholders to achieve purposes of the meeting of shareholders.
3. **Sources of Personal Data:** The Company receives your personal data directly through your AGM registration by obtaining information through IR plus AGM application.
4. **Processing of personal data:** When Company received your personal data as specified in No. 3. Company has to collect and use your personal data as specified in No. 1. Company may have to disclose your personal data to related government agencies in order to achieve the purpose of processing your personal data and to comply with the basis as specified in No. 2.
5. **Retention of Personal Data:** Company will retain your personal data for a period of 10 years.
6. **Data Subjects’ Rights:** You can exercise your rights as follows: you have the right to access your personal data and obtain copy from the Company and disclose the sources of retrieved personal

data without your consent. You have the right to rectify your inaccurate personal data or add incomplete information. You have the right to data portability your personal data to other data controllers, or yourself. You also have the right to object the processing of your personal data.

You may contact the Personal Data Protection Officer (DPO) or the Company's management department officer at comsec@tcm-corporation.com to submit a request for action under the above rights. according to the details of the Personal Data Protection Officer.

In the case of the exercising the rights mentioned above, no extra costs incurred. The Company will consider and inform you of the result of your request within 30 days from the date that the Company has received your said request.

In case the Company or employees have violated or not followed the PDPA, you can lodge the complaint to the Office of the Personal Data Protection Commission (PDPC) at The Government Complex Commemorating His Majesty, Rattapasartpakdi Building, Chaeng Watthana Road, Lak Si, Bangkok Telephone 0 2142 1033 E-mail: pdpc@mdes.go.th

