



Invitation Letter to the 2024 Annual General Meeting
Triple i Logistics Public Company Limited

Tuesday 23 April 2024

at 14:00 hrs.

**at Grand Ballroom 1, 1st Floor,
Grand Hyatt Erawan Bangkok Hotel,**

494 Rajdamri Road,

Lumpini Sub-district, Pathumwan

District, Bangkok 10330

Registration Time 12:30 hrs.

Please bring the Registration Form with barcode to the meeting

Privacy Notice for the 2024 Annual General Meeting of Shareholders under the Personal Data Protection Act B.E. 2562 (2019)

Triple i Logistics Public Company Limited (the “Company”) attaches great importance to the protection of personal data and therefore would like to provide the following information in order to comply with the Personal Data Protection Act B.E. 2562 (2019). The Company has set out the criteria and procedures as follows:

1. Collected Personal Data

It is necessary for the Company to collect your personal data, i.e. name, surname, title, address, telephone number, photo, shareholder registration number, signature, email, national identification card number or passport number (in case of foreigners), information related to the use of electronic systems such as email and IP Address in case of online meeting, as well as number of shares held in the Company.

For identification purposes and as an evidence of meeting attendance for exercising voting rights at the meeting, the Company may request copy(ies) of your personal identification document such as identification card or other documents which may contain sensitive personal data such as religion. Therefore, the Company kindly requests you to delete or redact such sensitive personal data. Otherwise, the Company shall deem that you authorize the Company to conceal such sensitive personal data and the relevant personal identification document shall be in full force and effect. In the event that the Company is unable to conceal such sensitive personal data due to certain restrictions, the Company reaffirms that the sole purpose hereof is for the verification of identity and that the Company has no intention to collect or use such sensitive personal data.

The Company will record images and sounds of the meeting for legitimate interests and for the benefits of the shareholders.

2. Collection of Personal Data

The Company will proceed only as necessary and in accordance with the purposes expressly provided in collecting the personal data from the data owner directly. Nevertheless, the Company may collect your personal data from other sources, i.e. securities registrar, Thailand Securities Depository Co., Ltd. (TSD), or the shareholders, as well as may, in case of meetings via electronic means, automatically receive your personal data when you send instructions or use electronic systems of the Company, but only to the extent necessary and in accordance with measures required by laws.

3. Purposes of Collection, Use and Disclosure of Personal Data

The Company collects, uses, and discloses your personal data only for the purposes of calling and convening the 2024 Annual General Meeting of Shareholders as required by laws.

The circumstances where the collection of personal data without consent is allowed under the Personal Data Protection Act B.E. 2562 (2019) include the collection, use and disclosure of the personal data of the person nominated as a director of a company for the legitimate interests of the Company, or any other person or juristic persons, except where such interests are overridden by the fundamental rights regarding your personal data, as well as for the Company to comply with the laws to which the Company is subjected. Such laws include the Public Limited Companies Act B.E. 2535 (1992), the Securities and Exchange Act B.E. 2535 (1992) and their respective amendments including related rules and regulations relating to qualifications of directors and their related persons.

4. Personal Data retention period

The Company will retain your personal data only for the duration necessary for the purposes of collection, use and disclosure of personal data as stated herein.

In the case that it is not possible to specify the personal data retention period, the Company will retain the personal data for the period as may be expected under data retention standards such as the maximum legal prescription period of 10 years.

5. Your Rights as a Personal Data Owner

As the owner of Personal Data, you have rights as stipulated in the Personal Data Protection Act B.E. 2562 (2019), which include the right to withdraw your consent, the right to access and obtain a copy of your personal data, the right to correct, delete or destroy your personal data, the right to request for suspension of the processing of your personal data, the right to transfer your personal data according to the methods stipulated by the law, the right of complaint, and the right to object to the collection, use or disclosure of your personal data.

6. Disclosure of Personal Data to a Third Party

The Company may also be required to disclose your personal data as is necessary in the minutes of shareholders' meeting, the Company website, etc.

The Company may also be required to disclose your personal data to other persons, juristic persons or regulatory authorities working with the Company in order to comply with the purposes specified in this Privacy Notice as necessary, such as the advisors for the meetings, shareholders' meeting system service providers, Securities and Exchange Commission, Thailand, Stock Exchange of Thailand (SET), supervisory authorities, government authorities, or legitimate orders of competent officers.

7. Contact Channels

Enquiries or requests for additional details on the personal data protection can be addressed to the following channels: Triple i Logistics Public Company Limited, 628 3rd floor, Triple i Building, Soi Klab Chom, Nonsee Road, Chongnonsee Sub-district, Yannawa District, Bangkok, 10120 Tel: 02 681- 8108 ext. 102 or e-mail: PDPA@iii-logistics.com.

Table of Content

	Page
1. Invitation to the 2024 Annual General Meeting of Shareholders	2
2. Supporting documents for the 2024 Annual General Meeting of Shareholders	
Enclosure	
Enclosure 1 Copy of the minutes of the 2023 Annual General Meeting of Shareholders held on 18 April 2023	14
Enclosure 2 2023 Annual Report and 2023 Financial Statements (QR Code)	
Enclosure 3 Profile of directors nominated for reappointment as the Company's directors	43
Enclosure 4 Profile of Auditors	54
Enclosure 5 Registration form / evidence for registration	57
Enclosure 6 Proxy Form A, Proxy Form B, and Proxy Form C	59
Enclosure 7 Information of independent directors to present as proxy	78
Enclosure 8 Definition of independent director	79
Enclosure 9 Registration procedure, documents for registration, proxy and voting	81
Enclosure 10 Articles of Association in relating to the shareholders' meeting	85
Enclosure 11 Request form for the annual report of the year 2023	90
Enclosure 12 Map of the meeting venue	91

21 March 2024

Subject: Invitation to the 2024 Annual General Meeting of Shareholders

To: Shareholders

Triple i Logistics Public Company Limited

The Board of Directors of Triple i Logistics Public Company Limited (the “**Company**”) has resolved to convene the 2024 Annual General Meeting of Shareholders on Tuesday, 23 April 2024 at 14:00 hrs. at Grand Ballroom 1, 1st Floor, Grand Hyatt Erawan Bangkok Hotel, No. 494, Rajdamri Road, Lumpini Sub-district, Pathumwan District, Bangkok 10330 for consideration and approval of the following agenda.

In this regard, the Company has allowed the shareholders to propose meeting agenda in advance during the period from 17 November 2023 to 31 December 2023, the total period of which was not less than 1 month, by notifying shareholders through the news system of the Stock Exchange of Thailand (the “**SET**”) and the Company’s website, in accordance with the corporate governance principles of listed companies. The Company would like to inform you that no shareholder has proposed any agenda in advance for this meeting.

Agenda 1 Chairman’s Report

Agenda 2 To acknowledge the minutes of the 2023 Annual General Meeting of Shareholders held on 18 April 2023

Purpose and Rationale: The minutes of the 2023 Annual General Meeting of Shareholders held on 18 April 2023 was accurately recorded to be proposed to the shareholders’ meeting for acknowledgement of the minutes of the 2023 Annual General Meeting of Shareholders.

Board of Directors’ Opinion: The Board of Directors has resolved to propose to the shareholders’ meeting for acknowledgement of the minutes of the 2023 Annual General Meeting of Shareholders held on 18 April 2023 that was accurately recorded. The details are attached in **Enclosure 1**.

Voting: Voting is not required since this agenda is for acknowledgement only.

Agenda 3 To acknowledge the operating result of the Company for the year ended 2023

Purpose and Rationale: The Company has its duties and responsibilities for reporting past performance to the shareholders. The Company has prepared the annual report for the year 2023 (Form 56-1 One Report) to comply with Section 113 of the Public Limited Companies Act B.E. 2535 (1992) (and as amended).

Board of Directors' Opinion: The Board of Directors has resolved to propose to the shareholders' meeting for acknowledgment of the operating result for the year 2023 of the Company, and the Company also prepared the annual report for the year 2023 (Form 56-1 One Report) for acknowledgement of the shareholders regarding the nature of business, operating result, shareholding structure, board of directors and executives as well as financial statements and other significant information of the Company which will be beneficial to the shareholders. The details are attached in Enclosure 2.

Voting: Voting is not required since this agenda is for acknowledgement only.

Agenda 4 To consider and approve the statement of financial position and statement of comprehensive income for the year ended 31 December 2023

Purpose and Rationale: The Company has duties and responsibilities to prepare statement of financial position and statement of comprehensive income as at the date on which the accounting period ended as well as to appoint a certified public accountant to audit the Company's financial statement and subsequently, propose it to the shareholders' meeting for consideration and approval as required under Section 112 of the Public Limited Companies Act B.E. 2535 (1992) (and as amended).

Board of Directors' Opinion: The Board of Directors has resolved to propose to the shareholders' meeting for consideration and approval of the statement of financial position and statement of comprehensive income for the year ended 31 December 2023 which was audited by the auditor and reviewed by the Audit Committee as well as approved by the Board of Directors. The details are attached in chapter "financial statement" of annual report (Form 56-1 One Report) in Enclosure 2. The summary of the Company's significant financial status and operating results of the Company in the year 2023 is shown in the table below.

Selected Comparative Information from the Company's Consolidated Financial Statements

Unit: Baht Million

Items	2023	2022	Increase (Decrease)	Percentage
Total assets	4,641.10	3,679.73	961.37	26.13%
Total liabilities	878.49	1,008.05	(129.56)	(12.85%)
Total revenue	1,764.47	2,788.79	(1,024.32)	(36.73%)
Net profit attribute to owners of the Company	866.22	795.66	70.56	8.87%
Earnings per share (Baht/share)	1.11	1.25	(0.14)	(10.86%)

Voting: This agenda shall be resolved with an affirmative vote of majority vote of all shareholders and proxies attending the meeting and casting votes.

Agenda 5 **To consider and approve the dividend payment for the year ended 2023 and to acknowledge the interim dividend payment**

Purpose and Rationale: The Company’s dividend payment policy is not less than 40 percent of the net profit from separate financial statement, after deduction of taxes and legal reserve as required by the law as well as other reserves and obligations according to conditions of loan agreements made with financial institutions. In addition, the Company has a duty under the law and Article 45 of the Company’s Articles of Association to allocate net profit as legal reserve not less than 5 percent of its annual net profit deducted by the accumulated losses brought forward (if any) to a reserve fund until this fund attains an amount not less than 10 percent of the registered capital.

In 2023, the Company had net profit according to the separate financial statement of Baht 392,825,956. The Board of Directors of the Company has therefore resolved to propose to the shareholders’ meeting for consideration and approval of the dividend payment for the year 2023 to the shareholders at the ratio of Baht 0.38 per share at a total dividend amount of Baht 301,622,645.60. In addition, there was an interim dividend payment paid from on the operating result of period between 1 January 2023 to 30 June 2023 to the shareholders on 8 September 2023 in the amount of Baht 0.20 per share at the total amount of Baht 160,727,084.00. Therefore, there will be dividend payment to be proposed to the 2024 Annual General Shareholders’ Meeting to consider for approval for another Baht 0.18 per share with the total amount of payable dividend of Baht 140,895,561.60. The dividend payment of the Company complies with the dividend policy. In this regard, in 2023, the Company’s legal reserve has reached 10 percent of the registered capital of the Company. The Company therefore will not further allocate the annual net profit for the year 2023 as the legal reserve.

Board of Directors’ Opinion: The Board of Directors has resolved to propose to the shareholders’ meeting for consideration and approval of payment of dividend of another Baht 0.18 per share at a total dividend amount of Baht 140,895,561.60, which shall be paid from the Company’s net profit for the year 2023, and for acknowledgement of the interim dividend payment paid from the operating results between 1 January 2023 to 30 June 2023 to the shareholders on 8 September 2023 in the amount of Baht 0.20 per share with the total interim dividend amount of Baht 160,727,084.00. The Company has determined the record date for shareholders who has the right to receive dividend to be on 2 May 2024 and the dividend payment date on 16 May 2024.

Details of Dividend Payment	2023 (Proposed Year)	2022	2021
1. Net profit on the part of the shareholders of the Company (Baht)	392,825,956	467,919,922	486,598,168

Details of Dividend Payment	2023 (Proposed Year)	2022	2021
2. Total Annual Dividend (Baht:share)	0.38	0.55	0.40
2.1 Interim Dividend (Baht:share)	0.20	0.15	0.10
2.2 Annual Dividend (Baht:share)	0.18	0.40	0.30
3. Number of shares paid (shares)	782,753,120 ¹	738,697,894	620,709,975
4. Total dividend paid (Baht)	301,622,645.60	391,605,024.55	247,153,770.00
5. Percentage of dividend payment to net profit	76.78%	83.69%	50.79%

¹ Number of shares paid calculated from the number of shares issued and paid-up deducted by the treasury stocks.

Comparison of the Company's Dividend Payment Ratio

	2023 (Proposed Year)	2022	2021
Separate Financial Statement			
- Net Profit (Baht)	392,825,956	467,919,922	486,598,168
- Percentage of dividend payment to net profit	76.78%	83.69%	50.79%
Consolidated Financial Statement			
- Net Profit (Baht)	866,218,098	795,658,720	366,954,440
- Percentage of dividend payment to net profit	34.82%	49.22%	67.35%

Remark: The Company has a policy to pay dividend of at least 40 percent of the net profit under the separate financial statements after the deduction of taxes, legal reserve and obligations according to conditions of loan agreements.

Voting: This agenda shall be resolved with an affirmative vote of majority vote of all shareholders and proxies attending the meeting and casting votes.

Agenda 6 To consider and approve the appointment of new directors in replacement of the directors who were retired by rotation

Purpose and Rationale: Pursuant to Section 71 of the Public Limited Companies Act B.E. 2535 (1992) (and as amended) and Article 17 of the Company's Articles of Association, one-third of the total number of directors must retire by rotation at each annual general meeting of shareholders. If the number of directors is not a multiple of three, the number of directors to be retired shall be the closest number to one-third of the total

number of directors. In the 2024 Annual General Shareholders' Meeting, there are 4 directors who must retire for rotation as follows:

- | | | |
|----|------------------------|----------------------|
| 1. | Mr. Vipoota Trakulhoon | Independent Director |
| 2. | Mr. Viraj Nobnomtham | Director |
| 3. | Mr. Thanut Thatayanon | Director |
| 4. | Mr. Jirod Panacharas | Director |

In selecting and considering appropriate persons to assume the position of the Company's directors, the Company provided the opportunity for its shareholders to nominate qualified persons to be elected as the Company's directors from 17 November 2023 to 31 December 2023, the total period of which was not less than 1 month, by notifying the shareholders through the news system of the SET and the Company's website. However, no shareholders had nominated a person to be elected as the Company's director. Therefore, the Nomination and Remuneration Committee had considered persons to be nominated as the Company's directors based on their knowledge, experience, and suitability for the benefit to the Company's business operations as well as qualifications as prescribed under the applicable laws and regulations. The member(s) of the Nomination and Remuneration Committee (with the directors who had a conflict of interest abstained from voting) thus resolved to propose for consideration and appointment of such 4 directors as the Company's directors for another term. In addition, the Nomination and Remuneration Committee considered the qualifications of the nominated independent director and found his qualification to be in accordance with the definition of independent director as prescribed by the SET.

Board of Directors' Opinion: The Board of Directors is of the opinion that the nominated directors have been thoroughly scrutinized using the process determined by the Company, possess qualifications as required by relevant rules and regulations, and are suitable for the operations of the businesses of the Company. Therefore, the Board of Directors, pursuant to the resolution of the Nomination and Remuneration Committee, has resolved to propose to the shareholders' meeting for consideration and approval of re-appointment of the following directors, who must retire by rotation, as the Company's directors for another term.

- | | | |
|----|------------------------|----------------------|
| 1. | Mr. Vipoota Trakulhoon | Independent Director |
| 2. | Mr. Viraj Nobnomtham | Director |
| 3. | Mr. Thanut Thatayanon | Director |
| 4. | Mr. Jirod Panacharas | Director |

The Board of Directors has considered that the nominated independent director is able to express his opinion independently and possesses the qualifications in compliance with relevant laws on requirements relating to independent directors. Further, the nominated directors do not hold positions as directors or executives in other businesses that may result in conflict of interest or deemed competitive against the Company. Profiles and work experiences of the directors nominated for re-appointment as the Company's directors for another term are set out in **Enclosure 3**.

Voting: This agenda shall be resolved with an affirmative vote of majority vote of all shareholders and proxies attending the meeting and casting votes.

Agenda 7 To consider and approve the remuneration of directors for the year 2024

Purpose and Rationale: Pursuant to Section 90 of the Public Limited Companies Act B.E. 2535 (1992) (and as amended) and Article 22 of the Company's Articles of Association, the Company's directors are entitled to receive remuneration of director in form of rewards, meeting allowances, bonuses or other compensations to be considered and approved with an affirmative vote of not less than two-thirds (2/3) of all shareholders attending the meeting of which it may determine the fixed remuneration or specific rules and may determine the term of remuneration or as shall be applicable until the shareholders has resolution to change the remuneration. In addition, the directors will also be entitled to receive allowances and welfares according to the internal regulations of the Company.

The Nomination and Remuneration Committee has therefore resolved to specify the remuneration of directors for the year 2024 at the same rate as approved by the 2023 Annual General Shareholders' Meeting on 18 April 2023 with the details as follows:

Monthly Remuneration, Meeting Allowance, and Additional Remuneration

	Remuneration		Meeting Allowance	
	Monthly basis		Per meeting	
	2024	2023	2024	2023
Board of Directors				
- Chairman	Baht 40,000	Baht 40,000	Baht 30,000	Baht 30,000
- Vice Chairman	Baht 30,000	Baht 30,000	Baht 20,000	Baht 20,000
- Director	Baht 25,000	Baht 25,000	Baht 15,000	Baht 15,000
Audit Committee				
- Chairman	-	-	Baht 15,000	Baht 15,000
- Director	-	-	Baht 10,000	Baht 10,000
Nomination and Remuneration Committee				
- Chairman	-	-	Baht 15,000	Baht 15,000
- Director	-	-	Baht 10,000	Baht 10,000
Corporate Governance and Sustainable Development Committee				
- Chairman	-	-	Baht 15,000	Baht 15,000

	Remuneration		Meeting Allowance	
	Monthly basis		Per meeting	
	2024	2023	2024	2023
- Director	-	-	Baht 10,000	Baht 10,000
Investment Committee				
- Chairman	-	-	Baht 15,000	Baht 15,000
- Director	-	-	Baht 10,000	Baht 10,000

In this regard, the directors' remuneration for 2024 shall not exceed Baht 4,000,000 which is the same rate as the one in 2023. The Nomination and Remuneration Committee has considered and determined that such proposed remuneration is at a reasonable level, consistent and comparable to that of a listed company with similar size and within the same industry as well as sufficient to incentivise and retain quality directors for the Company. In this regard, the directors do not receive any other benefits in addition to the above.

Board of Directors' Opinion: The Board of Directors has resolved to propose to the shareholders' meeting for consideration and approval on determination of the monthly remuneration, meeting allowance, the details of which were as proposed by the Nomination and Remuneration Committee and the determination of directors' remuneration for the year 2024 to be in the amount of not exceeding Baht 4,000,000 in aggregate. Furthermore, the director, who is not an Independent Director, shall not be entitled to receive monthly remuneration and meeting allowance for the Board of Directors' meetings and sub-committee meetings including the directors' remuneration.

