



2022 Annual General Meeting of Shareholders

AMR ASIA Public Company Limited

Wednesday, 27 April 2022 at 10.00 a.m.

via Electronic Media only

Due to COVID-19 situation that is spreading and not yet back to normal state, The Company is aware of health and hygiene of the shareholders, thus, to hold the 2022 Annual General Meeting via Electronic Media only (E-Meeting) according to relevant laws and regulations.

In case shareholders is unable to attend the E-Meeting in person, please grant the proxy to the Company's independent directors to attend instead. In this regard, if the shareholders have questions on any agenda, they can send the questions, in advance, to the Company as per the Enclosure 9. The Company shall propose in the Meeting for further consideration and properly record in the minutes of the shareholders' meeting for dissemination via the Company's website.



AMR.MD2022 008

Date 25 March 2022

Subject Invitation to the 2022 Annual General Meeting of Shareholders

To Shareholders of AMR Asia Public Company Limited

Enclosure 1. Copy of the Minutes of the 2021 General Meeting of Shareholders

 2. 2021 AMR Asia PCL. Annual Report and 2021 Financial Statement ended 31/12/21
 (QR code form)

 3. Profiles and working experiences of candidates proposed to replace retired Directors

 4. Definition of an Independent Director

 5. 2022 External Auditors' Profiles

 6. Additional Objectives proposed

 7. The Company's Articles of Association in relation to the Annual General Meeting of
 Shareholders

 8. Guidelines and Documents for attending the E-AGM

 9. Registration form to attend the Annual General Meeting of Shareholders for the Year
 2022 through Electronic Media

 10. Proxy Form A

 11. Proxy Form B

 12. Proxy Form C (in the case of foreign investors who appoint a custodian in Thailand
 to be a stock depository and keeper)

 13. Profiles of the independent directors proposed as proxy grantees by the Company

 14. QR Code application procedures

 15. Privacy Notice for the Annual General Meeting of Shareholders 2022

 16. Registration Form (barcodes and QR Codes packed in envelopes sent to shareholders
 by post)

The Board of Directors of Amr Asia Public Company Limited (the “**Company**”) has resolved to hold the 2022 Annual General Meeting of Shareholders on 27 April 2022 at 10.00 a.m.by electronic media only. The agendas of the meeting will be as follows:

Agenda 1 To certify the Minute of the 2021 Annual General Meeting of Shareholders.

Fact and reasons

The 2021 Annual General Meeting of Shareholders of the Company was held on 15 March 2021, the copy of the minutes was record in accordance to the meeting resolution.

Board's Opinion

The Board of Directors deemed it appropriate to propose to the shareholders meeting to acknowledge the Minutes of the 2021 Annual General Meeting of Shareholders held on 10 March 2021 which was accurately recorded according to the meeting resolution. A copy of the Minutes is attached as **Enclosure No. 1**

Voting Requirement

This agenda requires the majority of votes of the shareholders in attendance and exercise their votes.

Agenda 2 To acknowledge the Company's 2021 operating results

Fact and reasons

The Company has provided the report on the Company's operating result of the year 2021, according to the Annual report 2021 (56-1 One Report) which has been sent to the shareholders in form of QR Code herewith with this AGM invitation. The detail appears in Enclosure No. 2.

Board's Opinion

The Board of Directors acknowledged and deemed it appropriate to report the operating results of the Company and its subsidiary for the year 2021 to the meeting of shareholders. The detail is attached as **Enclosure No. 3**

Voting Requirement

This agenda is for acknowledgement, this the meeting's resolution is not required.

Agenda 3 To consider and approve the financial statements for the year ended 31 December 2021.

Fact and reasons

In accordance with section 112 of the Public Limited Companies Act B.E. 2535 (1992), the board of directors must cause to be made a balance-sheet and a profit and loss account as of the end of the company's accounting year to be submitted to an annual ordinary meeting of shareholders for consideration and approval. The board of director shall have the balance-sheet and the profit and loss account must be audited by an auditor prior to their submission to a meeting of shareholders.

the board of directors had the Company's audited statements of financial position for the fiscal year ended as at 31 December 2021 certified by auditors as well as verified by Audit Committee in order to propose to the Annual General Meeting of Shareholders for consideration and approval in accordance with section 112 of the Public Limited Companies Act B.E. 2535 (1992) (see details in Enclosure No. 2) The key principles are summarized as follows:

Items (Million Baht)	Year 2021	Year 2020
Total Assets	2,160,736,335	1,593,563,685
Total Liabilities	729,405,328	1,080,354,085
Total Revenues	1,615,417,791	2,584,066,742
Net Profits	178,799,887	247,551,917
Profits per share according to Financial Statement (Baht per share)	0.30	1.13

Board's Opinion

The Board of Directors deemed it appropriate to propose the meeting of shareholders to consider and approve the audited financial statements for the year ended 31 December 2021 of the Company certified by auditors. The relevant details are disclosed in Annual Registration Statement of 2021 /Annual Report (Form 56-1 One Report) (Subject: Financial Statement Page 159) provided to shareholders including with AGM invitation (see details in **Enclosure No. 2**)

Voting Requirement

This agenda requires the majority of votes of the shareholders in attendance and exercise their votes.

Agenda 4 To approve the allocation of the profits from the Company's business operation for the fiscal year ended December 31, 2021 , the dividend payment and to acknowledge the interim dividends.

Fact and reasons

Regarding to section 115 of the Public Limited Companies Act B.E. 2535 (1992), no dividends shall be paid otherwise than out of profits. In the case where a company has incurred accumulated loss, no dividends may be paid. Besides, according to section 116 and article 50 of the Company's Articles of Association require that a company must appropriate part of its annual net profits to a reserve fund in an amount of not less than five percent of the annual net profits with the deduction therefrom the amount representing the accumulated loss carried forwards (if any) until this reserve fund reaches the amount of not less than ten percent of the registered capital.

The Company's policy is to pay dividends at a minimum rate of 40 percent of its net profit after corporate income tax and legal reserves allocation according to the law and the Company's Articles of Association. However, the Company may consider the dividend payout by considering the business profit, liquidity, necessity of working capital for business operation and business plan in the future as the board of directors deems appropriate.