Voting: This agenda shall be resolved with an affirmative vote of not less than two-thirds of all shareholders and proxies attending the meeting.

Agenda 8 To consider and approve the appointment of the auditor and the determination of compensation of the auditor for the year 2024

Purpose and Rationale: Pursuant to Section 120 of the Public Limited Companies Act B.E. 2535 (1992) (and as amended) and Article 36 of the Company's Articles of Association, the shareholders' meeting shall consider and approve the appointment of the auditor and determine the auditor's compensation at each and every annual general meeting of shareholders.

The Audit Committee has resolved to propose to the shareholders' meeting for consideration and approval of the appointment of the following auditors of PricewaterhouseCoopers ABAS Ltd.:

Names	CPA Registration No.	Shareholding Ratio in the Company	Relationship or interest in the Company, Subsidiaries, Executives or Major Shareholders, or persons related thereto	No. of years that the auditor has been the auditor for the Company
1. Miss Sukhumaporn Wongariyaporn	4843	None	None	6
2. Mr. Chaisiri Ruangritchai	4526	None	None	2
3. Miss Varaporn Vorathitikul	4474	None	None	6

Anyone of the above shall act as the Company's auditor for the year 2024. In the event that any one of the above auditors is unable to perform his/her duties, PricewaterhouseCoopers ABAS Ltd. may provide other auditors in replacement. The profile of each auditor is attached in the Enclosure 4.

The Audit Committee, having compared with other auditors proposed by the Management Committee, is of the opinion that the above-mentioned auditors are independent, knowledgeable and have experience in auditing. In addition, for such consideration, the Audit Committee has complied with the Notification of Capital Market Supervisory Board which stated that a listed company shall rotate auditor if the existing auditor performs its duty of review or audit and provide opinion to financial statements of a listed company for 7 years, whereby a listed company can appoint new auditor from the same audit firm as the former auditor.

The Audit Committee has resolved to determine the auditor fees for the year 2024 in respect of the Company and its affiliates in the amount of not exceeding Baht 3,244,500, inclusive of the audit of separate financial statements of the Company and 3 affiliates, and the consolidated financial statements of the Company.

Board of Directors' Opinion: The Board of Directors has resolved to propose to the shareholders' meeting for consideration and approval on the appointment of the following auditors of PricewaterhouseCoopers ABAS Ltd.

Names	CPA Registration No.	Shareholding Ratio in the Company	Relationship or interest in the Company, Subsidiaries, Executives or Major Shareholders, or persons related thereto	No. of years that the auditor has been the auditor for the Company
1. Miss Sukhumaporn Wongariyaporn	4843	None	None	6
2. Mr. Chaisiri Ruangritchai	4526	None	None	2
3. Miss Varaporn Vorathitikul	4474	None	None	6

Any one of the above shall act as the Company's auditor for the year 2024. In the event, any one of the above auditors is unable to perform his/her duties, PricewaterhouseCoopers ABAS Ltd. may provide other auditors in replacement, whereby all three auditors have no relationship or interest in the Company, subsidiaries, executives, major shareholders, or persons related thereto and the determination of auditor fees for the year 2024 in respect of the Company and its affiliates shall be in the amount of not exceeding Baht 3,244,500, excluded out-of-pocket expenses and non-audit fees.

Audit Fee proposed to the shareholders' meeting for approval	2024	2023	2022
Audit fees of the Company and affiliates	Baht 3,244,500	Baht 4,399,500	Baht 4,390,000
No. of affiliates (companies)	3	8	9

* Remark: In 2024, the Company does not anticipate any non-audit fee. (In 2023, the Company had non-audit fee for the performance of work in accordance with mutually agreed methods for specific cases of Baht 20,000 to be paid to PricewaterhouseCoopers ABAS Ltd. and in 2022, the Company had non audit fee of Baht 20,000 for the performance of work in accordance with mutually agreed methods in relation to revenue from warehouse services).

In this regard, the auditors of the Company's subsidiaries would also be the auditors from the same audit firm as the Company. It was deemed appropriate to propose to the shareholders' meeting for acknowledgement that PricewaterhouseCoopers ABAS Ltd. has been selected to be audit firm of the 3 affiliates of which 2 are subsidiaries for the year 2024 with the auditor fee for the subsidiaries of Baht 1,039,500.

Voting: This agenda shall be resolved with an affirmative vote of majority vote of all shareholders and proxies attending the meeting and casting votes.

Agenda 9 To consider and approve the decrease of the Company's registered capital in the amount of Baht 371,275.50 from the current registered capital of Baht 404,247,835.50 to Baht 403,876,560.00 by cancelling the registered shares not purchased in the amount of 742,551 shares at the par value of Baht 0.50 per share

Purpose and Rationale: Under Section 140 of the Public Limited Companies Act B.E. 2535 (1992) (and as amended), public limited companies may decrease its registered capital by reducing the number of registered shares which have not been purchased or which have not yet been issued by the resolution of the shareholders' meeting. Section 139 of the Public Limited Companies Act B.E. 2535 (1992) (and as amended) and Article 35(2)(e) of the Company's Articles of Association provide that the capital decrease of the Company shall be approved by a shareholders' meeting with an affirmative vote of not less than three-fourths of the total number of votes of shareholders who attend the meeting and entitled to vote.

In this regard, the Company still have remaining warrants to purchase the ordinary shares of the Company no. 1 (III-W1) ("Warrants") that expired and must be cancelled in the amount of 735,325 units whereby 742,551 ordinary shares having the par value of Baht 0.50 per share have been reserved for the exercise of such

Warrants. The Company is thus required to decrease its registered capital in the amount of Baht 371,275.50 from the current registered capital of Baht 404,247,835.50 to Baht 403,876,560.00 by cancelling the unissued ordinary shares in the amount of 742,551 shares having the par value of Baht 0.50 per share.

Such capital decrease is the cancellation of the authorized but unissued shares and thus would not affect the Company and the interests of the shareholders in any way.

Board of Directors' Opinion: The Board of Directors has resolved to propose to the shareholders' meeting to consider and approve the decrease of registered capital of the Company in the amount of Baht 371,275.50 from the current registered capital of Baht 404,247,835.50 to Baht 403,876,560.00 by cancelling the authorized but unissued shares in the amount of 742,551 shares having the par value of Baht 0.5 per share in order to reduce the ordinary shares reserved for the exercise of the Warrants whose exercise term has lapsed and must be cancelled.

Voting: This agenda shall be resolved with an affirmative vote of not less than three-fourths of the total number of votes of shareholders and proxies who attend the meeting and have the right to vote.

Agenda 10 To consider and approve the amendment to Clause 4. of Memorandum of Association of the Company with respect to the registered capital of the Company to be in line with the decrease of registered capital

Purpose and Rationale: Pursuant to the approval of the decrease of the registered capital of the Company in the above Agenda 9, in order to comply with the law, the Meeting is required to consider and approve an amendment to Clause 4. of the Memorandum of Association of the Company with respect to the registered capital to be in line with the decrease of registered capital of the Company as follows:

“Clause 4	Registered Capital of	Baht 403,876,560	(Four hundred three million eight hundred seventy-six thousand five hundred sixty Baht)
	Divided into	807,753,120 shares	(Eight hundred seven million seven hundred fifty-three thousand one hundred twenty shares)
	With a par value of	Baht 0.50	(Fifty Satang) each
	Categorized into		
	Ordinary shares	807,753,120 shares	(Eight hundred seven million seven hundred fifty-three thousand one hundred twenty shares)
	Preference shares	- shares	(-shares)

Board of Directors' Opinion: The Board of Directors has resolved to propose to the shareholders' meeting to consider and approve the amendment to Clause 4. of the Memorandum of Association of the Company with respect to the registered capital to be in line with the decrease of registered capital of the Company, and propose that designated person of the Board of Directors, authorized director or Chief Executive Officer to register the capital decrease and amendment of the Company's Memorandum of Association at the Department of Business Development, Ministry of Commerce, be authorized to amend and give additional statements, or do any other acts to comply with the Registrar's orders.

Voting: This agenda shall be resolved with an affirmative vote of not less than three-fourths of the total number of votes of shareholders and proxies who attend the meeting and have the right to vote.

Agenda 11 Other businesses (if any)

Purpose and Rationale: This agenda is for the shareholders to make any inquiries and/or give any suggestions to the Board of Directors (if any) and/or for the Board of Directors to clarify any inquiries of shareholders. No additional agendas will be proposed to the shareholders' meeting for consideration and the resolution will not be required for this agenda.

The Company would like to ask the shareholders to bring registration form or evidence for registration for attending the meeting, the details of which are as set out in **Enclosure 5** for registration in attending the meeting.

If any shareholder is unable to attend the shareholders' meeting in person, such shareholder may appoint a proxy to attend the meeting and vote on his/her behalf by completing either Proxy Form A. or Proxy Form B. For those shareholders who have custodian in Thailand, please use Proxy Form C. as set out in **Enclosure 6**.

In addition, any shareholder can authorize any one of the following independent directors of the Company, namely Mr. Woodtipong Moleechad or Mr. Apichart Chirabandhu, to attend and vote on his/her behalf. Details of independent directors are set out in **Enclosure 7**, and the definition of independent director is set out in **Enclosure 8**. Further, any shareholder who has any questions that would like the Company to clarify in relation to the proposed agendas or any suggestions can send the questions/suggestions in advance to secretary@jii-logistics.com within 9 April 2024.

The Company has determined the record date on which the shareholders will be entitled to attend the 2024 Annual General Meeting of Shareholders to be on 8 March 2024. The Company would like to request shareholders to consider details and registration method for attending the meeting as set out in **Enclosure 9**.

The Company shall conduct the meeting in accordance with provisions of the Articles of Association relating to the shareholders' meeting, the details of which are as set out in **Enclosure 10**. The shareholders can request for the annual report of the year 2023 (Form 56-1 One Report) in hardcopy by completing the request form as set out in **Enclosure 11**.

Please attend the shareholders' meeting on the date, time, and venue as specified above. The map of the meeting venue can be found under **Enclosure 12**. The registration time for attending the 2024 Annual General Meeting of Shareholders is from 12:30 hrs. onwards.

Yours sincerely,

A handwritten signature in blue ink, consisting of a stylized 'T' followed by a large, circular flourish.

(Mr. Tipp Dalal)

Chief Executive Officer

Copy of the minutes of the 2023 Annual General Meeting of Shareholders held on 18 April 2023

MINUTES OF THE 2023 ANNUAL GENERAL MEETING OF SHAREHOLDERS

OF

TRIPLE I LOGISTICS PUBLIC COMPANY LIMITED

The meeting was held on Tuesday, 18 April 2023 at 14:00 hrs. at Surasak 2-3 Room, 11th Floor, Eastin Grand Hotel Sathorn, 33/1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120. Mr. Krirkkrai Jirapaet, Chairman of the Board of Directors of Triple i Logistics Public Company Limited (the “**Company**”) acted as the chairman of the meeting (the “**Chairman**”).

Mr. Weerawit Kuntanaroj, the Master of ceremony (“**Master of Ceremony**”), informed the Meeting that the Company had a registered capital of Baht 406,205,126.50, divided into 812,410,253 ordinary shares with par value of Baht 0.50 per share. The paid-up capital stood at Baht 369,348,947.00 divided into 738,697,894 ordinary shares with par value of Baht 0.50 per share. At the record date on which the shareholders are entitled to attend the 2023 Annual General Meeting of Shareholders, which was determined to be on 9 March 2023, the Company had 6,485 shareholders. The Master of Ceremony then informed the Meeting about the facilities of the meeting venue, i.e. location of restrooms, location of emergency exit doors and the location of microphone used by shareholders for asking questions.

The Chairman welcomed the shareholders and proxies who attended the meeting and requested for the quorum to be counted before starting the meeting by reading the summary of the number of the attendees attended in person and proxies.

The Chairman then informed the meeting that there were 35 shareholders attending in person representing a total of 1,094,456 shares or 0.1482 percent of the Company’s total sold shares and 93 shareholders attending by proxy, representing a total of 516,422,956 shares or 69.9099 percent of the Company’s total sold shares. There was thus a total of 128 shareholders representing a total of 517,517,412 shares or 70.0581 percent of the Company’s total sold shares of 738,697,894 shares. Therefore, the quorum was constituted in accordance with the applicable laws and Article of the Company’s Articles of Association.

The Chairman welcomed the shareholders and proxies who attended the meeting and introduced the directors, executives, auditors of the Company who attended the meeting to clarify on the details and answer the Meeting’s

queries. In addition, the Company also invited independent legal advisors from Siam Premier International Law Office Limited to attend and to supervise the meeting to ensure compliance with the applicable laws and to witness the vote counting.

Directors who attended the Meeting

1. Mr. Krirkkrai Jirapaet Independent Director / Chairman of the Board of Directors
2. Mr. Woodtipong Moleechad Vice Chairman of the Board of Directors / Chairman of the Audit Committee / Chairman of the Investment Committee / Independent Director
3. Mr. Apichart Chirabandhu Chairman of the Corporate Governance and Sustainable Development Committee / Member of the Audit Committee / Member of the Nomination and Remuneration Committee / Independent Director
4. Mr. Vipoota Trakhulhoon Member of the Audit Committee / Chairman of the Nomination and Remuneration Committee / Member of the Investment Committee / Independent Director
5. Mr. Tipp Dalal Director / Chief Executive Officer / Chairman of the Management Committee / Member of the Investment Committee
6. Mr. Viraj Nobnomtham Director / Chief Financial Officer / Member of the Management Committee / Member of the Nomination and Remuneration Committee / Member of the Investment Committee / Chairman of the Risk Management Sub-Committee
7. Mr. Thanut Thatayanon Director / Member of the Management Committee / Member of the Corporate Governance and Sustainable Development Committee / Member of the Investment Committee / Member of the Risk Management Sub-Committee
8. Mrs. Darunee Rakpongpi boon Director / Member of the Management Committee / Member of the Investment Committee / Member of the Risk Management Sub-Committee / Company Secretary

- | | | |
|-----|----------------------------------|--|
| 9. | Mr. Jirod Panacharas | Director / Member of the Management Committee / Member of the Corporate Governance and Sustainable Development Committee |
| 10. | Mr. Chalernsak
Karnchanawarin | Director / Member of the Management Committee / Member of the Risk Management Sub-Committee |

In this regard, 10 out of 10 directors attended the meeting, amounting to attendance of 100 percent of directors.

Legal Advisor

- | | | |
|----|--|---|
| 1. | Mr. Bancha Wudhiprecha

and team | Siam Premier International Law Office Limited |
|----|--|---|

Auditors

- | | | |
|----|------------------------------|---|
| 1. | Ms. Sukumaporn Wongariyaporn | PricewaterhouseCoopers ABAS Limited (PwC) |
| 2. | Mr. Pisan Boonsirisukapong | PricewaterhouseCoopers ABAS Limited (PwC) |
| 3. | Mr. Phodjanuck Pugsee | PricewaterhouseCoopers ABAS Limited (PwC) |

Shareholders' Rights Protection Volunteer from the Thai Investors Association

- | | | |
|----|---------------------------|---|
| 1. | Ms. Pawinee Mahakorapetch | Shareholders' Rights Protection Volunteer |
|----|---------------------------|---|

Shareholder Representative to witness the vote counting

- | | | |
|----|------------------------|---|
| 1. | Ms. Sureerat Darasmarn | Shareholders' Representative to witness the vote counting |
|----|------------------------|---|

Moreover, the Chairman informed the Meeting that the Company will record this meeting in video media, which will have procedure to collect, use, disclose personal data, including photo, sound, and video of all attendees in order to record and prepare minutes of the meeting, manage the meeting, etc. Such procedure is in accordance with the Personal Data Protection Act B.E. 2562 (2019).

To ensure an orderly and transparent meeting in compliance with the Company's Articles of Association and the applicable rules in relation to the Annual General Meeting of Shareholders of the Company, the Chairman requested Mr. Nitiroj Matra, legal advisor, to inform the Meeting regarding the meeting process and voting procedures as follows:

- The meeting shall be conducted in accordance with the agendas as set out in the invitation letter. The shareholders will be presented with information in relation to each agenda and given opportunity to make queries or suggestions on such agenda. Shareholders who wish to propose any suggestions or make any queries are requested to raise their hands and state their full name. Agenda 14 (Other Businesses) provides opportunities for additional queries/suggestions not related to the other agendas.
- In respect of the voting, one share is equal to one vote. Shareholders having special interest on any matters shall not be entitled to vote on such matter. In this regard, the voting for the appointment of directors is not considered as special interest under the law.
- With respect to casting of votes, except in Agenda 6, the Chairman would only request for the casting of and would only count the disapproval and abstention votes, and voided ballots in each agenda. Shareholders who wish to disapprove or abstain, must fill in the ballot cards received from the staff at registration before attending the meeting and raise hands for the staff to collect the ballot cards. The Company would deduct the disapproval and abstention votes as well as voided ballots (if any) from the total votes of the shareholders attended or casted their votes. Therefore, all of the remaining shares will be counted as approvals for such agenda. If there is no disapproval or abstention vote, the proposed issue shall be considered unanimously approved.
- For the proxies that grantors have specified the vote that they approve, disapprove, or abstain in the proxy in any agendas, the proxies do not need to cast a vote. The Company shall count the votes from the proxy for the convenience of the proxies. However, for the proxies that grantors have not specified the vote in the proxy, the proxies shall cast a vote in each agenda same as shareholder in person.
- The cases that would be considered as voided ballots are as follows:
 - the ballot cards that cannot determine the intention of the voter, .e.g. more than 1 vote options are marked or
 - votes are amended with no signature or
 - votes are duly marked but without signing on the ballot cards.

- In order to be in accordance with the corporate governance, in Agenda 6 (To consider and approve the appointment of new directors in replacement of the directors who were retired by rotation), shareholders who approve, disapprove or abstain shall send the ballot cards to the staff for counting.
- The Company will present the scores of the votes on each agenda on the presentation screen where the votes will be divided into approval, disapproval, abstention and voided ballots representing the percentage of the shareholders as required for the resolution to be passed. In this regard, the scores in Agenda 6 (To consider and approve the appointment of new directors in replacement of the directors who were retired by rotation) will be presented on individual basis.
- However, the number of votes cast by shareholders and proxies in each agenda may not be equal due to changes in number of shareholders or proxies attending the meeting on each agenda.

The counting of votes according to the agenda set forth in the Annual General Meeting of Shareholders for the year 2023 shall be as follows:

- The agenda which shall be resolved with at least three-fourth majority votes of all shareholders attending the Meeting and having right to vote are agenda 9 to agenda 13.
- The agenda which shall be resolved by simple majority votes by shareholders attending the Meeting and casting vote are the agenda 4, agenda 5, agenda 6 and agenda 8.
- The agenda which shall be resolved with at least two-thirds majority votes of all shareholders attending the Meeting is agenda 7 (To consider and approve the remuneration of directors for the year 2023).
- Agenda 1, 2 and 3 are for acknowledgment only. No voting shall be required.

The Chairman then clarified to the Meeting again that the Company has posted its invitation letter together with the supporting documents on the Company's website from 20 March 2023 and delivered the invitation letter together with the supporting documents to the shareholders before the meeting date on 27 March 2023 in accordance with the applicable laws and the Company's Articles of Association.

The Chairman informed the Meeting that after the Meeting commenced, there were additional 27 shareholders attending in person and by proxy; hence, there was a total of 155 shareholders attended in person and by proxy, representing a total of 525,458,518 shares or 71.1331 percent of the total issued shares of the Company.

The Chairman declared the commencement of the meeting

The Chairman then conducted the meeting in accordance with the agenda as set out in the invitation letter sent to the shareholders.

Agenda 1 Chairman's Report

The Chairman informed the Meeting that there is no issue to be reported to the Meeting and therefore, proceeded with the next agenda.

Agenda 2 To acknowledge the minutes of the Extraordinary General Meeting of Shareholders No.1/2022 held on 29 November 2022

The Chairman informed the Meeting that the Board of Directors considered the minutes of the Extraordinary General Meeting of Shareholders No. 1/2022 held on 29 November 2022 and was of the view that the Company had prepared such minutes of the meeting accurately in accordance with the resolution of the meeting. The minutes was delivered to all shareholders together with the invitation letter as set out in Enclosure 1.

The Chairman informed the Meeting that this agenda was for acknowledgement only. However, he provided opportunity for the Meeting to make queries and suggestions. No queries or suggestions were made.

The Chairman then proposed to the Meeting to acknowledge the minutes of the Extraordinary General Meeting of Shareholders No. 1/2022.

Resolution The Meeting resolved to acknowledge the minutes of the Extraordinary General Meeting of Shareholders No. 1/2022.

Agenda 3 To acknowledge the operating result for the year ended 2022

The Chairman requested Mr. Tipp Dalal, Chief Executive Officer, to report on an overview of businesses and performance of the Company for the year 2022 from 2020 to 2022, including "Management Discussion and Analysis (MD&A), explanation of changes of numbers in financial statements as well as various factors" materially affecting the Company in positive and negative manner, which can be summarized as follows:

Revenues of the year 2020 – 2022

In the year 2020, the Company had revenues of Baht 1,607.4 million. In the year 2021, the revenues increased to be at Baht 2,939.2 million, and in the year 2022, the revenues were Baht 2,788.8 million. The revenues of the year 2022 decreased from previous year at the rate of 5.1 percent mainly resulting from air freight business. The reason was from the sharp decrease of air freight through the global market condition. However, due to the increase in the volume of logistics, the revenues of the year 2022 slightly dropped from year 2021.

Revenues Proportion in 2022

The highest revenue still derived from air freight business at 49 percent, followed by chemical and specialty logistics business at 25 percent or one-fourth of the overall business units, logistics management business at 22 percent, sea freight and inland transport business at 4 percent, which was lower than other businesses because it recognized revenues from profit shares of joint venture.

Net Profit in 2020 – 2022

With respect to the gross profit of 2020 to 2022, the Company's net profit was at Baht 162.5 million in 2020 with the net profit margin at 10.1 percent of the revenues. In the year 2021, there was a net profit of Baht 367.0 million with the net profit margin being at 12.5 percent. In the year 2022, there was a net profit of Baht 795.7 million with the net profit margin being at 28.5 percent by operating under Logistics and Beyond strategy for sustainable growth resulting in net profit of the year 2022 increased at the rate of 116.8 percent from previous year. The Company recognized profit from adjusting investment fund in Asia GSA (M) in an amount of Baht 321.7 million, which resulted from subsidiary of the Company (ANI)'s acquisition of Asia GSA (M) at 20 percent in the early year 2022.

Significant Events in the year 2022 (First Half of the Year)

February

- The Company disposed investment fund in Teleport (Thailand) Co., Ltd. (TLP-TH), which the Company held shares at the rate of 50 percent, to Teleport Commerce (Thailand) Co., Ltd. (TLP-Com) in an amount of Baht 13.35 million.

May

- The Company disposed the shares in A.T.P. Friend Service Co., Ltd. (SHIPSMILE) at the rate of 43 percent to Sabai Speed Co., Ltd. (SBS) in an amount of Baht 180.2 million. After such business transaction, the Company has become a shareholder of SBS at the rate of 18 percent, which held shares in parcel delivery point and other services business having more than 18,500 branches on 31 December 2022.
- The Company paid dividend for the year 2021 to shareholders at the rate of Baht 0.40 per share in total amount of Baht 247.15 million by paying the interim dividend at the rate of Baht 0.10 per share on 21 October 2021 and paying annual dividend for the year 2021 at the rate of Baht 0.30 per share on 17 May 2022.
- On 31 May 2022, there were shareholders who exercised the right of III-W1 (fourth time) to convert into 20,129,138 ordinary shares at the exercise price of Baht 6 per share with the exercise ratio of 1:1.

Significant Events in the Year 2022 (Second Half of the Year)

August

- The Company cooperated with Sitthi Logistics Laos Company Limited to establish TSL Logistics Co., Ltd. (TSL) in order to jointly develop the business of agent for international product exportation and importation

by rail, which was the project to transport product by rail between China, Lao, Thailand. The Company held 51 percent of shares out of the total registered capital of Baht 10 million.

September

- The Company paid an interim dividend for the year 2022 to shareholders at the rate of Baht 0.15 per share, in total of Baht 96.13 million.

November

- The Extraordinary General Meeting of Shareholders No.1/2022 on 29 November 2022 approved the following resolutions:
 - Approved ANI to acquire additional shares at the rate of 80 percent of total shares in ASIA GSA (M) SDN. BHD. After the acquisition, it shall hold shares at the rate of 100 percent. The value of this acquisition of the shares in Asia GSA (M) was 212.3 million Singapore Dollars or equivalent to approximately Baht 5,520 million.
 - Approved the Company to dispose all shares held in TAC at the rate of 99.99 percent in total amount not exceeding Baht 168.00 million to ANI.
 - Approved the allocation of newly issued ordinary shares from the increase of registered capital of the Company in an amount not exceeding 50,775,641 shares to the existing shareholders proportionately (Right Offering) with the offering price of Baht 12.00 per share at the allocation ratio of 15 existing shares per 1 newly issued ordinary share.
- On 30 November 2022, there were shareholders who exercised the right of III-W1 (No. 5) to convert into 51,693,271 ordinary shares at the exercise price of Baht 6 per share with the exercise ratio of 1:1.

December

- The existing shareholders exercised right to buy 46,165,510 newly issued ordinary shares. The Company received more than Baht 553.9 million.

The Chairman informed that Meeting that the Company placed importance on supervising compliance with anti-fraud and corruption guidelines to ensure transparency and fairness and build trust among stakeholders. Therefore, the Company has announced its intention to join as a member of Private Sector Collective Action against Corruption (CAC) on 23 February 2021. The Company has been certified as a member of Private Sector Collective Action against Corruption (CAC) on 16 March 2022 by the Thai Institute of Directors (IOD). However, the Company was aware of the importance in expanding transparent business network to business partners or business alliances and thereby

announced anti-fraud and corruption measures on Company's website (www.iii-logistics.com) in order to communicate to business partners or business alliances and jointly build good norm for cooperation, including encouraging business partners or business alliances of the Company to join CAC project network.

The Chairman provided opportunity for the Meeting to make queries and suggestions.

Mr. Sakchai Sakulrimontri, a shareholder, asked about a punishment for a director who commits corruption whether there is any additional penalty after the Company joined the CAC project. He also gave opinion that the law relating to securities and exchange and the SEC Office should have more serious punishment for the director who commits fraud or corruption, including an insider trading.

The Chairman informed the Meeting that the Company never had the case which a director or executives of the Company committing any fraud or corruption. Nevertheless, the Company has anti-fraud and corruption policy and punishment for a corruption committer in accordance with guideline reviewed by the IOD resulting in becoming a certified member of the CAC. Moreover, the Company promised that the Company will not stand the offence fraud or corruption. If the Company finds out any offence, the Company will punish the offender on the basis of law.

Mr. Apichart Chirabandhu, Member of the Audit Committee, additionally informed the Meeting that if a director commits offence, he/she shall be punished under the law, where the punishments include being dismissed from the position, etc. In addition, if such offence causes damages to the Company, the Company is entitled to claim compensation from such director in accordance with the legal procedure.

As this agenda was for acknowledgement, there was no voting. The Chairman then requested the Meeting to acknowledge the operating result of the Company for the year 2022.

Resolution The Meeting resolved to acknowledge the operating result of the Company for the year 2022.

Agenda 4 To consider and approve the statement of financial position and statement of comprehensive income for the year ended 31 December 2022

The Chairman asked Mr. Viraj Nobnomtham, Chief Financial Officer, to report the Company's statement of financial position and statement of comprehensive income for the year ended 31 December 2022 to the Meeting.

Mr. Viraj Nobnomtham, Chief Financial Officer, stated that the Company's statement of financial position and statement of comprehensive income for the fiscal year ended 31 December 2022 has been audited by the certified public accountant from PricewaterhouseCoopers ABAS Limited and was approved by the Company's Audit Committee. The Board of Directors therefore deemed it appropriate to propose to this shareholders' meeting to approve the statement

of financial position and statement of comprehensive income for the year ended 31 December 2022. The details as set out in the presentation slides were then explained, which can be summarized as follows:

Revenue of the Year 2022

- The Company's total revenue in 2022 was at Baht 2,788.8 million which decreased from 2021 approximately 5.1 percent. The main reason was because of a decrease of revenue of the air freight business, which in the fourth quarter of previous year having high revenue because of charter flight services. The air freight business had total revenue of the year 2022 at Baht 1,428.9 million, which decreased from the year 2021 at the rate of 12.9 percent. The sea freight and inland transportation business' revenue increased to Baht 115.8 million. The logistics management business unit had also grown from the previous year. It generated revenue of Baht 629.7 million. The second highest revenue generating business was chemical and specialty logistics business, which had revenues of Baht 737.9 million decreasing slightly from the year 2021.

Gross Profit of the Year 2022

- Gross profit of the Company increased as well, whereby the gross profit of the year 2022 was at around Baht 611.5 million which was 16.0 percent increase from the year 2021. The air freight business maintained the gross profit close to the previous year. While, the logistics management business and the chemical and specialty logistics business generated gross profit from both sea freight and air freight transportation services.
- Gross profit of the year 2022 for air freight business was Baht 191.1 million with a decrease rate of 0.9 percent when compared to the past year.
- Gross profit of the year 2022 for sea freight and inland transportation business was Baht 26.2 million with a decrease rate of 9.6 percent when compared to the past year.
- Gross profit of the year 2022 for the logistics management business was Baht 170.7 million with an increase rate of 42.0 percent when compared to the past year.
- Gross profit of the year 2022 for chemical and specialty logistics business was Baht 219.2 million with an increase rate of 11.2 percent when compared to the past year.

Net Profit of the Year 2022

- The net profit of year 2022 was Baht 795.7 million, which was the highest record and had growth at the rate of 116.8 percent from previous year by maintaining profit level of main

- business and creating outstanding business profit from investing relevant businesses inside and outside country. The Company recognized profit from the investment in Asia GSA (M) in an amount of Baht 321.7 million resulting from acquisition of Asia GSA (M) at the rate of 20 percent in early 2022. Even without recognizing the profit from the investment in an amount of Baht 321.7 million, the Company still made profit at approximately 30 percent growth rate.
- The conclusion of net profit (in the part of the parent company) had grown to Baht 795.7 million, which was considered as profit at the rate of 116.8 percent. The profit per share was Baht 1.25/share, which was at the rate of 108.3 percent.

Financial position as at 31 December 2022

- For the overall financial position as at 31 December 2022, it was still strong resulting from the growth of business groups of the Company and the operation in accordance with the strategic plan by having risk management for investing in relevant business inside and outside country and making good return. The Company's total asset was Baht 3,679.7 million, being Baht 540 million of cash, Baht 518 million of account receivables, Baht 161 million of permanent assets and Baht 2,161 million of increased investments. The Company had trade payables in the amount of Bath 256 million and liabilities bearing interest in the amount of Baht 653 million, which is interest from long term loan.

Key Financial Ratio in 2022

- Gross profit margin of the year 2022 was at the rate of 21.9 percent while the year 2021 was at the rate 17.9 percent.
- Net profit margin of the year 2022 was at the rate of 28.5, which increased from previous year.
- Return on equity of the year 2022 was at the rate of 36.1 while the year 2021 was at the rate of 24.3 percent.
- Liquidity ratio improved in consistent with the operating result to 2.1 times.
- Debt to equity ratio was at 0.4 times.
- Interest-bearing debt to equity was at 0.2 times.
- Average duration for debt collection was at 86.3 days.
- Duration for debt payment was at 62.4 days.

Mr. Woodtipong Moleechad, Chairman of the Audit Committee, additionally informed the Meeting that the Audit Committee jointly audited the Company's financial statement with the auditor of the Company. The financial statement of the Company did not have any conditions in the auditor's report. He proposed the Meeting to approve the statement of financial position and profit and loss statement of the fiscal year ended 31 December 2022.

The Chairman provided opportunity for the Meeting to make queries and suggestions.

Mr. Sakchai Sakulsrimontri, a shareholder, asked about (1) whether the freight for the chemical and specialty logistics is higher than other products, and whether there is any insurance (2) profit of the Company of the next year comparing to the profit of this year recognized from investment in Asia GSA (M) in an amount of Baht 321.7 million and (3) the amount of debtor, allowance for doubtful account inside and outside country, and status of the lawsuit (if any).

The Chairman asked Mr. Chalernsak Karnchanawarin, Member of the Management Committee who is responsible for chemical and specialty logistics and Mr. Viraj Nobnomtham, Chief Finance Officer, to clarify to the Meeting.

Mr. Chalernsak Karnchanawarin, Member of the Management Committee, informed the Meeting that (1) the freight for the chemical and specialty logistics is normally higher than other products at the rate of 15-30 percent depending on the danger of the product. Regarding the insurance, in general business practice, an importer and an exporter must provide the product insurance. The conveyor of the product as a service provider also bought an insurance.

Mr. Viraj Nobnomtham, Chief Finance Officer, informed the Meeting that (2) profit from the investment in Asia GSA (M) in an amount of Baht 321.7 million was one-time profit, which was calculated from fair value and it was accounting profit. The Company presented the amount of profit with and without such accounting profit in order to show that even if the Company has disregarded such accounting profit, the Company still had the profit in approximate amount of Baht 474 million, which came from the actual business operation of the Company. It can be seen that the Company still had good rate of profit and growth consecutively. (3) According to the presented financial statement, the Company had account receivables in an amount of Baht 518 million. Currently, the Company does not have any lawsuits with its debtors. However, the Company has allocated the allowance for doubtful account in an amount of Baht 34 million because there is business partner who was in business reorganization process, which does not affect the business operation of the Company. However, according to relevant laws, the debt occurred before business reorganization order was rendered by the court cannot yet be repaid. It must follow the business reorganization plan. Other debts are normal. The financial statement of the Company was audited by the standardized auditor in accordance with accounting standard, rules and regulations.

Mr. Thitipong Soponudomporn, a shareholder, asked about the worthiness of investment in Asia GSA (M) by the Company's subsidiary (ANI) and the view of the projection of the investment.

Mr. Viraj Nobnomtham, Chief Finance Officer, informed the Meeting about the worthiness of investment in Asia GSA (M) by the subsidiary of the Company (ANI) that the matter had already been considered in the Extraordinary General Meeting of Shareholders No. 1/2022 of the Company. In such meeting, the Company appointed an independent financial advisor (IFA) to provide opinion on carrying out such transactions. Furthermore, the Company invited the independent financial advisor (IFA) to attend such meeting to provide his opinion and make clarifications the meeting, including to answer the queries of the shareholders in order to support for considering the issue in said meeting. Moreover, the executives had thoroughly considered the appropriateness thereof. With respect to the projection of the investment by ANI, the shareholders should wait for the information and data in IPO filing application of ANI, which is in preparation process to file the application.

In addition, Mr. Pramote Librattanasakul, a shareholder, asked about results of investment in Sabai Speed Co., Ltd. and co-investment to incorporate TSL Logistics Co., Ltd., which is the transportation by rail business.

Mr. Viraj Nobnomtham, Chief Finance Officer, answered that for the investment of the Company in Sabai Speed Co., Ltd., the Company obtained profit which was included in 'Investments in associates and joint ventures' in accordance with information presented to the Meeting, being Baht 624 million. The profit obtained from Sabai Speed Co. Ltd. was also included in such profit. However, the Company holds share in Sabai Speed Co., Ltd. only at the rate of 18 percent and Sabai Speed Co., Ltd. did not generate much profit. The Company therefore did not recognize and obtain much profit from such company.

Mr. Tipp Dalal, Chief Executive Officer, answered the queries regarding the co-investment with Sitthi Logistics Laos Company Limited that the Company expected the medium-term and long-term return because it is the project of product transportation by connected rail between China – Lao – Thailand, which is the new project. The joint venture company, which is TSL Logistics Co., Ltd., was only established in August 2022. Therefore, it should take some times to develop such business.

The Chairman then proposed the Meeting to consider and approve the statement of financial position and the statement of comprehensive income for the year ended 31 December 2022.

Resolution Upon due consideration, the Meeting unanimously resolved to approve the statement of financial position and the statement of comprehensive income for the year ended 31 December 2022 with the votes as follows:

Resolution	Total Votes (1 Share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and casting vote
1. Approved	525,458,518	100
2. Disapproved	0	0
3. Abstained	0	-
4. Voided Ballot	0	0

Agenda 5 To consider and approve the dividend payment for the year ended 2022 and the allocation of net profit as legal reserve as well as the acknowledgement of the interim dividend payment

The Chairman requested Mr. Viraj Nobnomtham, Chief Financial Officer, to inform the details of this agenda.

Mr. Viraj Nobnomtham, Chief Financial Officer, informed the Meeting that whereas, the Company's policy was to pay dividend of not less than 40 percent of the net profit from the separate financial statements, after deduction of taxes and legal reserve, as required by the laws, including other reserves. In 2022, the Company registered net profit on the shareholders' equity in the separate financial statements in the total amount of Baht 467,919,922. The Board of Directors of the Company thus resolved to propose to the shareholders' meeting for consideration and approval for allocation of net profit as legal reserve in accordance with the law in the amount of Baht 2,600,000. After such allocation as legal reserve, the legal reserve of the Company would be not less than 10 percent of the registered capital as required by laws. It was also deemed appropriate to propose the shareholders' meeting to approve dividend payment at the rate of Baht 0.55 per share for the fiscal year ended 31 December 2022. In this regard, the Company had paid an interim dividend out of the operating results from the period of 1 January 2022 to 30 June 2022 of the Company to the shareholders at the rate of Baht 0.15 per share with the total amount being Baht 96,125,866.95 on 9 September 2022. Therefore, the dividend to be approved at this Meeting shall be Baht 0.40 per share with the total dividend of Baht 295,479,157.60, which will be paid from the annual net profit for the year 2022. The Company has fixed the record date for shareholder who is entitled to receive dividend on 26 April 2023 and the dividend payment date to be made on 16 May 2023.

The Chairman provided opportunity for the Meeting to make queries and suggestions.

Mr. Sakchai Sakulsrimontri, a shareholder, asked about the reason for the Company to pay dividend in a larger rate while the revenue of the Company decreased.

Mr. Viraj Nobnomtham, Chief Financial Officer, informed the Meeting that the Company considered dividend payment from consolidated financial statement of the Company, which had a sharp growth. The Company did not consider only its separate financial statement. Moreover, the Company also considered its cashflow liquidity at the end of operating year of each year.