According to the separate financial statements of the fiscal year ending on December 31, 2021, audited by the auditor The Company has a net profit from operating results totaling 178,799,887 Baht and unappropriated retained earnings of 167,522,127 Baht

To acknowledge the payment of interim dividend

During the year 2021, the Company approved the payment of interim dividend for 2 terms, as follows:

1. The Board of Directors Meeting No. 6/ 2021, held on June 25, 2021, resolved to approve the payment of interim dividends, at the rate of 0.27 Baht per share (or equivalent to 121,500,000 Baht) for 450,000,000 shares (before Initial Public Offering), paid to shareholders on July 23, 2021
2. The Board of Directors Meeting No. 7/ 2021, held on August 16, 2021, resolved to approve the interim dividend payment, at the rate of 0.08 Baht per share (or 48,000,000

Baht) for 600,000,000 shares (after Initial Public Offering), paid to shareholders on September 15, 2021.

Board of Director's Opinion

The Board of Directors deemed appropriate to propose the shareholders' meeting to consider and approve the **additional dividend payment** from net profit and retained earnings of the year 2021, at the rate of 0.08 Baht per share or equivalent to 48,000,000 Baht to the shareholders of 600,000,000 shares whose names listed on the date of determination of the rights of shareholders who are entitled to receive dividends, that is, May 10, 2022 (Record Date). The date of dividend payment will be on May 25, 2022.

However, the right to receive such dividends is uncertain upon approval in this 2022 Annual General Meeting of Shareholders.

Therefore, in case of approval by the 2022 Annual General Meeting of Shareholders, the dividend paid from the 2021 earnings year calculated only after the Initial Public Offerings (IPO) or after listing on the Stock Exchange of Thailand (SET) shall be 0.16 Baht per share or 53% from the 0.30 Baht per share net profit according to the separate financial statements. This is consistent with the Company's dividend payment policy prescribed not less than 40% of the net profit according to the separate financial statements.

Comparison of dividend payout ratios for 2020 and 2021 results

Dividend Payment Detail	2021) proposed(2020
1 .Net profit from operating results	178,799,887	247,551,917
2 .Dividend payment		
Interim dividend (2021: 121.5 and 48 million Baht)	169,500,000	140,000,000
Aannual Dividend (the part as proposed at this time)	48,000,000	100,000,000
Total amount of dividends paid	217,500,000	240,000,000
3. Dividend payout ratio compared to net profit according to the financial statements	121.64%	96.95%

In addition, the Company has successfully allocated profits as legal reserves in the amount prescribed by law, thus it need not required to allocate profits as legal reserve this time.

Voting Requirement

This agenda requires the majority of votes of the shareholders in attendance and exercise their votes.

Agenda 5 To consider and approve the appointment of directors replacing those who retire by rotation.

Fact and reasons

Regarding to section 71 of the Public Limited Companies Act B.E. 2535 (1992) and the Company's Article of Association clause 18, at least one-third of the directors must vacate their office by rotation at each annual general meeting of shareholders, and if the number of directors is not a multiple of 3, the nearest number of 1/3 must retire by rotation. Three must be a drawing by lots to determine the directors retiring on the first and the second year following the registration of the Company. In each subsequent year, the directors who occupy the position for the longest period must retire. The director who retires by rotation may be re-elected as the director for another term.

For the 2022 Annual General Meeting of Shareholders, the directors who shall retire by drawing lots are as follows:

1. Mr. Sujate Jantarang Independent Director
2. Mr. Marut Siriko Director
3. Mr. Kittirat Thavilab Director

Opinion of the Nomination and Remuneration Committee

Before the proposal to the Board of Director to consider and propose to the shareholders' meeting regarding to the directors nominated, the Nomination and Remuneration Committee shall consider and be selective in such respect, based on the board of directors' structure and the qualifications. The Nomination and Remuneration Committee viewed that, the 3 of directors who shall retire by rotation possess the appropriateness in qualification, knowledge, capability, experience and performance record as the Company's directors during the past period. However, Mr. Sujate Jantarang expressed his intention not to renew his term due to more other jobs loaded that may deprive his time once dedicated to this Board's duties.

The Nomination and Remuneration Committee deemed it appropriate to propose to the Board of Director to consider and approve the re-election of Mr. Marut Siriko and Mr. Kittirat Thavilab as the Company's directors for another term. In addition, it proposed the Board of Director Meeting to consider and approve the appointment of Mr. Watchara Chatwiriya as the Company's independent director in place of Mr. Sujate Jantarang who will be retired by rotation. The Nomination and Remuneration Committee viewed that Mr. Watchara Chatwiriya possesses appropriate qualifications and knowledge of technology suitable for the Company's business. Moreover, he can express his opinions independently.

Board's Opinion

The Board of Directors has deliberately considered through the screening process and deemed it appropriate to propose to Shareholders to approve the re-appointment of the following directors

- Appointment of Mr. Marut Siriko and Mr. Kittirat Thavilab to be re-elected as the Company's directors for another term;
- Appointment of Mr. Watchara Chatwiriya as the Company's independent director in place of Mr. Sujate Jantarang who will be retired by rotation.

Details of the Profiles of the candidate directors nominated to replace the directors retiring by rotation and Definition of Independent Directors appear in Enclosure No.3 and 4 .

Voting Requirement

This agenda requires the majority of votes of the shareholders in attendance and cast their votes.

Agenda 6 To Consider and approve the determination of the directors' remuneration.

Fact and reasons

Regarding to the Section 90 of the Public Company Limited Act B.E. 2535 (1992), and Clause 33 of the Company's Articles of Association, provide that directors are entitled to receive remuneration from the Company in form of rewards, meeting attendance fee, annuity, bonus or benefits paid in other forms as specified in the Articles of Association or as considered by the shareholders' meeting. Such remuneration may be fixed amounts or set forth as regulations, or may be determined from time to time or for perpetual effect until any change

is made. In addition, allowances and welfare benefits shall be paid in accordance with the Company's regulations.

Opinion of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee has determined the director's remuneration based on the director's performance and their scope of responsibilities by comparing to other companies in the same business or similar industries remunerate their directors as well as the survey results of directors' remuneration of the Thai Institute of Directors (IOD), it appears that the directors' remuneration set by the Company was at a rate close to the overall market average.

Board's Opinion

The Board of Directors deemed it appropriate to propose to the meeting of shareholders to approve the directors' remuneration 2022 in forms of meeting allowance, bonus and remuneration at the same rate as previous year. The details are as follows.

Position/ Factors for determining remuneration	Monthly Remuneration (Baht/Person)		Meeting Allowance (Baht/Person) (for directors attending the meeting)		Directors' Bonus	
	2022	2021	2022	2021	2022	2021
Board of Directors					The Company paid the directors' bonus for the year 2021 in the amount of 2,424,741 Baht, which is in accordance with the dividend payment as follows: 1) The Company shall have a net profit 2) The Company's director shall receive bonus of not	
- Chairman of the Board	20,000	20,000	20,000	20,000		
- Member of the Board (non-executive director)	15,000	15,000	10,000	10,000		
- Member of the Board (executive director))			10,000	10,000		
Audit Committee						
- Chairman of the Audit Committee			15,000	15,000		

Position/ Factors for determining remuneration	Monthly Remuneration (Baht/Person)		Meeting Allowance (Baht/Person) (for directors attending the meeting)		Directors' Bonus
- Member of the Audit Committee			10,000	10,000	more than 3.0% of the dividends paid to the shareholders 3) The Chairman shall receive bonus at the rate of 20 percent of the amount of the bonus received in such year, but shall not exceed 600,000 Baht. And all directors shall receive a maximum of 500,000 Baht per person, allocated according to the number of meetings.
Nomination and Remuneration Committee					
- Chairman of the Nomination and Remuneration Committee			15,000	15,000	
- Member of the Nomination and Remuneration Committee			10,000	10,000	

Remark: 1) Meeting allowance shall be paid exclusively to the directors who attend the meeting.

2) The director who is entitled to receive monthly salary as the Company's permanent employee will not receive remuneration for acting as the Company's director.

According to the 2021 annual report (Form 56-1 One Report) Re: Corporate Governance Structure in determining directors' remuneration The Board of Directors and Sub-Committees of the Company is not entitled to receive any other benefits except for the remuneration as detailed above. As of December 31, 2021, the monthly remuneration and meeting allowances were in total at 1,905,000 Baht, detailed on page 143, compared to the year 2020 which was at the amount of 1,570,000 Baht. Details of the scope of duties and

responsibilities of the Board of Directors and the Sub-Committees of the Company appear on page 131.

Voting Requirement

This agenda requires approval by vote of no less than two-thirds (2/3) of total votes of the shareholders who attend the meeting.

Agenda 7 To consider and approve the appointment of auditors, and their remuneration.

Fact and reasons

Regarding to the Section 120 of the Public Company Limited Act B.E. 2535 (1992), and Clause 58 of the Company's Articles of Association, provide that the Annual General Meeting of Shareholders of each year, there shall be an appointment of an auditor and the determination of an audit fee of the company. In appointing an auditor, the former auditor may be re-appointed.

In addition, as prescribed by the Notification of the Capital Market Supervisory Board: the Company must ensure the rotation of the auditors if any of the auditors have performed their duties for seven years, whether consecutive or not. However, the rotation does not mean that the Company is required to engage a new auditing firm. The Company may appoint any auditors in the existing auditing firm to replace the auditor(s) in previous year. Nevertheless, the Company can appoint an auditor who has rotated after passed at least five financial years consecutively from the date of retirement.

The Audit Committee's Opinion

The audit committees have considered the appointment of the Company's auditor based on the independence of auditors, their valuable performance record and reliability which matches with their remuneration. The committee thus proposes to appoint Ms. Nuntika Limviriyalers Certified Public Accountant No. 7358 or Mr. Pisit Thangtanagul Certified Public Accountant No. 4095 or Ms. Thitinun Waenkaew Certified Public Accountant No. 9432, of PricewaterhouseCoopers ABAS Ltd. to be the auditor of the Company for the year 2022 with the remuneration not exceeding 3,000,000 Baht per annum, exclusive of disbursement.

Comparison Table of Audit Fees

Auditors' remuneration	Fiscal year 2022 (As proposed)	Fiscal year 2021
1. Audit fees	3,000,000	3,000,000
2. Other expenses	Pay per usage (if any)	1,500,000

Board's Opinion

The Board of Directors deemed it appropriate to propose to the shareholders meeting to consider and approve the appointment of Ms. Nuntika Limviriyalers Certified Public Accountant No. 7358 or Mr. Pisit Thangtanagul Certified Public Accountant No. 4095 or Ms. Thitinun Waenkaew Certified Public Accountant No. 9432, of PricewaterhouseCoopers ABAS Ltd. to be the auditor of the Company for the year 2022. Any person shall be responsible for reviewing and expressing the opinion on the financial statements of the Company. Profiles of the Auditor for the year 2022 detailed in Enclosure No.5.

In case the above-mentioned auditors are unable to perform their duties, PricewaterhouseCoopers ABAS Ltd. will provide its certified public accountants as a substitute to audit and express opinions on the Company's financial statements. The above-nominated auditors do not give any other services to the company as well as do not have any relationship or interest with or in the Company or any of its executives, major shareholders or any other party related thereto. The nominated auditors have performed their functions as the Company's auditor for the 4 years and the auditors' remuneration for the year 2022 shall fixed at 3,000,000 Baht per annum, excluding out of pocket expenses The Company has no subsidiary.

Voting Requirement

This agenda requires the majority of votes of the shareholders in attendance and exercise their votes.

Agenda 8 To consider and approve the amendment of the Company's objectives and Memorandum of Association Article 3. to comply with the amendment of the Company's objectives

Fact and reasons

The company wishes to set clear objectives covering the potential of business operations, support the expansion of the company's business, therefore, it deemed appropriate to amend the Company's objectives by adding 13 additional objectives to reflect such purpose.

Board's Opinion

The Board of Directors deemed it appropriate to propose to the shareholders meeting to consider and approve the amendment to the Company's objectives to be in line with the business potential, and support the company's business expansion by adding 13 additional objectives of the company, details as in Enclosure No. 6.

In this regard, the Company's objectives will consist of 99 items and propose to the Annual General Meeting of Shareholders to consider and approve the amendment of the Memorandum of Association Clause 3 of the Company to be consistent with the amendment of the Company's objectives "Clause 3, the Company's objectives have 99 items, details according to the form of BMJ. 002

Voting Requirement

This agenda requires approval by no less than three-fourths (3/4) of total votes of the shareholders who attend the meeting.

Agenda 9 Other business (if any)

The Board of Directors has approved to fix March 15, 2022 as the date to determine the list of shareholders (Record Date) who shall be entitled to attend the 2022 Annual General Meeting of Shareholders.

The Company will conduct the meeting according to the Articles of Association of the Company, Chapter 4, regarding the Shareholders' Meeting, details as in Enclosure 7.