The Chairman then proposed the Meeting to consider and approve the dividend payment for the year ended 2022 and the allocation of net profit as legal reserve as well as the acknowledgement of the interim dividend payment.

Resolution Upon due consideration, the Meeting unanimously resolved to approve the dividend payment for the year 2022 to the shareholders at Baht 0.40 per share and the allocation of net profit as legal reserve in the amount of Baht 2,600,000 as well as to acknowledge the interim dividend payment as proposed, with the votes as follows:

Resolution	Total Votes (1 Share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and casting vote
1. Approved	525,458,518	100
2. Disapproved	0	0
3. Abstained	0	-
4. Voided Ballot	0	0

Agenda 6 To consider and approve the appointment of new directors in replacement of the directors who were retired by rotation

The Chairman requested Mr. Vipoota Trakhulhoon, Chairman of the Nomination and Remuneration Committee, to inform the Meeting on the details of this agenda.

Mr. Vipoota Trakhulhoon, Chairman of the Nomination and Remuneration Committee, informed the Meeting that pursuant to Section 71 of the Public Limited Companies Act B.E. 2535 (1992) (and as amended) ("PLC Act") and the Article 17 of the Company's Articles of Association, one-third of the total number of directors must retire by rotation at each annual general meeting of shareholders. If the number of directors is not a multiple of three, the number of

directors to be retired shall be the closest number to one-third of the total number of directors. Set out below are 4 directors who must retire by rotation at the 2023 Annual General Meeting of Shareholders:

1. Mr. Woodtipong Moleechad Independent Director
2. Mr. Tipp Dalal Director
3. Mrs. Darunee Rakpongpiboon Director
4. Mr. Chalernsak Karnchanawarin Director

To ensure transparency, the four retiring directors left the meeting room temporarily.

Mr. Vipoota Trakulhoon, Chairman of the Nomination and Remuneration Committee, clarified to the Meeting that in considering appropriate persons to hold the position of the Company's directors, the Company invited its shareholders to nominate qualified persons to be elected as the Company's directors from 18 November 2022 - 31 December 2022. However, no shareholders had nominated qualified persons for company directorship. Therefore, the Nomination and Remuneration Committee had considered persons to be nominated as Company's directors based on their knowledge, experience, and suitability for the benefit to the Company's business operations. The Nomination and Remuneration Committee had also considered qualifications as prescribed under the applicable laws and regulations and resolved to propose for consideration and appointment of such four directors as the Company's directors for another term. In addition, the Nomination and Remuneration Committee has considered the qualifications of the nominated independent directors and found their qualifications to be in accordance with the criteria prescribed by the SET and that such nominated independent directors could deliver opinion independently.

In this regard, the Board of Directors was of the opinion that the nominated directors have been thoroughly scrutinized using the process determined by the Company, possess qualifications as required by relevant rules and regulations, and suitable for the operations of the businesses of the Company. Therefore, the Board of Directors, pursuant to the resolution of the Nomination and Remuneration Committee, has resolved to propose to the Meeting for consideration and approval of re-appointment of the four directors, who must retire by rotation, as the Company's directors for another term.

The details of profile and experience of the directors nominated for re-appointment as the Company's directors for another term were delivered together with the invitation letter.

Mr. Vipoota Trakhulhoon, Chairman of the Nomination and Remuneration Committee, gave opportunity for the Meeting to make queries and suggestions. No queries or suggestions were made.

Mr. Vipoota Trakhulhoon, Chairman of the Nomination and Remuneration Committee, then proposed the Meeting to consider and approve the re-appointment of 4 directors who were retired by rotation as directors for another term.

Resolution Upon due consideration, the Meeting resolved to approve the re-appointment of 4 directors who were retired by rotation as directors for another term with the votes as follows:

- 1) Mr. Woodtipong Moleechad Independent Director

Resolution	Total Votes (1 Share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and casting vote
1. Approved	525,458,518	100
2. Disapproved	0	0
3. Abstained	0	-
4. Voided Ballot	0	0

- 2) Mr. Tipp Dalal Director

Resolution	Total Votes (1 Share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and casting vote
1. Approved	525,458,518	100
2. Disapproved	0	0
3. Abstained	0	-
4. Voided Ballot	0	0

3) Mrs. Darunee Rakpongpi boon Director

Resolution	Total Votes (1 Share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and casting vote
1. Approved	525,458,518	100
2. Disapproved	0	0
3. Abstained	0	-
4. Voided Ballot	0	0

4) Mr. Chalernsak Karnchanawarin Director

Resolution	Total Votes (1 Share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and casting vote
1. Approved	525,458,518	100
2. Disapproved	0	0
3. Abstained	0	-
4. Voided Ballot	0	0

Agenda 7 To consider and approve the remuneration of directors for the year 2023

The Chairman requested Mr. Vipoota Trakhulhoon, the Chairman of the Nomination and Remuneration Committee, to inform the details of this agenda.

Mr. Vipoota Trakhulhoon, the Chairman of the Nomination and Remuneration Committee, proposed to the Meeting to approve of the determination of the monthly remuneration, meeting allowance and additional remuneration of not exceeding Baht 4,000,000. The details of remuneration of directors for the year 2023 can be summarised as follows:

Monthly Remuneration, Meeting Allowance, and Additional Remuneration

	Remuneration		Meeting Allowance	
	Monthly basis		Per meeting	
	2022	2023	2022	2023
Board of Directors				
- Chairman	Baht 40,000	Baht 40,000	Baht 30,000	Baht 30,000
- Vice Chairman	Baht 30,000	Baht 30,000	Baht 20,000	Baht 20,000
- Director	Baht 25,000	Baht 25,000	Baht 15,000	Baht 15,000
Audit Committee				
- Chairman	-	-	Baht 15,000	Baht 15,000
- Director	-	-	Baht 10,000	Baht 10,000
Nomination and Remuneration Committee				
- Chairman	-	-	Baht 15,000	Baht 15,000
- Director	-	-	Baht 10,000	Baht 10,000
Corporate Governance and Sustainable Development Committee				
- Chairman	-	-	Baht 15,000	Baht 15,000
- Director	-	-	Baht 10,000	Baht 10,000
Investment Committee				
- Chairman	-	-	Baht 15,000	Baht 15,000
- Director	-	-	Baht 10,000	Baht 10,000

In this regard, the monthly remuneration and meeting allowance for the year 2023 were as proposed, and additional remuneration for the year 2023 shall not exceed Baht 4,000,000. In addition, the director, who is not an independent director, shall not be entitled to receive meeting allowance for the Board of Directors' meetings and sub-committee meetings including the additional remuneration. The Nomination and Remuneration Committee had considered and found the remuneration to be at a reasonable level, consistent and comparable to that of a listed company with similar size and within the same industry as well as sufficient to attract and retain quality directors for the Company. In addition, the director, who is not an independent director, shall not be entitled to receive meeting allowance for the Board of Directors' meetings and sub-committee meetings including the additional remuneration.

The Chairman gave opportunity for the Meeting to make queries and suggestions. No queries or suggestions were made.

The Chairman then proposed the Meeting to consider and approve the remuneration of directors for the year 2023.

Resolution Upon due consideration, the Meeting resolved to approve the monthly remuneration and meeting allowance as aforementioned proposed and additional remuneration of the Board of Directors and sub-committee for the year 2023 in the amount of not exceeding Baht 4,000,000 as proposed with the votes of not less than two-thirds of the total votes of all shareholders and proxies attended the meeting, as follows:

Resolution	Total Votes (1 Share = 1 vote)	Percent of the total votes of shareholders attending the Meeting
1. Approved	525,458,518	100
2. Disapproved	0	0
3. Abstained	0	0
4. Voided Ballot	0	0

Agenda 8 To consider and approve the appointment of the auditor and the determination of compensation of the auditor for the year 2023

The Chairman requested Mr. Woodtipong Moleechad, the Chairman of the Audit Committee, to inform the details of this agenda.

Mr. Woodtipong Moleechad, the Chairman of the Audit Committee, clarified to the meeting that the Audit Committee has undertaken the auditor selection procedures by comparing qualifications, scope of works, and fees which proposed by management committee. The result of the selection was that the Audit Committee has resolved to propose to appoint the auditors of PricewaterhouseCoopers ABAS Ltd. as the auditor of the Company. The name of the nominated auditors are as follows:

1. Ms. Sukhumaporn Wongariyaporn CPA Registration No. 4843; and/or
2. Mr. Chaisiri Ruangritchai CPA Registration No. 4526; and/or
3. Ms. Varaporn Vorathitikul CPA Registration No. 4474;

Whereby, any one of the above shall act as the Company's auditor for the year 2023. In the event any one of the above auditors is unable to perform his/her duties, PricewaterhouseCoopers ABAS Limited may provide other auditor in replacement. The profile of each auditor was attached together with the invitation letter.

Mr. Woodtipong Moleechad, the Chairman of the Audit Committee, further clarified that the Board of Directors was of the opinion that the abovementioned auditors are independent, knowledgeable and have experience in auditing.

Therefore, it was resolved to determine the audit fees for the year 2023 in the amount of Baht 4,399,500 whereby the audit fees would include the audit of separate financial statements of the Company and 8 affiliates and the consolidated financial statement of the Company, which the details of remuneration were delivered together with the invitation letter.

The Chairman gave the opportunity for the Meeting to make queries and suggestions.

Mr. Sakchai Sakulsrimontri, a shareholder, suggested the auditors of the Company to consider preparing AI system to audit accounts in order to minimize audit fee of the Company.

The Chairman thanked the shareholder for the suggestion and informed PricewaterhouseCoopers ABAS Limited and audit committee to consider the matter next year.

The Chairman then proposed the Meeting to consider and approve the appointment of the auditor and the determination of compensation of the auditor for the year 2023.

Resolution Upon due consideration, the Meeting unanimously resolved to approve the appointment of the auditor and the determination of compensation of the auditor for the year 2023 with the details as proposed by the Chairman of the Audit Committee in all respects with the votes as follows:

Resolution	Total Votes (1 Share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and casting vote
1. Approved	522,213,918	99.3825
2. Disapproved	3,244,600	0.6175
3. Abstained	0	-
4. Voided Ballot	0	0

Agenda 9 To consider and approve the amendment to the Articles of Association of the Company

The Chairman requested Mr. Nitiroj Matra, Legal Advisor, to inform the details of this agenda.

Mr. Nitiroj Matra, Legal Advisor, informed the Meeting that the Public Company Act B.E. 2535 (1992) was amended by the Public Companies Act (No.4) B.E. 2562 (2019) allowing public limited companies to have more flexibility in various matters including the use of electronic means in convening of meetings and sending notices or documents. It is therefore necessary for the Company to amend Article 25, Article 32 paragraph 1, Article 44 paragraph 4, Article 53 paragraph 2 and Article 54 of its Articles of Association to be in line with the provisions of the law and to facilitate

business operation of the Company. Moreover, in order to be consistent with the Company's policy on the supervision and management of subsidiaries' business which was resolved by the Board of Directors' Meeting No. 1/2023 held on 21 February 2023 to be amended to improve flexibility in business management of the Company group without creating undue procedures and burdens on the Company. Such amendments are also in line with legal requirements as well as the practices of other listed companies. It is necessary for the Company to amend Article 47 (7) and Article 48 (1) of the Articles of Association.

The Board of Directors proposed the Meeting to consider and approve to amend Article 25, Article 32 paragraph 1, Article 44 paragraph 4, Article 47(7), Article 48(1), Article 53 paragraph 2, and Article 54 of the Articles of Association of the Company and to propose that designated person of the Board of Directors, authorized director or Chief Executive Officer to register the amendment of the Company's Articles of Association at the Department of Business Development, Ministry of Commerce, be authorized to amend and give additional statements, or do any other acts to comply with Registrar's orders.

The Chairman gave opportunity for the Meeting to make queries and suggestions. No queries or suggestions were made.

The Chairman then proposed the Meeting to consider and approve the amendment to the Articles of Association of the Company.

Resolution Upon due consideration, the Meeting unanimously resolved to approve the amendment of Article 25, Article 32 paragraph 1, Article 44 paragraph 4, Article 47(7), Article 48(1), Article 53 paragraph 2, and Article 54 of the Articles of Associations of the Company by cancelling the existing provisions and replacing with the new proposed provisions and authorize the person designated by the Board of Directors, authorized director or Chief Executive Officer to register the amendment of the Company's Articles of Association at the Department of Business Development, Ministry of Commerce, and be authorized to amend and give additional statements, or do any other acts to comply with the Registrar's orders with the votes as follows:

Resolution	Total Votes (1 Share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and having right to vote
1. Approved	525,458,518	100
2. Disapproved	0	0
3. Abstained	0	0
4. Voided Ballot	0	0

Agenda 10 To consider and approve the decrease of the Company's registered capital in the amount of Baht 2,305,065.50 from the current registered capital of Baht 406,205,126.50 to Baht 403,900,061.00 by cancelling the registered shares not purchased in the amount of 4,610,131 shares at the par value of Baht 0.50 per share

The Chairman requested Mr. Nitiroj Matra, Legal Advisor, to inform the details of this agenda.

Mr. Nitiroj Matra, Legal Advisor, informed the Meeting that the Company wishes to issue new ordinary shares to reserve for the exercise of warrants to purchase the ordinary shares of the Company no.1 (III-W1) following the change of exercise price and exercise ratio to be further explained in Agenda 12 and whereas the Company still have unissued shares which are not reserved for any convertible debentures or warrants in the amount of 4,610,131 shares (excluding the 69,102,228 ordinary shares that are reserved for the exercise of the warrants to purchase the ordinary shares of the Company no.1 (III-W1)), the Company is thus required to decrease its registered capital in the amount of Baht 2,305,065.50 from the current registered capital in the amount of Baht 406,205,126.50 to Baht 403,900,061.00 by cancelling the unissued ordinary shares in the amount of 4,610,131 shares having the par value of Baht 0.50 per share in order to be able to issue new ordinary shares to accommodate the exercise of the warrants to purchase the ordinary shares of the Company no.1 (III-W1).

Such capital decrease is the cancellation of the authorized but unissued shares and thus would not affect the company and the interests of the shareholders in any way.

The Chairman gave opportunity for the Meeting to make queries and suggestions. No queries or suggestions were made.

The Chairman then proposed the Meeting to consider and approve the decrease of the Company's registered capital in the amount of Baht 2,305,065.50 from the current registered capital of Baht 406,205,126.50 to Baht 403,900,061.00 by cancelling the registered shares not purchased in the amount of 4,610,131 shares at the par value of Baht 0.50 per share.

Resolution Upon due consideration, the Meeting unanimously resolved to approve decrease of the Company registered capital in the amount of Baht 2,305,065.50 from the current registered capital in the amount of Baht 406,205,126.50 to Baht 403,900,061.00 by cancelling the unissued ordinary shares in the amount of 4,610,131 shares (excluding the 69,102,228 ordinary shares that are reserved for the exercise of the warrants to purchase the ordinary shares of the Company no.1 (III-W1)) having the par value of Baht 0.50 per share in all respect with the votes as follows:

Resolution	Total Votes (1 Share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and having right to vote
1. Approved	525,458,518	100
2. Disapproved	0	0
3. Abstained	0	0
4. Voided Ballot	0	0

Agenda 11 To consider and approve the amendment to Clause 4. of Memorandum of Association of the Company with respect to the registered capital of the Company to be in line with the decrease of registered capital

The Chairman requested Mr. Nitiroj Matra, Legal Advisor, to inform the details of this agenda.

Mr. Nitiroj Matra, Legal Advisor, informed the Meeting that pursuant to the approval of the decrease of the registered capital of the Company in the Agenda 10, in order to comply with the law, the Meeting is required to consider and approve an amendment to Clause 4. of the Memorandum of Association of the Company with respect to the registered capital to be in line with the decrease of registered capital of the Company as follows:

"Clause 4	Registered Capital of	Baht 403,900,061	(Four hundred three million nine hundred thousand sixty-one Baht)
	Divided into	807,800,122 shares	(Eight hundred seven million eight hundred thousand one hundred twenty-two shares)
	With a par value of	Baht 0.50	(Fifty Satang) each
	Categorized into		
	Ordinary shares	807,800,122 shares	(Eight hundred seven million eight hundred thousand one hundred twenty-two shares)
	Preference shares	- shares	(- shares)"

The Board of Directors has resolved to propose to the shareholders' meeting to consider and approve the amendment to Clause 4. of the Memorandum of Association of the Company with respect to the registered capital to be in line with the decrease of registered capital of the Company, and propose that designated person of the Board of Directors, authorized director or Chief Executive Officer to register the capital decrease and amendment of the Company's Memorandum of Association at the Department of Business Development, Ministry of Commerce, be authorized to amend and give additional statements, or do any other acts to comply with the Registrar's orders.

The Chairman gave opportunity for the Meeting to make queries and suggestions. No queries or suggestions were made.

The Chairman then proposed the Meeting to consider and approve the amendment to Clause 4. of Memorandum of Association of the Company with respect to the registered capital of the Company to be in line with the decrease of registered capital.

Resolution Upon due consideration, the Meeting unanimously resolved to approve the amendment to Clause 4. of the Memorandum of Association of the Company with respect to the registered capital to be in line with the decrease of registered capital of the Company, and authorize the designated person of the Board of Directors, authorized director or Chief Executive Officer to register the capital decrease and amendment of the Company's Memorandum of Association at the Department of Business Development, Ministry of Commerce, be authorized to amend and give additional statements, or do any other acts to comply with the Registrar's orders in all respect with the votes as follow.

Resolution	Total Votes (1 Share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and having right to vote
1. Approved	525,458,518	100
2. Disapproved	0	0
3. Abstained	0	0
4. Voided Ballot	0	0

Agenda 12 To consider and approve the increase of registered capital of the Company in the amount of Baht 347,774.50 from the current registered capital of Baht 403,900,061.00 to Baht 404,247,835.50 by issuing new ordinary shares in the amount of 695,549 shares at the par value of Baht 0.50 to accommodate the rights adjustment of III-W1 under the Terms and Conditions of III-W1

The Chairman requested Mr. Nitiroj Matra, Legal Advisor, to inform the details of this agenda.

Mr. Nitiroj Matra, Legal Advisor, informed the Meeting that following the Company's rights offering whereby "net price per share of the new ordinary shares" was below 90 percent of the "market price per share of the Company's ordinary share", the exercise price and exercise ratio of III-W1 was adjusted in accordance with the Terms and Conditions Governing the Rights and Obligations of the Issuer and Holders of the III-W1 to become 1 unit of warrant will be entitled to purchase 1.01007 share at the price of Baht 5.94021 per share. Due to said reason, it is necessary for the Company to have reserve ordinary shares to support exercise of right of holders of the III-W1 in total amount of 69,797,777 shares or increase in an amount of 695,549 shares.

Accordingly, the Company has to increase its registered capital in the amount of Baht 347,774.50 from the current registered capital of Baht 403,900,061.00 to Baht 404,247,835.50 by issuing new ordinary shares in the amount of 695,549 shares at par value of Baht 0.5 to accommodate the exercise of III-W1 whose final exercise date is in May 2023.

The details of the capital increase are as appeared in the Capital Increase Report Form (F53-4) were delivered together with the invitation letter.

The Chairman gave opportunity for the Meeting to make queries and suggestions. No queries or suggestions were made.