If shareholders are unable to attend the 2022 Annual General Meeting of Shareholders by electronic means, they may appoint independent directors specified in the proxy forms (as shown in Enclosure No. 10-12) whose names and biographies appear in Enclosure No. 13 to attend the meeting and vote on behalf of the shareholders.

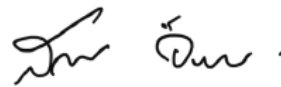
If the shareholder wishes to appoint another person to attend the meeting and vote on his behalf in this meeting. Please use one of the Proxy Forms, Form A or Form B. Foreign

shareholders who appoint a custodian in Thailand to be a stock depository and keeper may consider using Proxy Form C as appropriate

Therefore, we would like to invite you to attend the meeting on the aforementioned date and time.

Yours sincerely

Amr Asia Public Company Limited

A handwritten signature in black ink, appearing to read 'Som Chan', followed by a period.

(Mr. Somsak Channoi)
Chairman of the Board



Minutes of the 2021 Annual General Meeting of Shareholders
of AMR Asia Public Company Limited

Date, time and place

The Meeting was held on March 15, 2021 at 1:00 p.m. at the Company's meeting's room 1, Branch office, Room TNA03-04, Tower A, 36th floor, The Nine Tower Grand Rama 9 Building, 33/4, Rama 9 Road, Huaykwang Sub-District, Huaykwang District, Bangkok 10310

Preliminary proceedings

Mr. Somsak Channoi, the Chairman, was the Chairman of the Meeting. The Chairman announced that there were a total of 20 shareholders attending the Meeting in person and by proxy, representing 2,250,000 shares, a quorum was thus constituted. The Chairman declared the Meeting was duly convened to consider the agenda as follows:

1. To certify the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2020

The Chairman Proposed the Meeting to certify the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2020, held on December 1st, 2020 as per details in the Minutes of the meeting which had been delivered with the notice of the Meeting.

Resolutions: The Meeting considered and unanimously resolved to certify the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2020, be as the Chairman proposed.

2. To acknowledge the result of the Company's operation in respect of the year 2020 ended December 31, 2020

The Chairman assigned Mr. Marut Siriko, the managing director, to announce the result of the operation of the Company and its subsidiaries in respect of the year 2020 to the Meeting.

Resolutions: The Meeting acknowledged the result of the Company's operation in respect of the year 2020 as proposed above.



3. To consider and approve the Company's audited financial statements for the fiscal year ended December 31st, 2020

The Chairman assigned Miss Korbsakao Iamsuri, the Company secretary, to inform this agenda.

Miss Korbsakao Iamsuri, the Company secretary, informed that the Company's financial statement for the fiscal year ended December 31, 2020 was audited by the auditor as per details in the copy of the Company's financial statements which had been delivered to the shareholders with the notice of the Meeting, therefore, proposed the Meeting for the consideration and approval of the Company's financial statements for the fiscal year ended December 31, 2020 which is audited by the Company's auditor.

Resolutions: The Meeting considered and unanimously resolved to approve the Company's financial statements for the fiscal year ended December 31, 2020.

4. To consider and approve the dividend payment and the appropriation of the annual net profit as a legal reserve.

The Chairman assigned Mr. Marut Siriko, Director and Managing Director, to propose this agenda.

Mr. Marut Siriko informed that according to the Company's audited financial statement for the fiscal year ended December 31, 2020, the Company has an annual net profit of 247,551,917 Baht. Therefore, it is deemed appropriate to propose the Meeting to consider and approve the dividend payment to shareholders for not less than 240,000,000 Baht, after the deduction of the interim dividend payment in the amount of 140,000,000 Baht which was paid to the shareholders on December 8, 2019, the remaining for the dividend payment is not exceeding 100,000,000 Baht, at the rate of 44.44 Baht per share which were paid for the shareholders whose name were on the share registry book as of March 16, 2020 and the date payable such dividend to the shareholders shall be within April 14, 2020. Furthermore, it is deemed appropriate to consider and approve the appropriation of the Company's annual net profit as a legal reserve in the amount of 12,500,000 Baht.



Resolutions: The Meeting considered and unanimously resolved to approve the dividend payment at the rate of Baht 44.44 per share to the Company's shareholders and the appropriation of the Company's annual net profit as a legal reserve by the law in the amount of 12,500,000 Baht, as detail proposed.

5. To consider and approve the appointment of the Board of Directors who will retire by rotation and the determination of the directors' remuneration

The Chairman informed the Meeting that in pursuant to the Commercial law, at each annual general meeting of shareholders, at least one-third of the total directors must retire by rotation and in this meeting has directors who will retire by rotation as follows:

1. Mr. Somsak Channoi Independent Director / Chairman
2. Mr. Sujate Jantarang Independent Director / Audit Committee / Nomination and
Compensation Committee
3. Mr. Wiwat Nitisuntharankul Director

The Chairman informed that the three retiring directors possess knowledge and capability to provide advice that will be beneficial to the Company's operation. It is deemed appropriate to propose the Meeting to consider and approve the appointment of the three retiring directors to be the directors of the Company for another term. The Chairman proposed the Meeting to consider and approve the directors' remuneration for the year 2020 in form of monthly remuneration and meeting allowance. Details are as follows:

Director	Monthly Remuneration (Baht/Person)	Meeting Allowance (Baht/Person/Meeting)
Board of Directors		
- Chairman	20,000	20,000
- Director (which is not Executive Director)	15,000	10,000
- Director (Executive Director)	-	10,000



Director	Monthly Remuneration (Baht/Person)	Meeting Allowance (Baht/Person/Meeting)
Audit Committee		
- Chairman of the Audit Committee	-	15,000
- Audit Committee	-	10,000
Nomination and Compensation Committee		
- Chairman of the Nomination and Compensation Committee	-	15,000
- Nomination and Compensation Committee	-	10,000

Remarks: 1) Meeting Allowance is only paid to the directors who attend the meeting.

2) The directors who receive salary as the Company's employee shall not receive the monthly remuneration as the Board of Directors.

Resolutions: The Meeting considered and unanimously resolved to approve the appointment of the directors who will retire by rotation to be the Company's director for another term and the determination of the directors' remuneration in the year of 2020, as detail proposed above by the Chairman.

6. To consider and approved the appointment of the Company's auditors and the determination of their remuneration.

The Chairman assigned Miss Korbsakao Iamsuri, the Company secretary, to inform this agenda.