The Chairman then proposed the Meeting to consider and approve the increase of registered capital of the Company in the amount of Baht 347,774.50 from the current registered capital of Baht 403,900,061.00 to Baht 404,247,835.50 by issuing new ordinary shares in the amount of 695,549 shares at the par value of Baht 0.50 to accommodate the rights adjustment of III-W1 under the Terms and Conditions of III-W1

Resolution Upon due consideration, the Meeting resolved to approve the increase of registered capital of the Company in the amount of Baht 347,774.50 from the current registered capital of Baht 403,900,061.00 to Baht 404,247,835.50 by issuing new ordinary shares in the amount of 695,549 shares at the par value of Baht 0.50 to accommodate the rights adjustment of III-W1 under the Terms and Conditions of III-W1 with the votes not less than three fourth of the total votes of shareholders and proxies attending the Meeting and having right to vote as follows:

Resolution	Total Votes (1 Share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and having right to vote
1. Approved	525,394,732	99.9879
2. Disapproved	63,786	0.0121

3. Abstained	0	0
4. Voided Ballot	0	0

Agenda 13 To consider and approve the amendment to Clause 4. of Memorandum of Association of the Company with respect to the registered capital of the Company to be in line with the increase of registered capital

The Chairman requested Mr. Nitiroj Matra, Legal Advisor, to inform the details of this agenda.

Mr. Nitiroj Matra, Legal Advisor, informed the Meeting that pursuant to the approval of the increase of the registered capital of the Company in the above Agenda 12, in order to comply with the law, the Meeting is required to consider and approve an amendment to Clause 4. of the Memorandum of Association of the Company with respect to the registered capital to be in line with the increase of registered capital of the Company as follows:

“Clause 4	Registered Capital of	Baht 404,247,835.50	(Four hundred four million two hundred forty-seven thousand eight hundred thirty-five Baht and fifty Satang)
	Divided into	808,495,671 shares	(Eight hundred eight million four hundred ninety-five thousand six hundred seventy-one shares)
	With a par value of	Baht 0.50	(Fifty Satang) each
	Categorized into		
	Ordinary shares	808,495,671 shares	(Eight hundred eight million four hundred ninety-five thousand six hundred seventy-one shares)
	Preference shares	- shares	(- shares)”

The Board of Directors has resolved to propose to the shareholders' meeting to consider and approve the amendment to Clause 4. of the Memorandum of Association of the Company with respect to the registered capital to be in line with the increase of registered capital of the Company, and propose that designated person of the Board of Directors, authorized director or Chief Executive Officer to register the capital decrease and amendment of the Company's Memorandum of Association at the Department of Business Development, Ministry of Commerce, be authorized to amend and give additional statements, or do any other acts to comply with the Registrar's orders.

The Chairman gave opportunity for the Meeting to make queries and suggestions. No queries or suggestions were made.

The Chairman then proposed the Meeting to consider and approve the amendment to Clause 4. of Memorandum of Association of the Company with respect to the registered capital of the Company to be in line with the increase of registered capital.

Resolution Upon due consideration, the Meeting resolved to unanimously approve the amendment to Clause 4. of the Memorandum of Association of the Company with respect to the registered capital to be in line with the increase of registered capital of the Company, and authorize the designated person of the Board of Directors, authorized director or Chief Executive Officer to register the capital increase and amendment of the Company's Memorandum of Association at the Department of Business Development, Ministry of Commerce, be authorized to amend and give additional statements, or do any other acts to comply with the Registrar's orders in all respect with the votes as follow.

Resolution	Total Votes (1 Share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and having right to vote
1. Approved	525,458,518	100
2. Disapproved	0	0
3. Abstained	0	0
4. Voided Ballot	0	0

Agenda 14 Other businesses (if any)

The Chairman informed that this last agenda was for the shareholders to provide opinions, suggestions or any other matters that would be beneficial and there would be no voting.

The Chairman gave the opportunity for the Meeting to make queries or provide additional suggestions. No queries or suggestions were further made. The Chairman then thanked all the shareholders, legal advisors, auditors as well as all the staffs for attending the Meeting and causing the meeting to end with success. The Chairman then declared the meeting adjourned.

The meeting was adjourned at 16.05 hrs.

The Company recorded this Meeting through video media and published such video media on the Company's website.



Signed.....Chairman of the Meeting

(Mr. Krirkrai Jirapaet)

Chairman of the Board of Directors




Signed.....Secretary of the Meeting

(Mrs. Darunee Rakpongpi boon)

Company Secretary

Profile of directors nominated for reappointment as the Company's directors

Name-Surname	Mr. Vipoota Trakulhoon	
Age	57 years old	
Current Positions	Director / Independent Director / Member of the Audit Committee / Chairman of the Nomination and Remuneration Committee / Member of the Investment Committee	
Type of director proposed for election	Independent Director	
Education	- Bachelor of Business Administration, Major of Banking and Finance, Chulalongkorn University - Master of Business Administration, Sasin Graduate Institute of Business Administration of Chulalongkorn University	
Training of IOD	- Director Accreditation Program (DAP) Class 120/2015, Thai Institute of Directors (IOD) - Advanced Audit Committee Program (AACP) Class 42/2021, Thai Institute of Directors (IOD)	
Term of directorship in the Company	7 years 1 month (appointed on 15 March 2017)	
Commencement date as director of the Company	23/02/2021 – Present Member of the Investment Committee 15/03/2017 – Present Director / Independent Director 15/03/2017 – Present Member of the Audit Committee 15/03/2017 – Present Chairman of the Nomination and Remuneration Committee	
Shareholding in the Company (by himself/spouse/minor child)	-None-	
Directorship at other SET-registered entities	2022 – Present Chairman of the Audit Committee, SKY ICT PCL. 2021 – Present Independent Director / Member of the Audit Committee / Member of the Environmental, Social, and Corporate Governance Committee, Thai Vegetable Oil PCL. 2020 – Present Director / Independent Director, SKY ICT PCL. 2016 – Present Independent Director / Member of the Audit Committee / Chairman of the Nomination and Remuneration Committee, Business Alignment PCL. 2014 – Present Director / Chairman of Investment Committee, Millcon Steel PLC.	
Directorship at other entities (non SET-registered entity)	2015 – Present Director, Creative Kobelco Millcon Co., Ltd	

	2014 – Present	Director, Creative Power Co., Ltd.
Holding a position in an entity competing or relating to the business of the Company, which may cause conflict of interest in the Company	-None-	
Work experience during the past 5 years	2021 – Present	Directorship at Triple i Logistics PCL, subsidiaries, associate companies and joint venture companies (direct and indirect) Member of the Investment Committee, Triple i Logistics PLC.
	2017 – Present	Director / Independent Director / Member of the Audit Committee / Chairman of the Nomination and Remuneration Committee, Triple i Logistics PLC.
Meeting attendance during the year 2023	<ul style="list-style-type: none"> - Meeting of Board of Directors: 7/7 times, representing 100% - Meeting of the Audit Committee: 4/4 times, representing 100% - Meeting of Nomination and Remuneration Committee: 2/2 times, representing 100% - Meeting of the Investment Committee: 1/1 time, representing 100% - 2023 Annual General Meeting of Shareholders: 1/1 time, representing 100% 	
Criteria for nominating as Independent Director	<p>Mr. Vipoota Trakulhoon has been considered through the selection process of the Nomination and Remuneration Committee, in which the Nomination and Remuneration Committee taking into consideration the knowledge, experience and capability which is beneficial to the business operations of the Company, including all qualifications to become an Independent Director under the relevant laws, and proposed his name to the Board of Directors for further consideration.</p> <p>In this regard, Mr. Vipoota Trakulhoon has been thoroughly scrutinized by the Board of Directors and found to be able to perform duties and provide independent opinions as well as possessing the qualifications in accordance with the regulations related to requirements of independent directors. Therefore, the Board of Directors deems it appropriate to propose to the shareholders' meeting to consider electing him as an Independent Director of the Company.</p>	
Prohibited qualifications	Not possessing any criminal record for offence relating to property committed with dishonest intent	
Other qualifications	Having never been an employee or partner of external audit company that the Company has hired within the past 2 years.	

Having the interests in the Company, parent company, subsidiaries, affiliates or legal entities that have conflicts, at present or in the past 2 years

Types of relationship	Qualifications
1. Being a director who takes part in managing day-to-day operation, an employee, or an advisor who receives a regular salary or fee.	No
2. Being a professional service provider (i.e., auditor, lawyer)	No
3. Having the significant business relations that may affect the ability to perform independently (e.g. purchase/sale of raw products/goods/services/lending or loan out)	No
4. Being a close relative with the management or major shareholders of the Company/subsidiaries.	No
5. Being a director appointed as a representative of the Company's director, major shareholders, shareholders who are related to the major shareholders of the Company.	No


Profile of directors nominated for reappointment as the Company's directors

Name-Surname	Mr. Viraj Nobnomtham	
Age	58 years old	
Current Positions	Director / Member of the Investment Committee / Member of the Management Committee / Member of the Nomination and Remuneration Committee / Member of Corporate Governance and Sustainable Development Committee / Chairman of the Risk Management Sub-Committee / CFO	
Type of director proposed for election	Executive Director	
Education	- Bachelor of Business Administration, Major in Merchant Marine, Chulalongkorn University	
Training of IOD	<ul style="list-style-type: none"> - Director Certification Program (DCP) Class 213/2015, Thai Institute of Directors (IOD) - TLCA CFO Professional Development Program (TLCA CFO CPD) 1/2022 "Upgrading the quality of financial reports of Thai listed companies", Thai Listed Companies Association (Online Training) - TLCA CFO Professional Development Program (TLCA CFO CPD) 3/2022 "PDPA for accounting and finance", Thai Listed Companies Association (Online Training) - TLCA CFO Professional Development Program (TLCA CFO CPD) 4/2022 "Understanding digital assets and CFO's roles", Thai Listed Companies Association (Online Training) - TLCA CFO Professional Development Program (TLCA CFO CPD) 1/2023 "Economic Update for CFO" Thai Listed Companies Association (Online Training) - TLCA CFO Professional Development Program (TLCA CFO CPD) 2/2023 "Risk Management for CFOs" Thai Listed Companies Association (Online Training) - TLCA CFO Professional Development Program (TLCA CFO CPD) 3/2023 "Financial Technology (Fintech)" Thai Listed Companies Association (Online Training) 	
Term of directorship in the Company	7 years 1 month (appointed on 15 March 2017)	
Commencement date as director of the Company	<p>20/02/2024 – Present Member of Corporate Governance and Sustainable Development Committee Director</p> <p>23/02/2021 – Present Member of the Investment Committee</p> <p>15/03/2017 – Present Director</p> <p>15/03/2017 – Present Member of the Management Committee</p>	

	15/03/2017 – Present Member of the Nomination and Remuneration Committee 15/03/2017 – Present Chairman of the Risk Management Sub-Committee
Shareholding in the Company (by himself/spouse/minor child)	115,101,480 shares (or 14.25 percent of the total voting shares)
Directorship at other SET-registered entities	2023 – Present Director / Executive Director / Nomination and Remuneration Committee, Asia Network International PLC.
Directorship at other entities (non SET-registered entity)	- None -
Holding a position in an entity competing or relating to the business of the Company, which may cause conflict of interest in the Company	- None -
Work experience during the past 5 years	<p>Directorship at Triple i Logistics PCL, subsidiaries, associate companies and joint venture companies (direct and indirect)</p> <p>2022 – Present Director, TSL Logistics Co., Ltd.</p> <p>2022 – Present Director, AOT Ground Aviation Services Co., Ltd.</p> <p>2021 – Present Member of the Investment Committee, Triple i Logistics PLC.</p> <p>2021 – Present Director, Makesend Express Co., Ltd.</p> <p>2021 – Present Director, Aero Flight Service Co., Ltd</p> <p>2019 – Present Director, SAL Group (Thailand) Co., Ltd.</p> <p>2017 – Present Director / Member of the Management Committee / Member of the Nomination and Remuneration Committee / Chairman of the Risk Management Sub-Committee / CFO, Triple i Logistics PLC.</p> <p>2016 – Present Director, GSA Cargo Network (Myanmar) Co., Ltd.</p> <p>2015 – Present Director, Cross Border Couriers Co., Ltd.</p> <p>2015 – Present Director, Triple i International Pte., Ltd.</p> <p>2013 – Present Director, Asia Ground Service Co., Ltd.</p> <p>2013 – Present Director, Triple i SupplyChain Co., Ltd.</p> <p>2008 – Present Director, Triple i Asia Cargo Co., Ltd.</p> <p>2007 – Present Director, Triple i Air Express Co., Ltd.</p> <p>2005 – Present Director / Managing Director, ECU Worldwide (Thailand) Co., Ltd.</p> <p>2004 – Present Director, HazChem Logistics Management Co., Ltd.</p> <p>1996 – Present Director, Triple i Maritime Agencies Co., Ltd.</p> <p>2011 – 2023 Director, CK Line (Thailand) Co., Ltd.</p> <p>2009 – 2023 Director, Asia Network International Co., Ltd.</p>

Meeting attendance during the year 2023	<ul style="list-style-type: none"> - Meeting of Board of Directors: 7/7 times, representing 100% - Meeting of Management Committee: 5/5 times, representing 100% - Meeting of Nomination and Remuneration Committee: 2/2 times, representing 100% - Meeting of the Investment Committee: 1/1 time, representing 100% - Meeting of Risk Management Sub-Committee: 2/2 times, representing 100% - 2023 Annual General Meeting of Shareholders: 1/1 time, representing 100%
Criteria for nominating as Director	<p>Mr. Viraj Nobnomtham has been considered through the selection process of the Nomination and Remuneration Committee, in which the Nomination and Remuneration Committee taking into consideration the knowledge, experience and capability which is beneficial to the business operations of the Company, including all qualifications to become a Director under the relevant laws, and proposed his name to the Board of Directors for further consideration.</p> <p>In this regard, Mr. Viraj Nobnomtham has been thoroughly scrutinized by the Board of Directors and found to be able to perform the duties well and have knowledge and ability that benefits the Company. Therefore, the Board of Directors deems it appropriate to propose to the shareholders' meeting to consider electing him as a Director of the Company.</p>
Prohibited qualifications	<p>Not possessing any criminal record for offence relating to property committed with dishonest intent</p>
Other qualifications	<p>Having never been an employee or partner of external audit company that the Company has hired within the past 2 years.</p>


Profile of directors nominated for reappointment as the Company's directors

Name - Surname	Mr. Thanut Thatayanon	
Age	54 years	
Current positions	Director / Member of the Investment Committee / Member of the Management Committee / Member of the Corporate Governance and Sustainable Development Committee / Member of the Risk Management Sub-Committee	
Type of director proposed for election	Executive Director	
Educations	- Bachelor of Accountancy (Cost Accounting), Chulalongkorn University - Master of Business Administration, Chulalongkorn University	
Training of IOD	- Top Executive Program in Commerce and Trade (TEPCoT) Class 9/2015, University of the Thai Chamber of Commerce (UTCC) - Director Accreditation Program (DAP) Class 127/2016, Thai Institute of Directors (IOD) - Director Certification Program (DCP) Class 240/2017, Thai Institute of Directors (IOD) - Business Revolution and Innovation Network (Brain) Class 1/2017, The Federation of Thai Industries - Advanced Master of Management Program Class 2/2018, National Institute of Development Administration (NIDA) - Leadership Program Batch 29, Capital Market Academy - The Connex Class 2/2023, University of the Thai Chamber of Commerce (UTCC)	
Term of directorship in the Company	7 years 1 month (appointed on 15 March 2017)	
Commencement date as director of the Company	23/02/2021 – Present Member of the Investment Committee 15/03/2017 – Present Director 15/03/2017 – Present Member of the Management Committee 15/03/2017 – Present Member of the Corporate Governance and Sustainable Development Committee 15/03/2017 – Present Member of the Risk Management Sub-Committee	
Shareholding in the Company (by himself/spouse/minor child)	12,533,275 shares (representing 1.55% of total voting shares)	
Directorship at other SET-registered entities	- None -	
Directorship at other entities (non SET-registered entity)	- None -	

<p>Holding a position in an entity competing or relating to the business of the Company, which may cause conflict of interest in the Company</p>	<p>- None -</p>
<p>Work experience at other organizations (for the past 5 years)</p>	<p>2023 – Present Advisor to Logistic Sub-committee, Transportation Committee of The Senate</p> <p>2022 – Present Sub-committee, ASEAN and Logistics Committee, The Federation of Thai Industries</p> <p>2020 – Present Advisor to the Corporate Communications Affairs Committee, The Federation of Thailand Industries</p> <p>2020 – Present Marine Sub – Committee, Board of Trade of Thailand</p> <p style="text-align: center;">Directorship at Triple i Logistics PCL, subsidiaries, associate companies and joint venture companies (direct and indirect)</p> <p>2021 – Present Member of the Investment Committee, Triple i Logistics PLC.</p> <p>2017 – Present Director / Member of Management Committee / Member of the Corporate Governance and Sustainable Development Committee / Member of the Risk Management Sub-Committee, Triple i Logistics PLC.</p> <p>2009 – Present Director, CK Line (Thailand) Co., Ltd.</p> <p>2007 – Present Director / Managing Director, Triple i Maritime Agencies Co., Ltd.</p> <p>2009 – 2022 Managing Director, CK Line (Thailand) Co., Ltd.</p>
<p>Meeting attendance during the year 2023</p>	<ul style="list-style-type: none"> - Meeting of Board of Directors: 7/7 times, representing 100% - Meeting of Management Committee: 5/5 times, representing 100% - Meeting of Corporate Governance and Sustainable Development Committee: 2/2 times, representing 100% - Meeting of the Investment Committee: 1/1 time, representing 100% - Meeting of Risk Management Sub-Committee: 2/2 times, representing 100% - 2023 Annual General Meeting of Shareholders: 1/1 time, representing 100%
<p>Criteria for nominating as Director</p>	<p>Mr. Thanut Thatayanon has been considered through the selection process of the Nomination and Remuneration Committee, in which the Nomination and Remuneration Committee taking into consideration the knowledge, experience and capability which is beneficial to the business operations of the Company, including all qualifications to become a Director under the relevant laws, and proposed his name to the Board of Directors for further consideration.</p>

	<p>In this regard, Mr. Thanut Thatayanon has been thoroughly scrutinized by the Board of Directors and found to be able to perform the duties well and have knowledge and ability that benefits the Company. Therefore, the Board of Directors deems it appropriate to propose to the shareholders' meeting to consider electing him as a Director of the Company.</p>
<p>Prohibited qualifications</p>	<p>Not possessing any criminal record for offence relating to property committed with dishonest intent</p>
<p>Other qualifications</p>	<p>Having never been an employee or partner of independent audit company that the Company has hired within the past 2 years.</p>

Profile of directors nominated for reappointment as the Company's directors

Name - Surname	Mr. Jirod Panacharas	
Age	51 years	
Current positions	Director / Member of the Management Committee / Member of the Corporate Governance and Sustainable Development Committee	
Type of director proposed for election	Executive Director	
Educations	- Bachelor of Business Administration, Assumption University - Master of Science (CEM), Assumption University	
Training of IOD	- Director Accreditation Program (DAP) Class 127/2016, Thai Institute of Directors (IOD) - Financial Statements for Directors Class 34/2017, Thai Institute of Directors (IOD) - Senior Executive Program for Nation Building Class 8	
Term of directorship in the Company	7 years 1 month (appointed on 15 March 2017)	
Commencement date as director of the Company	15/03/2017 – Present Director 15/03/2017 – Present Member of the Management Committee 15/03/2017 – Present Member of the Corporate Governance and Sustainable Development Committee	
Shareholding in the Company (by himself/spouse/minor child)	26,958,671 shares (representing 3.34% of total voting shares)	
Directorship at other SET-registered entities	- None -	
Directorship at other entities (non SET-registered entity)	- None -	
Holding a position in an entity competing or relating to the business of the Company, which may cause conflict of interest in the Company	- None -	
Work experience at other organizations (for the past 5 years)	<p>Directorship at Triple i Logistics PCL, subsidiaries, associate companies and joint venture companies (direct and indirect)</p> <p>2018 – Present Director, Triple i SupplyChain Co., Ltd.</p> <p>2017 – Present Director / Member of Management Committee / Member of the Corporate Governance and Sustainable Development Committee, Triple i Logistics PLC.</p> <p>2014 – Present Director, HazChem TransManagement Co., Ltd.</p> <p>2010 – Present Director / Managing Director, DG Packaging (Thailand) Co., Ltd.</p>	

	2008 – Present Director / Executive Director, HazChem Logistics Management Co., Ltd.
Meeting attendance during the year 2023	<ul style="list-style-type: none"> - Meeting of Board of Directors: 7/7 times, representing 100% - Meeting of Management Committee: 5/5 times, representing 100% - Meeting of Corporate Governance and Sustainable Development Committee: 2/2 times, representing 100% - 2023 Annual General Meeting of Shareholders: 1/1 time, representing 100%
Criteria for nominating as Director	<p>Mr. Jirod Panacharas has been considered through the selection process of the Nomination and Remuneration Committee, in which the Nomination and Remuneration Committee taking into consideration the knowledge, experience and capability which is beneficial to the business operations of the Company, including all qualifications to become a Director under the relevant laws, and proposed his name to the Board of Directors for further consideration.</p> <p>In this regard, Mr. Jirod Panacharas has been thoroughly scrutinized by the Board of Directors and found to be able to perform the duties well and have knowledge and ability that benefits the Company. Therefore, the Board of Directors deems it appropriate to propose to the shareholders' meeting to consider electing him as a Director of the Company.</p>
Prohibited qualifications	Not possessing any criminal record for offence relating to property committed with dishonest intent
Other qualifications	Having never been an employee or partner of independent audit company that the Company has hired within the past 2 years.

Profile of Auditors

General Information

Name-surname:	Miss Sukhumaporn Wong-ariyaporn
Age:	55 years
Nationality:	Thai
Workplace:	PricewaterhouseCoopers ABAS Ltd. (PwC)
Period of Employment:	31 years
Position:	Partner



Education Qualification

- EMBA - Sasin Graduate Institute of Business Administration of Chulalongkorn University
- Advance diploma in Auditing, Thammasart University
- Bachelor Degree in Accounting (First Class Honours), Kasetsart University

Membership in Professional Organisations

- Member of Federation of Accounting Professions
- Certified Public Accountant (Thailand)
- Auditor approved by the office of Securities and Exchange Commission (SEC)

Work experience

Sukhumaporn is a partner in the Assurance practice of PricewaterhouseCoopers (PwC), Thailand. She has 31 years' experience in auditing practices with PwC Thailand including two-year secondment working at PwC UK and a seven-month working at PwC Hongkong. She also provides technical consultation on Thai Financial Reporting Standards and International Financial Reporting Standards (IFRS).

Sukhumaporn has an intensive experience in auditing in a number of industries including logistic, manufacturing, and trading. She is responsible for international and local clients including listed companies in the Stock Exchange of Thailand.

Profile of Auditors

General Information

Name-surname:	Miss Varaporn Vorathitikul
Age:	56 years
Nationality:	Thai
Workplace:	PricewaterhouseCoopers ABAS Ltd. (PwC)
Period of Employment:	32 years
Position:	Partner



Education Qualification

- Master's degree in Business Administration, majoring finance and accounting, Michigan State University, USA.
- Graduate diploma in Auditing, Thammasat University
- Bachelor's degree in Accounting, Thammasat University

Membership in Professional Organisations

- Member of Federation of Accounting Professions.
- Certified Public Accountant (Thailand)
- Auditor approved by the office of Securities and Exchange Commission (SEC)

Work experience

Varaporn is a partner in the Assurance practice of PricewaterhouseCoopers (PwC), Thailand. She has been with the firm for over 32 years, including almost three years with PwC Detroit, Michigan, the United States. She is a client service partner specialized in manufacturing, automotive, trading, service, oil and gas, and telecommunication industries - especially subsidiaries of the US Company. She is also the auditor of a number of listed companies in the Stock Exchange of Thailand.

Profile of Auditors

General Information

Name- Surname:	Mr. Chaisiri Ruangritchai
Age:	56 years
Nationality:	Thai
Workplace:	PricewaterhouseCoopers ABAS Ltd. (PwC)
Period of Employment:	31 years
Position:	Partner



Education Qualification

- Bachelor's degree in Accounting, Rajamangala University of Technology

Membership in Professional Organizations

- Member of the Federation of Accounting Professions
- Certified Public Accountant (Thailand)
- Auditor approved by the office of Securities and Exchange Commission (SEC)

Work experience

Chaisiri is a partner in the Assurance practice of PricewaterhouseCoopers (PwC), Thailand. He has 31 years of experience in auditing. He worked overseas for 7 years; three of these years were with PwC Australia on a secondment programme from 1997 to 2000 where he was responsible for auditing various businesses. He worked for PwC Vietnam for four years from 2006 to 2010. His primary responsibility was providing Assurance services to various multinational clients based in Vietnam, Cambodia and Lao. He has extensive experience in auditing a wide range of businesses both multinational and local clients including listed companies in the Stock Exchange of Thailand.

**Details of identification documents of shareholder to attend
the Annual General Meeting of Shareholders**

According to the policy of the board of directors of the Stock Exchange of Thailand Re: Best Practice Guideline for Shareholder Meeting dated 19 February 1999, the objective of which is to be used as the listed company's guideline to enrich the confidence of shareholders, investors and all parties concerned and to ensure the Shareholders' Meeting be conducted with transparency, righteousness and for the benefit of the shareholders. Therefore, the examination of identification documents of shareholder or proxy holder should be performed and used as a guideline. Since some shareholders may not be familiar with the current Best Practice Guideline for Shareholders' Meeting, the Company reserves the right to waive any submission of certain identification documents of each shareholder or proxy as the Company deems appropriate.

1. Individual Shareholder:

1.1 Thai citizen

- (a) In the case of attendance in person: registration form and a valid identification document of the shareholder such as identification card, driving license, civil servant identification card or state-owned enterprise employee identification card;
- (b) In the case of attendance by proxy: registration form, a certified true and correct copy of the shareholder's identification document, proxy holder's identification document or passport (in case of foreigner), and a completed Proxy Form attached to the invitation to the meeting which is duly signed by the shareholder (proxy grantor) and the proxy.

1.2 Non -Thai citizen

- (a) In the case of attendance in person: registration form and passport of the shareholder;
- (b) In the case of attendance by proxy: registration form, a certified true and correct copy of the shareholder's passport, proxy's identification document or passport (in case of foreigner), and a completed Proxy Form attached to the invitation to the meeting which is duly signed by the shareholder (proxy grantor) and the proxy.

2. Juristic Person Shareholder:

2.1 Juristic person registered in Thailand

- (a) Registration form and company affidavit issued by Department of Business Development, Ministry of Commerce within 180 days together with identification card or passport (in case of foreigner) of the authorized director attending in person;

- (b) In the case of attendance by proxy:
- Registration form;
 - Certified true and correct copy of Company Affidavit issued by Department of Business Development, Ministry of Commerce within 180 days by the authorized director(s) together with the Company's seal affixed (if any);
 - Identification card or passport (in case of foreigner) certified true and correct copy by the authorized director who signs on the Proxy Form;
 - Identification card or passport (in case of foreigner) of the proxy;
 - A completed Proxy Form attached to the invitation to the meeting which is duly signed by the shareholder (proxy grantor) and the proxy.

2.2 Juristic entity registered outside of Thailand

- (a) Registration form and company affidavit issued by the relevant authority within 1 year showing details of the authorized signatories together with identification card or passport (in case of foreigner) of the authorized director attending in person;
- (b) In the case of attendance by proxy:
- Registration form;
 - Certified true and correct copy of Company Affidavit issued by the relevant authority within 1 year showing details of the authorized signatories by the authorized director(s) together with the Company's seal affixed (if any);
 - Identification card or passport (in case of foreigner) certified true and correct copy by the authorized director who signs on the Proxy Form together with identification card or passport (in case of foreigner) of the proxy;
 - A completed Proxy Form attached to the invitation to the meeting which is duly signed by the shareholder (proxy grantor) and the proxy.

All photocopies must be certified as true and correct copies and in the case of documents produced or executed outside of Thailand, such documents must be notarized by a notary public.



หนังสือมอบฉันทะแบบ ก.
PROXY FORM A

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ. 2567

Date Month Year 2024

(1) ข้าพเจ้า.....สัญชาติ.....อยู่บ้านเลขที่.....ถนน.....

I / We Nationality with address at No. Road

ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....

Tambol/Kwaeng Amphur/Khet Province Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท ทริเพิล ไอ โลจิสติกส์ จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น

being a shareholder of Triple i Logistics Public Company Limited, holding share(s)

และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

and with the voting rights of vote(s) as follows:-

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Ordinary share share(s) and with the voting rights of vote(s)

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Preferred share share(s) and with the voting rights of vote(s)

(3) ขอมอบฉันทะให้

hereby appoint either one of the following persons:

(ก) นาย/นาง/นางสาว.....อายุ.....ปี อยู่บ้านเลขที่.....

(a) Mr./Mrs./Miss age years with address at No.

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....

Road Tambol / Kwaeng Amphur / Khet Province

รหัสไปรษณีย์.....หรือ

Postal Code or

(ข) นาย/นาง/นางสาว.....อายุ.....ปี อยู่บ้านเลขที่.....

(b) Mr./Mrs./Miss age years with address at No.

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....

Road Tambol / Kwaeng Amphur / Khet Province

รหัสไปรษณีย์.....หรือ

Postal Code or

(ค) นายวุฒิพงษ์ โมฬีชาติ อายุ 75 ปี ที่อยู่ 628 ชั้น 3 อาคารทริเพิล ไอ ซอยกลับชม ถนนนนทรี แขวงช่องนนทรี เขตยานนาวา กรุงเทพมหานคร ซึ่งไม่มีส่วนได้เสียในวาระที่เสนอในการประชุมผู้ถือหุ้นครั้งนี้ หรือ

(c) Mr. Woodtipong Moleechad age 75 years with address at 628, 3rd Floor, Triple i Building, Soi Klab Chom, Nonsee Road, Chongnonsee, Yannawa, Bangkok, who has no special interest in agenda of the meeting, or

(ง) นายอภิชาติ จีระพันธุ์ อายุ 65 ปี ที่อยู่ 628 ชั้น 3 อาคารทริฟเฟิล ไอ ซอยกلابชอม ถนนนนทบุรี เขตยานนาวา กรุงเทพมหานคร ซึ่งไม่มีส่วนได้เสียในวาระที่เสนอในการประชุมผู้ถือหุ้นครั้งนี้

(d) Mr. Apichart Chirabandhu age 65 years with address at 628, 3rd Floor, Triple i Building, Soi Klab Chom, Nonsee Road, Chongnonsee, Yannawa, Bangkok, who has no special interest in agenda of the meeting,

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันอังคารที่ 23 เมษายน 2567 เวลา 14.00 น. ณ ห้องแกรนด์บอลรูม 1 ชั้น 1 โรงแรมแกรนด์ไฮแอทเอราวัณ กรุงเทพฯ เลขที่ 494 ถนนราชดำริ แขวงลุมพินี เขตปทุมวัน กรุงเทพมหานคร 10330 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย ทั้งนี้ กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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 Tuesday, 23 April 2024 at 14.00 hrs., at Grand Ballroom 1, 1st Floor, Grand Hyatt Erawan Bangkok Hotel, 494 Rajdamri Road, Lumpini Sub-district, Pathumwan District, Bangkok 10330 or at any adjournment thereof. For any act performed by the proxy holder at the meeting, it shall be deemed as such acts had been done by me / us in all respects.

ลงชื่อ.....ผู้มอบฉันทะ
Signed Shareholder
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed Proxy
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed Proxy
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed Proxy
(.....)

หมายเหตุ ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุม และออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

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

อากรแสดงมี 20 บาท Stamp Duty Baht 20

หนังสือมอบฉันทะแบบ ข.**PROXY FORM B**

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ. 2567

Date Month Year 2024

(1) ข้าพเจ้า.....สัญชาติ.....อยู่บ้านเลขที่..... ถนน.....

I / We Nationality with address at No. Road

ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....

Tambol/Kwaeng Amphur/Khet Province Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท ทริเพิล ไอ โลจิสติกส์ จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น

being a shareholder of Triple i Logistics Public Company Limited, holding share(s)

และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

and with the voting rights of vote(s) as follows:-

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Ordinary share share(s) and with the voting rights of vote(s)

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Preferred share share(s) and with the voting rights of vote(s)

(3) ขอมอบฉันทะให้

hereby appoint either one of the following persons :

 (ก) นาย/นาง/นางสาว.....อายุ.....ปี อยู่บ้านเลขที่.....

(a) Mr./Mrs./Miss age years with address at No.

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....

Road Tambol / Kwaeng Amphur / Khet Province

รหัสไปรษณีย์.....หรือ

Postal Code or

 (ข) นาย/นาง/นางสาว.....อายุ.....ปี อยู่บ้านเลขที่.....

(b) Mr./Mrs./Miss age years with address at No.

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....

Road Tambol / Kwaeng Amphur / Khet Province

รหัสไปรษณีย์.....หรือ

Postal Code or

 (ค) นายวุฒิพงษ์ โมฬีชาติ อายุ 75 ปี ที่อยู่ 628 ชั้น 3 อาคารทริเพิล ไอ ซอยกลับชม ถนนนนทรี แขวงช่องนนทรี เขตยานนาวา กรุงเทพมหานคร ซึ่งไม่มีส่วนได้เสียในวาระที่เสนอในการประชุมผู้ถือหุ้นครั้งนี้ หรือ(c) Mr. Woodtipong Moleechad age 75 years with address at 628, 3rd Floor, Triple i Building, Soi Klab Chom, Nonsee Road, Chongnonsee, Yannawa, Bangkok, who has no special interest in agenda of the meeting, or

(ง) นายอภิชาติ จีระพันธุ์ อายุ 65 ปี ที่อยู่ 628 ชั้น 3 อาคารทริเพิล ไอ ซอยกلابชม ถนนนนทบุรี แขวงช่องนนทรี เขตยานนาวา กรุงเทพมหานคร ซึ่งไม่มีส่วนได้เสียในวาระที่เสนอในการประชุมผู้ถือหุ้นครั้งนี้

(d) Mr. Apichart Chirabandhu age 65 years with address at 628, 3rd Floor, Triple i Building, Soi Klab Chom, Nonsee Road, Chongnonsee, Yannawa, Bangkok, who has no special interest in agenda of the meeting,

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันอังคารที่ 23 เมษายน 2567 เวลา 14.00 น. ณ ห้องแกรนด์บอลรูม 1 ชั้น 1 โรงแรมแกรนด์ไฮแอท เอราวัณ กรุงเทพฯ เลขที่ 494 ถนนราชดำริ แขวงลุมพินี เขตปทุมวัน กรุงเทพมหานคร 10330 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย ทั้งนี้ กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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 Tuesday, 23 April 2024 at 14.00 hrs., at Grand Ballroom 1, 1st Floor, Grand Hyatt Erawan Bangkok Hotel, 494 Rajdamri Road, Lumpini Sub-district, Pathumwan District, Bangkok 10330 or at any adjournment thereof. For any act performed by the proxy holder at the meeting, it shall be deemed as such acts had been done by me / us in all respects.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I hereby appoint the proxy holder to vote on my / our behalf at this meeting as follows:

วาระที่ 1 ประธานแจ้งให้ที่ประชุมทราบ

Agenda 1 Chairman's Report

วาระที่ 2 พิจารณารับทราบรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2566 เมื่อวันที่ 18 เมษายน 2566

Agenda 2 To acknowledge the minutes of the 2023 Annual General Meeting of Shareholders held on 18 April 2023

วาระนี้ไม่มีการลงมติผู้ถือหุ้น เนื่องจากเป็นวาระเพื่อทราบ

Voting is not required since this agenda is for acknowledgement only.

วาระที่ 3 รับทราบผลการดำเนินงานของบริษัทฯ ในรอบปี 2566

Agenda 3 To acknowledge the operating result of the Company for the year ended 2023

วาระนี้ไม่มีการลงมติผู้ถือหุ้น เนื่องจากเป็นวาระเพื่อทราบ

Voting is not required since this agenda is for acknowledgement only.

วาระที่ 4 พิจารณานุมัติงบแสดงฐานะทางการเงินและงบกำไรขาดทุนเบ็ดเสร็จ สำหรับรอบปีบัญชีสิ้นสุด ณ วันที่ 31 ธันวาคม 2566

Agenda 4 To consider and approve the statement of financial position and statement of comprehensive income for the year ended 31 December 2023

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

วาระที่ 5 พิจารณานุมัติการจ่ายเงินปันผลประจำปี 2566 และรับทราบการจ่ายเงินปันผลระหว่างกาล
Agenda 5 To consider and approve the dividend payment for the year ended 2023 and to acknowledge the interim dividend payment

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

วาระที่ 6 พิจารณานุมัติการแต่งตั้งกรรมการเข้าใหม่แทนกรรมการที่พ้นจากตำแหน่งตามวาระ
Agenda 6 To consider and approve the appointment of new directors in replacement of the directors who were retired by rotation

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

การแต่งตั้งกรรมการทั้งหมด

Appointment of all directors nominated

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

การแต่งตั้งกรรมการเป็นรายบุคคล

Appointment of individual director

ชื่อกรรมการ.....นายวิภูตา ตระกูลสุน.....

Name of director: Mr. Vipoota Trakulhoon

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

ชื่อกรรมการ.....นายวิรัช นอบน้อมธรรม.....

Name of director: Mr. Viraj Nobnomtham

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

ชื่อกรรมการ.....นายธนัท ตาตะยานนท์.....

Name of director: Mr. Thanut Thatayanon

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

ชื่อกรรมการ.....นายจิโรจ พนาจรัส.....