Miss Korbsakao Iamsuri, the Company secretary, proposed the Meeting to consider and approve the appointment of Miss Thitinun Waenkaew, Certified Public Accountant No. 9432 or Mr. Pisit Thangtanagul, Certified Public Accountant No. 4095 or Miss Nuntika Limviriyalers, Certified Public Accountant No. 7358 from PricewaterhouseCoopers ABAS Limited to be the Company's auditor for the year of 2021 with the remuneration not exceeding 3,000,000 Baht, exclusive of disbursement.



1. Miss Thitinun Waenkaew, Certified Public Accountant No. 9432 or
2. Mr. Pisit Thangtanagul, Certified Public Accountant No. 4095 or
3. Miss Nuntika Limviriyalers, Certified Public Accountant No. 7358

From Pricewaterhouse Coopers ABAS Limited to be the Company's auditor for the year of 2021 who does not have any conflict of interest with the Company. In this regard, one of the above-mentioned auditors is designated to audit the Company's financial statement with the remuneration not exceeding 3,000,000 Baht, exclusive of disbursement.

Resolutions: The Meeting considered and unanimously resolved to approve the appointment of the Company's auditor and the determination of the Company auditors' remuneration, as proposed.

7. **To consider and approve the conversion of AMR Asia Company Limited from a private limited company into a public limited company and listing the Company on the Stock Exchange of Thailand.**

The Chairman assigned Mr. Marut Siriko, Director and Executive Director, to inform this meeting agenda.

Mr. Marut Siriko, Director and Executive director, informed the Meeting that the Company desires to expand the business and raise funds by offering shares to the public which is required to have status as a Public Limited Company. Therefore, it is deemed appropriate to propose to the Meeting to consider and approve the conversion of the Company from a private limited company into a public limited company and listing the company as a listed company on the Stock Exchange of Thailand.

Resolutions: The Meeting considered and unanimously resolved to approve the Company's conversion from a private limited company into a public limited company and listing the Company on the Stock Exchange of Thailand, as proposed above.

8. **To consider and approve the change of the par value.**

The Chairman assigned Miss Manunya Thitinuntawan, Legal Counsellor from CMT Counsellor Company Limited, to inform this agenda.



Miss Manunya Thitinuntawan informed the Meeting that for the flexibility in distributing the Company's shares after listing the Company on the Stock Exchange of Thailand. Therefore, it is deemed appropriate to propose to the Meeting to consider and approve the change of the par value of the Company's share from the rate of 100 Baht per share into the rate of 0.50 Baht (Fifty Satang) per share which caused the change of the amount of the Company's common share from 2,250,000 shares (Two Million Two Hundred and Fifty Thousand shares) to 450,000,000 shares (Four Hundred and Fifty Million shares)

Resolutions: The Meeting considered and unanimously resolved to approve the change of the par value of the Company's share from the rate of 100 Baht per share into the rate of 0.50 Baht per share.

9. **To consider and approve the increase of the Company's registered capital.**

The Chairman assigned Miss Manunya Thitinuntawan, Legal Counsellor from CMT Counsellor Company Limited, to inform this Meeting Agenda.

Miss Manunya Thitinuntawan proposed the Meeting to consider and approve the increase of the Company's registered capital in the amount of 75,000,000 Baht (Seventy-five million Baht) divided into 150,000,000 ordinary shares (One hundred and fifty million shares) with the par value of 0.50 Baht per share (Fifty Satangs) from the original registered capital of 225,000,000 Baht (Two hundred and twenty-five million Baht) to a registered capital of 300,000,000 Baht (Three hundred million Baht) divided into 600,000,000 ordinary shares (six hundred million shares) with a par value of 0.50 Baht (Fifty Satangs)

Resolutions: The Meeting considered and unanimously resolved to approve the increase in the Company's registered capital in the amount of 75,000,000 Baht (Seventy-five million Baht) divided into 150,000,000 ordinary shares with the par value of 0.50 Baht (Fifty Satangs) per share, as proposed above.



10. To consider and approve the amendment to the Company's Memorandum of Association regarding the change of the Company's public conversion, the change of Company's name, the change of par value, and the increase of the Company's registered capital.

The Chairman assigned Miss Manunya Thitinuntawan, legal counsel from CMT Counsellor Company Limited, to inform this Meeting Agenda.

Miss Manunya Thitinuntawan informed the Meeting that regarding the Company's public conversion, the change of the Company's name and objectives, the change of par value, and the increase of the Company's registered capital, it is required for the amendment of the Company's Memorandum of association to comply with the Public Limited Companies Act B.E. 2535 (1992). Therefore, it is deemed appropriate to propose to the Meeting to consider the amendment to the Company's memorandum of association as follows:

Clause 1 The Company's name is amended as follows:

The Company's name "AMR Asia Public Company Limited"

Clause 2 The Company would like to offer the Company's share to the public for sale.

Clause 3 The Company's objectives have 85 clauses.

Clause 4 The amendment to the Company's Memorandum of Association clause 4 details as follows:

Clause 4. Registered Capital	300,000,000 Baht (Three hundred million Baht)
Divided into	600,000,000 shares (Six hundred million shares)
With a par value of	0.50 Baht (Fifty Satangs)
Divided as follows	
Ordinary shares	600,000,000 shares (Six hundred million shares)
Prefer shares	- share (None)

Clause 5. The registered head office is located in Bangkok.

Mr. Marut Siriko, Director and Executive Director, informed the Meeting that as it is advised by the agencies that the Company is required to interact with, the Company is required to increase its objectives to comprise matters regarding the requirements for interaction with such agencies to be



more specific. Therefore, the Company deem to propose the increase of one more article of objectives, totaling 86 article s. The details of the added objectives are as follows:

“Clause 86 Procure, use, sell, assign, rent, license, selling the patent, licenses, privileges, inventions, improvement and processing various copyrights trademark and trade names related and has benefits to the Company's business”

Resolutions: The Meeting considered and unanimously resolved to approve the amendment to the Company's memorandum of association, as proposed above, as follows:

Clause 1 The Company's name is amended as follows:

The Company's name “AMR Asia Public Company Limited”

Clause 2 The Company would like to offer the Company's share to the public for sale.

Clause 3 The Company's objective has 85 clauses.

Clause 4 The amendment to the Company's Memorandum of association clause 4 details as follows:

Clause 4. Registered Capital	300,000,000 Baht (Three hundred million Baht)
Divided into	600,000,000 shares (Six hundred million shares)
With a par value of	0.50 Baht (Fifty Satangs)
Divided as follows	
Ordinary shares	600,000,000 shares (Six hundred million shares)
Prefer shares	- share (None)

Clause 5. The registered head office is located in Bangkok.