Name of director: Mr. Jirod Panacharas

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

วาระที่ 7 พิจารณานุมัติการกำหนดค่าตอบแทนกรรมการประจำปี 2567

Agenda 7 To consider and approve the remuneration of directors for the year 2024

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

วาระที่ 8 พิจารณานุมัติการแต่งตั้งผู้สอบบัญชีและการกำหนดค่าตอบแทนประจำปี 2567

Agenda 8 To consider and approve the appointment of the auditor and the determination of compensation of the auditor for the year 2024

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

วาระที่ 9 พิจารณานุมัติการลดทุนจดทะเบียนของบริษัทฯ จำนวน 371,275.50 บาท จากทุนจดทะเบียนเดิมจำนวน 404,247,835.50 บาท เป็นทุนจดทะเบียนจำนวน 403,876,560.00 บาท โดยการตัดหุ้นสามัญที่ยังไม่ได้ออกจำหน่ายจำนวน 742,551 หุ้น มูลค่าหุ้นที่ตราไว้หุ้นละ 0.50 บาท

Agenda 9 To consider and approve the decrease of the Company's registered capital in the amount of Baht 371,275.50 from the current registered capital of Baht 404,247,835.50 to Baht 403,876,560.00 by cancelling the registered shares not purchased in the amount of 742,551 shares at the par value of Baht 0.50 per share

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

วาระที่ 10 พิจารณานุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4. เรื่องทุนจดทะเบียน เพื่อให้สอดคล้องกับการลดทุนจดทะเบียน

Agenda 10 To consider and approve the amendment to Clause 4. of Memorandum of Association of the Company with respect to the registered capital of the Company to be in line with the decrease of registered capital

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 11 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 11. Other businesses (if any)

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้น ไม่ถูกต้อง และไม่ใช้เป็นารลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Vote of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณา หรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I do not specify the authorization or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my / our behalf as the Proxy deems appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

For any act performed by the proxy holder at the meeting, it shall be deemed as such acts had been done by me / us in all respects except for vote of the proxy which is not in accordance with this proxy form.

ลงชื่อ.....ผู้มอบฉันทะ
Signed Shareholder
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed Proxy
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed Proxy
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed Proxy
(.....)

หมายเหตุ

1. ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุม และออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
3. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

Remarks

1. A shareholder appointing a proxy must authorize only one proxy to attend the meeting and vote and shall not allocate the number of shares to several proxies to vote separately.
2. For the agenda on the appointment of directors, appointment can be made for all directors nominated or individual director.
3. In case there are agenda other than the agenda specified above, the additional statement can be specified by the Shareholder in the Supplementary Proxy Form B as enclosed.



หนังสือมอบฉันทะแบบ ค.

PROXY FORM C

(แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)
 (FOR FOREIGN SHAREHOLDER APPOINTING CUSTODIAN IN THAILAND)

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ. 2567

Date Month Year 2024

(1) ข้าพเจ้า.....สัญชาติ.....อยู่บ้านเลขที่.....ถนน.....

I / We Nationality with address at No. Road

ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....

Tambol/Kwaeng Amphur/Khet Province Postal Code

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ.....

acting as the custodian for

ซึ่งเป็นผู้ถือหุ้นของบริษัท ทริเพิล ไอ โลจิสติกส์ จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น

being a shareholder of Triple i Logistics Public Company Limited holding the total amount of share(s)

และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

with the voting rights of

vote(s) as follows:

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Ordinary share share(s) and with the voting rights of vote(s)

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Preferred share share(s) and with the voting rights of vote(s)

(2) ขอมอบฉันทะให้

hereby appoint either one of the following persons :

(ก) นาย/นาง/นางสาว.....อายุ.....ปี อยู่บ้านเลขที่.....

(a) Mr./Mrs./Miss age years with address at No.

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....

Road Tambol / Kwaeng Amphur / Khet Province

รหัสไปรษณีย์.....หรือ

Postal Code or

(ข) นาย/นาง/นางสาว.....อายุ.....ปี อยู่บ้านเลขที่.....

(b) Mr./Mrs./Miss age years with address at No.

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด

Road Tambol / Kwaeng Amphur / Khet Province

รหัสไปรษณีย์.....หรือ

Postal Code or

(ค) นายวุฒิพงษ์ โมฬีชาติ อายุ 75 ปี ที่อยู่ 628 ชั้น 3 อาคารทริฟเฟิล ไอ ซอยกลับชม ถนนนนทรี แขวงช่องนนทรี เขตยานนาวา กรุงเทพมหานคร ซึ่งไม่มีส่วนได้เสียในวาระที่เสนอในการประชุมผู้ถือหุ้นครั้งนี้ หรือ

(c) Mr. Woodtipong Moleechad age 75 years with address at 628, 3rd Floor, Triple i Building, Soi Klab Chom, Nonsee Road, Chongnonsee, Yannawa, Bangkok, who has no special interest in agenda of the meeting, or

(ง) นายอภิชาติ จีระพันธุ์ อายุ 65 ปี ที่อยู่ 628 ชั้น 3 อาคารทริฟเฟิล ไอ ซอยกลับชม ถนนนนทรี แขวงช่องนนทรี เขตยานนาวา กรุงเทพมหานคร ซึ่งไม่มีส่วนได้เสียในวาระที่เสนอในการประชุมผู้ถือหุ้นครั้งนี้

(d) Mr. Apichart Chirabandhu age 65 years with address at 628, 3rd Floor, Triple i Building, Soi Klab Chom, Nonsee Road, Chongnonsee, Yannawa, Bangkok, who has no special interest in agenda of the meeting,

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันอังคารที่ 23 เมษายน 2567 เวลา 14.00 น. ณ ห้องแกรนด์บอลรูม 1 ชั้น 1 โรงแรมแกรนด์ไฮแอท เอราวัณ กรุงเทพฯ เลขที่ 494 ถนนราชดำริ แขวงลุมพินี เขตปทุมวัน กรุงเทพมหานคร 10330 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

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 Tuesday, 23 April 2024 at 14.00 hrs., at Grand Ballroom 1, 1st Floor, Grand Hyatt Erawan Bangkok Hotel, 494 Rajdamri Road, Lumpini Sub-district, Pathumwan District, Bangkok 10330 or at any adjournment thereof.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I / We authorize my / our Proxy to attend and cast the votes as follows:

มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

The Proxy is authorized for all shares held and entitled to vote.

มอบฉันทะบางส่วน คือ

The Proxy is authorized for certain shares as follows:

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Ordinary share share(s) and with the voting rights of vote(s)

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Preferred share share(s) and with the voting rights of vote(s)

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด.....เสียง

Total voting rights equal to vote(s)

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I hereby appoint the proxy holder to vote on my / our behalf at this meeting as follows:

วาระที่ 1 ประธานแจ้งให้ที่ประชุมทราบ

Agenda 1 Chairman's Report

- วาระที่ 2 พิจารณารับทราบรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2566 เมื่อวันที่ 18 เมษายน 2566**
Agenda 2 To acknowledge the minutes of the 2023 Annual General Meeting of Shareholders held on 18 April 2023
 วาระนี้ไม่มีการลงมติผู้ถือหุ้น เนื่องจากเป็นวาระเพื่อทราบ
 Voting is not required since this agenda is for acknowledgement only.
- วาระที่ 3 รับทราบผลการดำเนินงานของบริษัทฯ ในรอบปี 2566**
Agenda 3 To acknowledge the operating result of the Company for the year ended 2023
 วาระนี้ไม่มีการลงมติผู้ถือหุ้น เนื่องจากเป็นวาระเพื่อทราบ
 Voting is not required since this agenda is for acknowledgement only.
- วาระที่ 4 พิจารณานุมัติงบแสดงฐานะทางการเงินและงบกำไรขาดทุนเบ็ดเสร็จ สำหรับรอบปีบัญชี สิ้นสุด ณ วันที่ 31 ธันวาคม 2566**
Agenda 4 To consider and approve the statement of financial position and statement of comprehensive income for the year ended 31 December 2023
- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 The proxy is entitled to cast the votes on my / our behalf at its own discretion.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 The proxy must cast the votes in accordance with my / our following instruction:
- เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
 Approve vote(s) Disapprove vote(s) Abstain vote(s)
- วาระที่ 5 พิจารณานุมัติการจ่ายเงินปันผลประจำปี 2566 และรับทราบการจ่ายเงินปันผลระหว่างกาล**
Agenda 5 To consider and approve the dividend payment for the year ended 2023 and to acknowledge the interim dividend payment
- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 The proxy is entitled to cast the votes on my / our behalf at its own discretion.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 The proxy must cast the votes in accordance with my / our following instruction:
- เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
 Approve vote(s) Disapprove vote(s) Abstain vote(s)
- วาระที่ 6 พิจารณานุมัติการแต่งตั้งกรรมการเข้าใหม่แทนกรรมการที่พ้นจากตำแหน่งตามวาระ**
Agenda 6 To consider and approve the appointment of new directors in replacement of the directors who were retired by rotation
- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 The proxy is entitled to cast the votes on my / our behalf at its own discretion.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 The proxy must cast the votes in accordance with my / our following instruction:
- การแต่งตั้งกรรมการทั้งหมด
 Appointment of all directors nominated
- เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
 Approve vote(s) Disapprove vote(s) Abstain vote(s)

การแต่งตั้งกรรมการเป็นรายบุคคล

Appointment of individual director

ชื่อกรรมการ นายวิภูธา ตระกูลสุน.....

Name of director: Mr. Vipoota Trakulhoon

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง

Approve vote(s) Disapprove vote(s) Abstain vote(s)

ชื่อกรรมการ นายวิรัช นอบน้อมธรรม.....

Name of director: Mr. Viraj Nobnomtham

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง

Approve vote(s) Disapprove vote(s) Abstain vote(s)

ชื่อกรรมการ นายธนัท ตาตะยานนท์.....

Name of director: Mr. Thanut Thatayanon

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง

Approve vote(s) Disapprove vote(s) Abstain vote(s)

ชื่อกรรมการ นายจิโรจ พนาจารัส.....

Name of director: Mr. Jirod Panacharas

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง

Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่ 7 พิจารณานุมัติการกำหนดค่าตอบแทนกรรมการประจำปี 2567

Agenda 7 To consider and approve the remuneration of directors for the year 2024

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง

Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่ 8 พิจารณานุมัติการแต่งตั้งผู้สอบบัญชีและการกำหนดค่าตอบแทนประจำปี 2567

Agenda 8 To consider and approve the appointment of the auditor and the determination of compensation of the auditor for the year 2024

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง

Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่ 9 พิจารณานุมัติการลดทุนจดทะเบียนของบริษัทฯ จำนวน 371,275.50 บาท จากทุนจดทะเบียนเดิมจำนวน 404,247,835.50 บาท เป็นทุนจดทะเบียนจำนวน 403,876,560.00 บาท โดยการตัดหุ้นสามัญที่ยังไม่ได้ออกจำหน่ายจำนวน 742,551 หุ้น มูลค่าหุ้นที่ตราไว้หุ้นละ 0.50 บาท

Agenda 9 To consider and approve the decrease of the Company's registered capital in the amount of Baht 371,275.50 from the current registered capital of Baht 404,247,835.50 to Baht 403,876,560.00 by cancelling the registered shares not purchased in the amount of 742,551 shares at the par value of Baht 0.50 per share

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง

Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่ 10 พิจารณานุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4. เรื่องทุนจดทะเบียน เพื่อให้สอดคล้องกับการลดทุนจดทะเบียน

Agenda 10 To consider and approve the amendment to Clause 4. of Memorandum of Association of the Company with respect to the registered capital of the Company to be in line with the decrease of registered capital

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง

Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่ 11 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 11. Other businesses (if any)

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง

Approve vote(s) Disapprove vote(s) Abstain vote(s)

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้น ไม่ถูกต้อง และไม่ใช้เป็น การลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Vote of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณา หรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่จะระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I do not specify the authorization or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my / our behalf as the Proxy deems appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

For any act performed by the Proxy at the Meeting, it shall be deemed as such acts had been done by me / us in all respects except for vote of the Proxy which is not in accordance with this Proxy Form.

ลงชื่อ.....ผู้มอบฉันทะ
Signed Shareholder
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed Proxy
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed Proxy
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed Proxy
(.....)

หมายเหตุ

1. หนังสือมอบฉันทะ แบบ ค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
 - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
 - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจ คัสโตเดียน (Custodian)
3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งหมดหรือเลือกตั้งกรรมการเป็นรายบุคคล
5. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ

Remarks:

1. This Proxy Form C shall be applicable only for the Shareholders listed in the share register book as the foreign investors appointing the Custodian in Thailand.
2. The following documents shall be attached to this Proxy Form:
 - (1) Power of Attorney from a shareholder authorizing a custodian to sign the Proxy Form on behalf of the shareholder.
 - (2) Letter certifying that the person signing the Proxy Form is authorized to engage in custodian business.
3. The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
4. In the agenda relating the election of Directors, it is applicable to elect either nominated directors as a whole or elect each nominated director individually.
5. In case there are agenda other than the agenda specified above, the additional statement can be specified by the Shareholder in the Supplementary Proxy Form C as enclosed.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.Supplemental Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท ทริเพิล ไอ โลจิสติกส์ จำกัด (มหาชน)
 Proxy on behalf of the shareholder of Triple i Logistics Public Company Limited
 ในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันอังคารที่ 23 เมษายน 2567 เวลา 14:00 น.
 at the 2024 Annual General Meeting of Shareholders to be held on Tuesday, 23 April 2024 at 14:00 hrs.
 ณ ห้องแกรนด์บอลรูม 1 ชั้น 1 โรงแรมแกรนด์ไฮแอท เอราวัณ กรุงเทพฯ เลขที่ 494 ถนนราชดำริ
 at Grand Ballroom 1, 1st Floor, Grand Hyatt Erawan Bangkok Hotel, 494 Rajdamri Road,
 แขวงลุมพินี เขตปทุมวัน กรุงเทพมหานคร 10330 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย
 Lumpini Sub-district, Pathumwan District, Bangkok 10330 or at any adjournment thereof

วาระที่.....เรื่อง.....

Agenda Subject

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

วาระที่.....เรื่อง.....

Agenda Subject

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

วาระที่.....เรื่อง.....

Agenda Subject

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

- เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve

Disapprove

Abstain

วาระที่.....เรื่อง.....

Agenda Subject

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

- เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve

Disapprove

Abstain

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.Supplemental Proxy Form C

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท ทริเพิล ไอ โลจิสติกส์ จำกัด (มหาชน)

Proxy on behalf of the shareholder of Triple i Logistics Public Company Limited

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันอังคารที่ 23 เมษายน 2567 เวลา 14:00 น.

at the 2024 Annual General Meeting of Shareholders to be held on Tuesday, 23 April 2024 at 14:00 hrs.

ณ ห้องแกรนด์บอลรูม 1 ชั้น 1 โรงแรมแกรนด์ไฮแอท เอราวัณ กรุงเทพฯ เลขที่ 494 ถนนราชดำริ

at Grand Ballroom 1, 1st Floor, Grand Hyatt Erawan Bangkok Hotel, 494 Rajdamri Road,

แขวงลุมพินี เขตปทุมวัน กรุงเทพมหานคร 10330 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Lumpini Sub-district, Pathumwan District, Bangkok 10330 or at any adjournment thereof

วาระที่.....เรื่อง.....

Agenda Subject

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

- เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง

Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่.....เรื่อง.....

Agenda Subject

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

- เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง

Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่.....เรื่อง.....

Agenda Subject

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

- เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง

Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่.....เรื่อง.....

Agenda Subject

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my / our behalf at its own discretion.

- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with my / our following instruction:

- เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง

Approve vote(s) Disapprove vote(s) Abstain vote(s)

Information of independent directors to present as proxy



1. Mr. Woodtipong Moleechad

Independent Director / Vice Chairman of the Board /

Chairman of the Audit Committee / Chairman of the Investment Committee

Age: 75 years old

Address of Contact: Triple i Logistics Public Company Limited,

628, 3rd Floor, Triple i Building, Soi Klab Chom,

Nonsee Road, Chongnonsee, Yannawa, Bangkok

Special interest in the agenda of the meeting: - None -

Shareholding ratio in the Company: - None -



2. Mr. Apichart Chirabandhu

Independent Director / Member of Audit Committee / Chairman of

Corporate Governance and Sustainable Development Committee / Member

of Nomination and Remuneration Committee

Age: 65 years old

Address of Contact: Triple i Logistics Public Company Limited,

628, 3rd Floor, Triple i Building, Soi Klab Chom,

Nonsee Road, Chongnonsee, Yannawa, Bangkok

Special interest in the agenda of the meeting: - None -

Shareholding ratio in the Company: - None -

In this regards, the independent director who is named to be the proxy will act within the scope of proxy granted by the shareholders. If the proxy does not act within the scope, the shareholders who suffer damages can exercise the rights to legal proceeding according to the laws to the Company and the proxy.

Definition of Independent Director

The qualification of each independent director shall be the followings:

1. not holding more than 1% of the total numbers of shares with the voting right issued by the Company, parent companies, subsidiary companies, associated companies. The shareholding shall include the holding of shares by all related persons of such independent director.
2. not being or was appointed as a director who is involved in business management, employee, advisor who has fixed salary or controlling person of the Company, parent company, subsidiary companies, associated companies, sister companies, major shareholders or controlling persons of the Company unless he or she has discharged from such position for not less than two years before being appointed as member of the Audit Committee. These prohibited characters shall not include independent director who acted as government officer or advisor of government which is a major shareholder or controlling person of the Company.
3. not being a related person by blood or registration under laws, such as father, mother, spouse, sibling or children including spouses of children of other directors, executives, major shareholders, controlling person, or other persons who will be nominated as director, executive or controlling person of the Company and its subsidiaries.
4. not having or had business relationship with the Company, parent company, subsidiary companies, associated companies, major shareholders or controlling persons of the Company which may disturb any expression of independent opinion including not being or having been significant shareholder or controlling person of person who has business relationship with the Company, parent company, subsidiary companies, associated companies, major shareholders or controlling persons of the Company unless such relationship is terminated for not less than two years before being appointed as the independent director.

Such business relationship is inclusive of a trading transaction occurring on a conventional basis for the conduct of business; a rent or lease of property; a transaction involving assets or services; a provision or an acceptance of financial assistance through means of a loan, a guarantee, a use of an asset as collateral against debt; and, other similar actions which result in the Company or the party to the contract having a debt to be repaid to another party for the amount from 3% of net tangible assets (NTA) of the Company or from 20 million Baht, whichever is lower. This amount is determined by the calculation of Related Transaction value as per the announcement of the Securities and Exchange Commission. It is inclusive of debt(s) arising within one year prior to the day of business relationship with the same party.

5. not being or was an auditor of the Company, parent company, subsidiary companies, associated companies, major shareholders, controlling persons of the Company or juristic persons which have may have conflict of interest and not being significant shareholder, controlling person, managing partner of audit firm of the auditor of Company , parent company, subsidiary companies, associated companies, major shareholders, controlling persons of the Company unless he or she has discharged from such position for not less than two years before being appointed as the independent director.
6. not being or was a professional advisor including providing legal advisor service or financial advisor service which receives service fess greater than two million Baht per year from the Company , parent company, subsidiary companies, associated companies, major shareholders, controlling persons of the Company and not being significant shareholder, controlling person or managing partner of such professional advisor unless he or she has discharged from such position for not less than two years before being appointed as the independent director.
7. not being a director who act as representative for protecting the benefit of the Company's directors, major shareholders or shareholders who have relationship with major shareholders.
8. not undertaking any business in the same nature and in significant competition to the business of the Company or subsidiaries or not being a partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding 1 % of the total number of shares with voting rights of other company which undertakes business in the same nature and in significant competition to the business of the Company or subsidiaries.
9. not having any characteristic which make him or her incapable of expressing independent opinions with regard to the Company's business. In this regard, the above definition of independent director of the Company is in accordance with the minimum terms specified by the Securities and Exchange Commission.