11. To consider and approve the appropriation of the Company's newly issued ordinary shares

The Chairman assigned Miss Manunya Thitinuntawan, legal counsel from CMT Counsellor Company Limited, to inform this meeting agenda.

Miss Manunya Thitinuntawan informed the Meeting that regarding the appropriation of the Company's newly issued ordinary shares, is deemed appropriate to propose to the Meeting to consider and approve the appropriation of the Company's newly issued ordinary shares in the amount of 150,000,000 shares (One hundred fifty million shares) at the rate of 0.50 Baht (Fifty



Satang) for the initial public offering and assigned the Board of Director or Managing Director or a person assigned by the Board of Directors is authorized to determine conditions and other details related to the offering such as the offering price, the offering period, conditions, amount and other details related to the allotment of such shares as well as being authorized to take any action necessary or in connection with the offering of shares in all respects including appointing distributors and underwriting, preparing applications and supporting documents for submission to the Securities and Exchange Commission and other related agencies including binding into other contracts related to such operations.

Resolutions: The Meeting considered and unanimously resolved to approve the appropriation of the Company's newly issued ordinary shares in the amount of 150,000,000 shares (One hundred fifty million shares) for the initial public offering in all respects, as proposed above.

12. To consider and approve the repeal of the existing Articles of Association and the implementation of the new Articles of Association of the Company to be consistent with the public conversion

The Chairman assigned Miss Manunya Thitinuntawan, CMT Legal Counsellor Company Limited, to inform this meeting agenda.

Ms. Mananya Thitinantawan informed the Meeting to be consistent with the Company's public conversion and listing the Company on the stock exchange. Therefore, it is deemed appropriate to repeal all of the existing Articles of Association and implement the new Articles of Association which had been amended to be pursuant to the Public Limited Companies Act B.E. 2535 and applicable related regulations and notifications of the Securities and Exchange Commission including the Stock Exchange of Thailand.

The Chairman then proposed the Meeting to consider and approve to repeal all of the existing Articles of Association and consider and approve implement the new Articles of Association as a replacement. Details are as specified in the draft of the articles which had been delivered to the Company's shareholders.



Resolutions: The Meeting considered and unanimously resolved to approve repeal all of the existing Articles of Association and approve implement the new Articles of Association as a replacement. as respectively detailed in the draft of the articles, as proposed above.

13. To consider and approve the appointment of the Board of Directors and to determine the scope for the delegation of authority, duties and responsibilities of the Board of Directors and authorized signatory director and the directors' remuneration.

The Chairman informed the Meeting that due to the Company's public conversion, a new committee must be elected and set the Company's authorized signatory director. According to the Company's Articles of Association, the Board of Directors shall consist of not less than five persons and not less than half of the directors must reside in Thailand. Therefore, the Chairman proposed the Meeting to consider the appointment of the Board of Directors comprising the following names as the Company's directors and Independent directors:

- | | |
|--------------------------------|--|
| 1. Mr. Somsak Channoi | Chairman of the Board and Independent Director |
| 2. Mr. Pornchai Danvivathana | Director and Independent Director |
| 3. Mr. Jessada Promjart | Director and Independent Director |
| 4. Mr. Sujate Jantarang | Director and Independent Director |
| 5. Mr. Wiwat Nitisuntharangkul | Director |
| 6. Mr. Marut Siriko | Director |
| 7. Mr. Kittirat Thavilab | Director |

The independent director of the Company is a person who has full qualifications to hold the position as the independent director according to the relevant notification of the Capital Market Supervisory Board.

The Chairman proposed the Meeting to consider and approved the determination of the scope for the delegation of authority, duties and responsibilities of the Board of Directors with details set out below:



1. To perform duties with responsibility, cautiousness, and integrity by considering the best interests of the company as well as to comply with the law, objectives, the Company's articles including the resolutions of the shareholders' meeting.
2. To determine and approve visions, missions, goals, guidelines, policies, strategies, and business plans, the budget of the Company and its subsidiaries including monitoring and supervising, managing, and observing the management of the Company and its subsidiaries including the Company's sub-committees in accordance with the policies, plans, and budgets that are set with efficiency and effectiveness in accordance with the business policies.
3. To monitor and supervise the Company's management and operations, its subsidiaries and/or associates (with the necessary changes) in pursuant to the Company's policies, laws related to business operations including the law on securities and exchange, announcement of the Capital Market Supervisory Board, the regulations of the Stock Exchange of Thailand with the necessary changes which are not contrary to or inconsistent with other laws.
4. To review, inspect and approve the policies, directions, strategies, business plans of the Company and its subsidiaries as proposed by the management of the Company.
5. To consider and approve the management structure and have the authority to appoint sub-committees such as the Audit Committee, Nomination and Remuneration Committee including the managing director and the company secretary as well as determine the scope for the delegation of authority, duties, and responsibilities to assist in the operation of the Sub-committees, Managing Director and Company Secretary.
6. To consider and approve the acquisition or disposition of assets and/or related transactions. Unless such transaction must be approved by the shareholders' meeting. However, such approval shall be pursuant to the Notification of the Capital Market Supervisory Board and/or the Notification, articles and/or relevant regulations of the Stock Exchange of Thailand.
7. To consider and approve the interim dividend payment to shareholders when the Company has a net profit from the separate Financial Statements after deduction of income tax and legal



reserves and report such dividend payment to the shareholders' meeting at the next shareholders' meeting.

8. To prepare the annual report of the Board of Directors, and be responsible for the preparation and disclosure of the audited consolidated financial statements and the separate financial statements of the Company as of the end of the Company's accounting period which audited by the auditor representing the financial position and operating results in the past year as well as monitor the Company's adequacy of financial liquidity and debt repayment capability and present to the shareholders' meeting for consideration and approval.
9. To consider the appointment and approval of the nomination of the list of auditors of the Company and its subsidiaries and/or associate company including the determination of the appropriate remuneration as presented by the Audit Committee before presenting to the shareholders' meeting in the annual general meeting for consideration and approval.
10. To supervise the Company and its subsidiaries and/or associates to implement an appropriate and efficient accounting system as well as establish an efficient internal control system and internal audit system.
11. To consider the determination of policies, plans and actions in Risk Management of the Company and supervise to provide a system or process for risk management with supporting measures and control methods to reduce the impact on the business of the Company and its subsidiaries.
12. To provide the Good Corporate Governance Policy, Whistleblowing and Complaint Policy and anti-corruption policies of the Company and its subsidiaries and/or associate company in accordance with good governance at least according to the guidelines determined by the Stock Exchange of Thailand and/or the Securities and Exchange Commission and implement such policies effectively to ensure that the company and its subsidiaries are responsible to all stakeholders with fairness.
13. To supervise the determination of an appropriate framework, policy and remuneration structure as proposed by the Nomination and Remuneration Committee to motivate executives and



employees at all levels to operate by the Company's objectives and main goals and the long-term benefits of the business including: (1) considering the appropriateness of the salary compensation ratio; and compensation in relation to the short-term and long-term performance of the business; (2) the determination of the remuneration policy.

14. To acknowledge the Good Corporate Governance and realize the role of a leader in creating value for the business and has assess its implementation at least once a year.
15. To supervise and manage conflicts of interest that may arise between stakeholders of the Company and its subsidiaries including preventing the inappropriate use of assets, the Company's information and opportunities, and transactions with those who are inappropriately related to the Company. However, in case of any director of the Company has an interest in any transaction with the Company or has an increase or decrease in shareholding in the Company and/or its subsidiaries, such the Company's director shall notify the Company without delay.
16. The Company's directors must report the interests of directors and their related persons to the Company including the interests of the executives and those who are involved as well as directors and executives of subsidiaries and those related to the Company's directors and executives of the subsidiaries.
17. To authorize director(s) or any other person to perform any action on behalf of the Board of Directors under the control of the Board of Directors or may authorize such person to have the power as the Board of Directors deems appropriate and within a period as the Board of Directors deems appropriate. The attorney must report such matter as authorized to the Board of Directors which The Board of Directors may cancel, revoke, change or amend such power of attorney when it deems appropriate. However, the delegation of authority must not allow the person to consider and approve the transaction with him or the person who may have conflicts, interest or a conflict of interest in any other manner which made with the Company or its subsidiaries or Associate Company as defined in the Notification of the Capital Market Supervisory Board and/or the Stock Exchange of Thailand and/or any other notifications of



relevant agencies except for the approval of transactions that are by the policies and criteria that the Board of Directors has considered and approved.

18. To emphasize and support the creation of innovations that cause long-term value for the business along with creating benefits for customers or related parties as well as social and environmental responsibility.

Furthermore, the Chairman proposed the Meeting to consider and approve the determination of the authorized signatory directors as follows:

“Mr. Marut Siriko, Mr. Kittirat Thavilab and Mr. Wiwat Nitisuntharangkul two of these three directors may jointly sign and affix the common seal of the Company.”

In addition, the Chairman proposed the Meeting to consider the Board of Directors’ remuneration which is paid in the form of 1) Monthly Remuneration 2) Meeting Allowance, and 3) Bonus.

The monthly remuneration and meeting allowance are detailed as follows:

Position	Monthly remuneration (Baht/Person)	Meeting Allowance (Baht/Person/Time) (Only for the Directors who attended the Meeting)
<u>The Board of Directors</u>		
- the Chairman of the Board	20,000	20,000
- Members of the Board (not the Executive Directors)	15,000	10,000
- Members of the Board (the Executive Directors)	-	10,000



Position	Monthly remuneration (Baht/Person)	Meeting Allowance (Baht/Person/Time) (Only for the Directors who attended the Meeting)
<u>Audit Committee</u>		
- Chairman of the Audit Committee	-	15,000
- Members of the Audit Committee	-	10,000
<u>The Nomination and Remuneration Committee</u>		
- Chairman of the Nomination and Remuneration Committee	-	15,000
- Members of the Nomination and Remuneration Committee	-	10,000

Remarks: 1) Meeting Allowance is paid to the directors who attend the meeting.

2) The director who is the Company's permanent employee will not receive remuneration for acting as the Company's director.

The Director's Bonus has the payment criteria as per details below:

- 1) The Company's must have a net profit.
- 2) The Board of Directors will receive bonus of not more than 3.0% of the dividends paid to the shareholders.
- 3) The Chairman will receive a bonus at the rate of 20 percent of the amount of the bonus received in that year, but not more than six hundred thousand Baht and all directors will receive a maximum of five hundred thousand Baht per person and will be allocated according to the number of times they attended.



Resolutions: The Meeting considered and unanimously resolved to approve the appointment of the persons listed above to be the Board of Directors, the determination of the scope for the delegation of authority, duties and the responsibilities of the Board of Directors, authorized director to bind a company and the directors' remuneration, as proposed above.

14. To acknowledge the appointment of the Audit Committee and the determination of the Audit Committee's scope for the delegation of authority, duties, and responsibility.

The Chairman informed the Meeting that according to the Board of Director's Meeting No. 1/2564 which was held on February 25th, 2021 has resolved to appoint the Audit Committee 3 persons as per detailed below:

- | | | |
|----|---------------------------|-------------------------------------|
| 1. | Mr. Jessada Promjart | The Chairman of the Audit Committee |
| 2. | Mr. Pornchai Danvivathana | The Audit Committee |
| 3. | Mr. Sujate Jantarang | The Audit Committee |

The member of the Audit Committee shall hold office for a term of three years each or equal to the office term of the Company's director.

However, the Chairman of the Audit Committee and Member of the Audit Committee who vacate office upon the expiration of the term may be re-appointed.

In addition, the Board of Director's Meeting No. 1/2564 had resolved the determination of the Audit Committee's scope of power, duties, and responsibility as per detailed below:

1. To review that the Company has accurate and adequate financial reports by coordinating with the auditors and executives responsible for preparing financial reports both quarterly and annually. The Audit Committee may advise the auditor to review or examine any transaction that is deemed necessary and important during the audit of the Company's accounts.
2. To review that the Company and its subsidiaries have an internal control system and an internal audit system covering all the Accounting, Operation, and Information Technology which are appropriate and effective by reviewing with the auditor and internal auditor and



consider the independence of the internal audit as well as to approve the appointment, transfer, dismissal, and determination of remuneration of the Head of the Internal Audit Department or any other department responsible for internal audits as well as assign tasks to the internal audit officers to support the Audit Committee.