Registration procedure, documents for registration, proxy and voting

1. Registration

Shareholder or proxy can register and submit the documents or evidences for confirmation at the venue of the meeting at 12:30 hrs. onwards on Tuesday, 23 April 2024 at 23 April 2024 at Grand Ballroom 1, 1st Floor, Grand Hyatt Erawan Bangkok Hotel, No. 494, Rajdamri Road, Lumpini Sub-district, Pathumwan District, Bangkok 10330. The documents and evidences which the shareholder need to present for attending the 2024 Annual General Meeting of shareholders shall be in accordance with the practices under the laws and Company's Articles of Association in a manner which there is not too burdensome to the shareholders. The map of the Meeting's venue is attached together with this invitation letter as Enclosure 12.

2. Documents for Registration

1.) Individual Shareholder:

1.1) Thai citizen

- (a) In the case of attendance in person: registration form and a valid identification document of the shareholder such as identification card, driving license, civil servant identification card or state-owned enterprise employee identification card.
- (b) In the case of attendance by proxy: registration form, a certified true and correct copy of the shareholder's identification document, proxy holder's identification document or passport (in case of foreigner), and a completed Proxy Form attached to the invitation to the meeting which is duly signed by the shareholder (proxy grantor) and the proxy.

1.2) Non -Thai citizen

- (a) In the case of attendance in person: registration form and passport of the shareholder.
- (b) In the case of attendance by proxy: registration form, a certified true and correct copy of the shareholder's passport, proxy holder's identification document or passport (in case of foreigner), and a completed Proxy Form attached to the invitation to the meeting which is duly signed by the shareholder (proxy grantor) and the proxy.

2.) Juristic Entity Shareholder:

2.1) Juristic entity registered in Thailand

- (a) Registration form and company affidavit issued by Department of Business Development, Ministry of Commerce within 180 days together with identification card or passport (in case of foreigner) of the authorized director attending in person;
- (b) In the case of attendance by proxy:
 - Registration form;
 - Certified true and correct copy of Company Affidavit issued by Department of Business Development, Ministry of Commerce within 180 days by the authorized director(s) together with the Company's seal affixed (if any);
 - Identification card or passport (in case of foreigner) certified true and correct copy by the authorized director who signs on the Proxy Form;
 - Identification card or passport (in case of foreigner) of the proxy; and
 - A completed Proxy Form attached to the invitation to the meeting which is duly signed by the shareholder (proxy grantor) and the proxy.

2.2) Juristic entity registered outside of Thailand

- (a) Registration form and company affidavit issued by the relevant authority within 1 year showing details of the authorized signatories together with identification card or passport (in case of foreigner) of the authorized director attending in person;
- (b) In the case of attendance by proxy:
 - Registration form;
 - Certified true and correct copy of Company Affidavit issued by the relevant authority within 1 year showing details of the authorized signatories by the authorized director(s) together with the Company's seal affixed (if any);
 - Identification card or passport (in case of foreigner) certified true and correct copy by the authorized director who signs on the Proxy Form together with identification card or passport (in case of foreigner) of the proxy; and
 - A completed Proxy Form attached to the invitation to the meeting which is duly signed by the shareholder (proxy grantor) and the proxy.

All photocopies must be certified as true and correct copies and in the case of documents produced or executed outside of Thailand, such documents must be notarized by a notary public.

3. Proxy

The Company provide proxy form A, form B and form C to shareholders for using in accordance with the Notification of Department of Business Development regarding the proxy forms (No.5) B.E. 2550 (2007) as follows:

- Proxy Form A: General proxy form (it can be used for all shareholders in any cases)

- Proxy Form B: Proxy form which the details of proxy are specified in each agenda (it can be used for all shareholders in any cases)

- Proxy Form C: Proxy form to be used by shareholder who is a foreign investor and appoint the Custodian in Thailand to act as the securities depository agent.

The shareholder who is not able to attend the meeting may appoint a person as your proxy by proceeding follows:

- 1.) Complete only one of the proxy forms above.
- 2.) Authorize a person or an Independent Director (**Enclosure 7**) to attend and vote at the Meeting on your behalf by specifying the name with details of a person to be your Proxy.
- 3.) Affix the Baht 20 stamp duty with specifying the date of Proxy Form across such stamp duty. For your convenience, the Company will facilitate in affixing the stamp duty when registration to attend the Meeting.

Allocation of shares to several Proxies to vote in the Meeting is not allowed. The Shareholder shall authorize the Proxy to cast the votes by all the shares held by it. Authorization of less than the total number of shares is not allowed except for the Custodian appointed by the Foreign Investor in accordance with Proxy Form C.

Remark:

- In case the shareholder wishes to cancel the granting of proxy, the shareholder can do so by serving a notice in writing to the Chairman of the Board of Directors, or via E-mail secretary@iii-logistics.com before the commencement of the Meeting, or at the latest, before the voting of each agenda.
- Shareholders should study the agenda's details of the Meeting prior to the granting of proxy.

4. Voting

Voting Procedures: The moderator shall inform the Meeting details of voting procedures with the following guidelines:

- 1.) The shareholders would cast their votes for against or abstain by marking the voting cards distributed at the registration desk.
- 2.) For shareholders wishing to vote against or to abstain on any agenda, they must mark the voting cards and raise their hands to enable the officers to collect their voting cards.
- 3.) Only votes cast by those voting against or abstaining would be counted. The number of these votes would be deducted from the total number of votes cast by the shareholders present at the Meeting. Finally, the balance would be treated as the number of affirmative votes in the relevant agenda.

Resolution of the Meeting

- 1.) In a normal case, by the majority voting rights of the shareholders who attend the meeting and cast votes. In case of a tie vote, the Chairman of the meeting shall be entitled to a casting vote.
- 2.) Other cases, which the laws or the Company's Articles of Association provided otherwise, the vote shall be in accordance with the laws or the Company's Articles of Association. The Chairman shall inform the Meeting before voting each Agenda. In case a tie of votes, the Chairman of the meeting shall be entitled to a casting vote.

Articles of Association in relation to the shareholders' meeting

Shareholders' meeting

Article 31. The board of directors shall call a shareholders' meeting which is an annual ordinary general meeting of shareholders within four (4) months of the end of the fiscal year of the Company.

Any shareholders' meetings other than the one referred to in the first paragraph shall be called an extraordinary general meeting. The board of directors shall convene such extraordinary general meeting at any time as deemed appropriate.

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

In case the Board of Directors does not hold the meeting within the period as prescribed under paragraph three, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call such meeting within forty-five (45) days from the date under paragraph three. In this regard, the meeting shall be deemed as the Shareholders' Meeting called by the Board of Directors. The Company shall be responsible for necessary expenses incurring from such meeting and reasonably provide facilitation. In case the meeting summoned by such shareholders under paragraph four does not constitute a quorum as prescribed in Article 33, the shareholders under paragraph four shall jointly be responsible to the Company for expenses incurred from such meeting.

Article 32. In regard to the calling the shareholders' meeting, the board of directors shall prepare a notice containing information regarding the venue, date, agenda, and matters to be proposed to the meeting together with adequate details. The matters to be proposed to the shareholders' meeting must be clearly identified, whether they are proposed for acknowledgement, approval, or consideration, as the case may be. In addition, the notice shall include the comments of the board of directors on such matters. The meeting notice shall be sent to the shareholders and the registrar at least seven (7) days prior to the meeting date. In addition, the notice of a shareholders' meeting shall be published on a newspaper or via electronic means in accordance with the conditions, procedures, criteria and methods as prescribed by relevant laws or notifications prior to the meeting date no less than three (3) days and at least three (3) consecutive days.

The venue of the shareholders' meeting shall be located in the province in which the head office located, or any other venue as specified by the directors.

Article 33. In every shareholders' meeting, a quorum shall consist of the presence of the shareholders and proxies (if any) of at least twenty five (25) persons or at least half of the total number of shareholders. The quorum of the shareholders' meeting shall be constituted when such shareholders hold the shares in an aggregate of at least one-third (1/3) of the total number of the shares sold.

In any shareholders' meeting, if the quorum is not constituted by one (1) hour after the beginning time for which the meeting is scheduled and such shareholders' meeting is called at the request of the shareholders, such shareholders' meeting shall be terminated. If the shareholders' meeting is not called at the request of the shareholders, the shareholders' meeting shall be adjourned. In this regard, a notice shall be sent to the shareholders at least seven (7) days prior to the meeting date. A quorum for this rescheduled shareholders' meeting is not required.

Article 34. The Chairman of the board of directors shall be the chairman of the shareholders' meeting. In the case that the Chairman of the board of directors is not present or is unable to perform his/her duty, the vice chairman shall act as the chairman of the shareholders' meeting. If the vice chairman is not present or is unable to perform his/ her duty, a shareholder shall be elected to be the chairman of the shareholders' meeting.

Article 35. In regard to the voting of the shareholders' meeting, each shareholder shall have one (1) vote for each share he/she holds. If any shareholder has any special interest in any matter, such shareholder shall be prohibited from casting his/her vote on that matter except in the voting for the election of directors. The affirmative vote of a resolution of the shareholders' meeting shall be made as follows:

- (1) In the normal case, a majority of the shareholders who attend the meeting and cast their votes.
In the event of a tied vote, the Chairman shall have a casting vote;
- (2) Each of the following matters requires at least three-fourths (3/4) of the total votes of the shareholders who attend the meeting and have the rights to vote:
 - (a) The sale or transfer of the whole or substantial part of business of the Company to other persons;
 - (b) The purchase or acquisition of the transfer of the business of other private companies or public companies by the Company;
 - (c) The execution, amendment, or termination of contract with respect to the granting of a lease of the whole and substantial part of business of the Company, the assignment of

other person(s) to manage the business of the Company, or the amalgamation of the Company's business with other persons with the purpose of sharing benefits or deficits;

- (d) The amendment of the Company's Memorandum of Association or Articles of Association;
- (e) The increase or decrease of the registered capital of the Company;
- (f) The dissolution of the Company;
- (g) The issuance of debentures of the Company; or
- (h) The amalgamation of the Company with another company.

Article 36. The following businesses are to be transacted at the annual general meeting of the shareholders:

- 1) To consider and acknowledge the report of the board of directors relating to the Company's performance in the previous year;
- 2) To consider and approve the financial statement and the profit and loss statement from the previous fiscal year;
- 3) To consider and approve the allocation of profits and the dividend payment;
- 4) To consider and approve the appointment of directors to substitute the retiring directors by rotation
- 5) To consider and approve the directors' remuneration
- 6) To consider and approve the appointment of auditor and audit fee
- 7) Other businesses

Dividend and Reserve

Article 44. Dividends shall not be paid other than out of profits. If the Company still has an accumulated loss, no dividend shall be distributed.

Dividends shall be distributed in accordance with the number of shares, with each share receiving an equal amount, except where the Company issues preference shares and stipulates the preference shares to receive dividends differently from that for ordinary shares.

The payment of dividends shall be approved by a shareholders' meeting.

The board of directors may, from time to time, pay to the shareholders interim dividends, as appear to the directors to be justified by the profits of the Company, and shall report to the shareholders regarding the payment of interim dividends at the next meeting of shareholders.

The dividend payment shall be made within one (1) month of the date on which the resolution has passed at the meeting of shareholders or of the board of directors, as the case may be.

The dividend payment shall be announced to the shareholders in writing, and notice of the dividend payment shall be published in a newspaper or via electronic means in accordance

with the conditions, procedures, criteria and methods as prescribed by relevant laws or notifications for at least three (3) days.

Article 45. The Company shall place at least five (5) percent of its annual net profit less any accumulated losses carried forward (if any) to a reserve fund, until the reserve fund reaches at least ten (10) percent of the registered capital.

Board of Directors

Article 15. The Company shall have a board of directors comprising at least five (5) directors but not exceeding fifteen (15) directors to conduct the Company's business, and not less than one-half (1/2) of the total number of directors shall reside in the Kingdom with qualification as described by law.

Directors may or may not be the Company's shareholder.

Article 16. The directors shall be elected at the shareholder's meeting in accordance with the following rules and procedures:

- (1) Each shareholder shall have a number of votes equal to the number of shares held.
- (2) Each shareholder may exercise all the votes he or she has under (1) to elect one or several persons as director or directors. If several persons are to be elected as directors, the shareholder may allot his or her votes to any person in any number.
- (3) After the vote, the candidates shall be ranked in order descending from the highest number of votes received to the lowest, and shall be appointed as directors in that order until all of the director positions are filled. Where the votes cast for candidates in descending order are tied, which would otherwise cause the number of directors to be exceeded, the remaining appointments shall be made by the chairman who shall have a casting vote.

Article 17. At every annual general meeting of shareholders, one-third (1/3) of the directors shall retire from office at such time. If the number of directors is not a multiple of three, the number of directors closest to one-third (1/3) shall retire.

A director who vacates office under this Article may be re-elected.

The directors retiring from office in the first and second years after the registration of the Company shall be selected by drawing lots. In subsequent years, the director who has held office longest shall retire.

Article 22. A director is entitled to receive the remuneration in form of rewards, meeting allowances, bonuses or other compensations from the Company according to the consideration of the meeting of shareholders and has the resolution not less than two-thirds (2/3) of all votes of the

shareholders present at the meeting. Such remuneration may be at fixed amount or specified from time to time or let it being enforced unless otherwise approved by the meeting of shareholders. Moreover, the director is also entitled to any per diem and any fringe benefit according to the regulations of the Company.

The provision in the first paragraph shall not affect the rights of an officer and an employee, who has been appointed to be a director to receive the remuneration and benefits in his capacity as an officer or an employee of the Company.

Additional Provision

Article 53. The shareholders' meeting, Board of Directors' meeting and/or Sub-committee's meeting of the Company may be held through electronic means as deem appropriate, provided that such meeting via electronic means shall comply with the conditions, procedures, criteria and methods as prescribed by relevant laws or notifications.

The summoning notice and the supporting documents for such meeting may be sent via electronic mail, provided that the period for sending the summoning notice and advertising in newspaper for each meeting, as well as the criteria and methods in relation to the sending of such summoning notice via electronic mail shall be in accordance with the relevant laws and notifications.

Article 54. The Company or the Board of Directors may send notices or documents to directors, shareholders, or creditors of the Company via electronic means through specified channel(s) if such persons have expressly declared their intention or consent thereto in writing or via electronic means to the Company in accordance with the channel(s), procedures and period as specified by the Company. Such sending of notices or documents via electronic means shall also comply with the conditions, procedures, criteria and methods as prescribed by relevant laws or notifications.

Request Form for the Annual Report

Dear Shareholder,

Triple i Logistics Public Company Limited (the “Company”) has prepared the annual report of the year 2023 (Form 56-1 One Report) in form of QR Code to be provided to the shareholders together with the invitation letter of the 2024 Annual General Meeting of Shareholders.

If the shareholder wishes to obtain the annual report of the year 2023 (Form 56-1 One Report) in form of hardcopy, please complete the below information and provide them to the Company for the purpose of sending the annual report (Form 56-1 One Report) as per your request.

I, Mr. / Mrs. / Ms. _____ Surname _____

Address _____

Telephone _____ Email _____

wishes to obtain the annual report of the year 2023 (Form 56-1 One Report) in form of hardcopy (please mark in)

Thai version

English version

The shareholder can request for the annual report by submitting this form to the Company or can to obtain it at the Company’s office:

Triple i Logistics Public Company Limited,

628, 3rd Floor, Triple i Building,

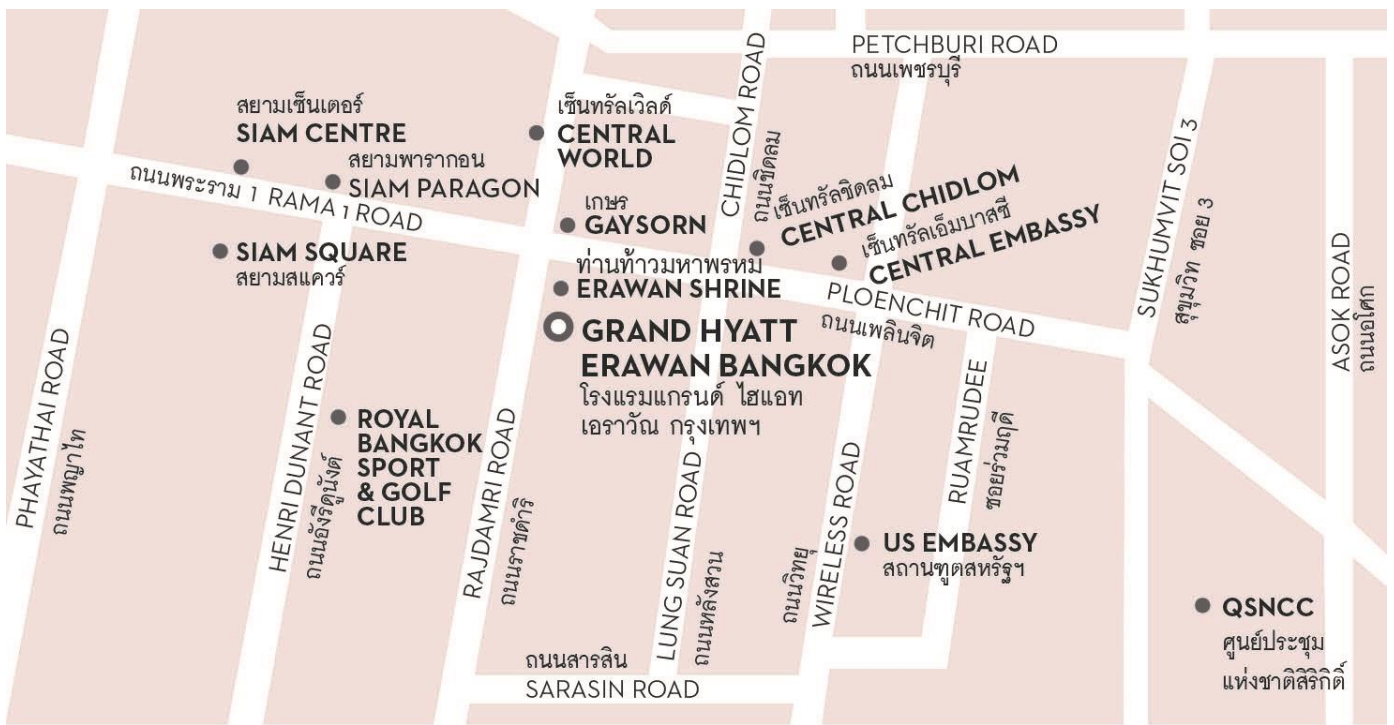
Soi Klab Chom, Nonsee Road,

Chongnonsee, Yannawa, Bangkok 10120

Tel. 0-2681-8700 or Fax. 0-2681-8701

Map of the Meeting Venue

2024 Annual General Meeting of Shareholders
Triple i Logistics Public Company Limited



GRAND HYATT ERAWAN BANGKOK
494 Rajdamri Road Bangkok 10330
TELEPHONE +66 2254 1234
EMAIL events.bangh@hyatt.com
BTS Chidlom Exit 1 / BTS Rajdamri Exit 4

โรงแรม แกรนด์ ไฮแอท เอราวัณ กรุงเทพฯ
494 ถนนราชดำริ กรุงเทพฯ 10330
โทรศัพท์ +66 2254 1234
อีเมล events.bangh@hyatt.com
บีทีเอสชิดลม ทางออก 1 / บีทีเอสรราชดำริ ทางออก 4



Triple i Logistics Public Company Limited
628 Triple i Building 3rd Floor, Soi KlabChom, Nonsee Road,
Chongnonsee, Yannawa, Bangkok 10120

www.iii-logistics.com