3. To review the Company's compliance with the Securities and Exchange Acts, Regulations of the Stock Exchange of Thailand, and any other relevant laws.
4. To consider the appointment of the auditors of the Company and its subsidiaries and/or associate companies and propose the remuneration of such auditors by considering reliability, resource sufficiency, the audit workload of the audit office including the experience of personnel assigned to audit the Company's accounts.
5. To consider in providing opinions on connected transactions or transactions that may have conflicts of interest of the Company and/or its subsidiaries by the requirements of relevant laws and provisions and the regulations of the Stock Exchange of Thailand to ensure that such transactions are reasonable and in the best interests of the Company and subsidiaries.
6. To prepare the Audit Committee's report to be disclosed in the Company's annual report. Such report was signed by the Chairman of the Audit Committee and should contain at least the details below:
 - (1) Opinions on the accuracy, completeness, and reliability of the Company's and its subsidiaries' financial reports.
 - (2) Opinions on the adequacy of the internal control system of the Company and its subsidiaries.
 - (3) Opinions on compliance with the law on securities and exchange, SET regulations, or laws related to the business of the Company and its subsidiaries.
 - (4) Opinions on the suitability of the Company's auditor.
 - (5) Opinions on the transaction that may have the conflict of interest with the Company and its subsidiaries.



- (6) A number of the Audit Committee's meetings and the attendance of each Audit Committee.
 - (7) Opinions or remarks which the Audit Committee obtained from performing duties under Charter.
 - (8) Reports that shareholders and general investors should be aware of under the scope of duties and responsibilities assigned by the Board of Directors.
- 7. Review and provide opinions on various policies. related to the powers and duties of the Audit Committee such as accounting policies, corporate governance and social responsibility policies including anti-corruption, etc.
 - 8. To review the Company's process of corporate governance and social responsibility including anti-corruption.
 - 9. To review the accuracy of reference documents and self-assessment on the Company's anti-corruption measures under Thailand's Private Sector Collective Action Coalition Against Corruption project and give opinions on the report of the assessment of corporate governance and social responsibility, and anti-corruption of the Company under Thailand's Private Sector Collective Action Coalition Against Corruption Project result.
 - 10. To determine, review and approve the risk management policy and risk management framework inconsistent with the Company's objectives, goals, strategies and acceptable risks and propose to the Board of Directors for approval.
 - 11. To determine guidelines for corporate risk governance and advise on risk management.
 - 12. To Follow up on the process of identifying and reporting on the Company's risk assessment and give an opinion on the risks that may arise including determining guidelines of control measures and developing the Company's risk management system successively.
 - 13. To report to the Board of Directors about the progress of the risk supervision and the Company's risk.



14. To perform any other tasks assigned by the Board of Directors.
15. Being authorized to check and investigate on matters which indicates the possibilities of the significant impact on the Company's and its subsidiaries' reputation, financial status and operating results including the benefits that shareholders deemed receive such as;
 - Items that may cause a conflict of interest.
 - Suspicions or assumptions that may be corruption or irregularities or significant deficiencies in the Company's or its subsidiaries' internal control systems.
 - Suspicions that may be a violation of the Securities and Exchange Act, the regulations of the Securities and Exchange or laws related to the Company's business and its subsidiaries.

The Audit Committee shall be authorized to seek independent opinions from any other professional advisor when deemed necessary by the expense of the Company to attain works under its responsibilities. The Audit Committee must report the audited results and investigation to the Board of Directors to improve within the time the Audit Committee deems appropriate. However, If the Audit Committee finds that the improvements have been neglected without reasonable reason. Any member of the Audit Committee may report such actions to the Securities and Exchange Commission and/or the Stock Exchange of Thailand.

However, the authority of the Audit Committee shall not include the authority of the Audit Committee or a person authorized by the Audit Committee be able to vote and give opinions on the items that the audit committee or a person authorized by the Audit Committee or persons who may have conflicts of interest as defined in the Notification of the Capital Market Supervisory Board have interests or have a conflict of interest with the company or its subsidiaries.

Resolutions: The Meeting considered and unanimously resolved to approve the appointment of the Audit Committee and the determination of the power, duty, and responsibility of the Audit Committee, be acknowledged.



15. To consider and approve the appointment of the auditors and their remuneration

The Chairman assigned Miss Manunya Thitinuntawan, from CMT Counsellor Company Limited to inform this Meeting agenda.

Miss Manunya Thitinuntawan informed the Meeting that to be in accordance with the Public Limited Companies Act regarding the conversion of the meeting to a Public Limited Company, It is required to propose to the Meeting to consider and approve the appointment of the auditors as follows:

- | | | |
|----|----------------------------|--|
| 1. | Miss Thitinun Waenkaew | Certified Public Accountant No.9432 or |
| 2. | Mr. Pisit Thangtanagul | Certified Public Accountant No.4095 or |
| 3. | Miss Nuntika Limviriyalers | Certified Public Accountant No.7358 |

From PricewaterhouseCoopers ABAS Limited or PwC to be the Company's auditor. However, one of the above-mentioned auditors is assigned to audit and give opinions on the Company's financial statement with the remuneration not exceeding 3,00,000 Baht per annum, exclusive of disbursement.

Resolutions: The Meeting considered and unanimously resolved to approve the appointment of the Company's auditors and determination of their remuneration as proposed above as proposed above.

16. To consider and approve the delegation of authority to make all necessary amendments in relation to the public conversion.

The Chairman assigned Miss Manunya Thitinuntawan, from CMT Counsellor Company Limited to inform this Meeting agenda.

Miss Manunya Thitinuntawan announced to the Meeting that the process of applying for registration for the public conversion requires amendments to the Memorandum of Association, the Company's objectives, articles, and various registered documents according to the recommendation of the Public Company Limited Registrar. Therefore, Miss Manunya proposed the Meeting to consider and approve the delegation of the authority of Mr. Marut Siriko as the authorized person to consider the amendments to the Memorandum of Association, objectives, Articles of Associations and various



registered documents as deemed necessary according to the advice of the Registrar until the public conversion completed.

Resolutions: The Meeting considered and unanimously resolved to approve the delegation of authority to Mr. Marut Siriko to be the authorized person to consider the amendments to the Memorandum of Association, objectives, Articles of Associations and various registered documents as deemed necessary according to the advice of the Registrar until the public conversion is complete as detailed above as proposed above

17. Other business

No other business was proposed in the Meeting.

Closed at 3.00 p.m.


(Signed)

Chairman

Mr. Somsak Channoi

(The Chairman of Board)

Profiles and working experiences of candidates 1/3**To replace a director retired by rotation****Enclosure 3****Page 1/4**

Name	Mr. Marut Siriko	
Type of Director to be Nominated for Election	Director	
Current Position in the Company	Director and Chief Executive Officer	
Age	62	
Nationality	Thai	
Education Qualification	<ul style="list-style-type: none">- Master of Business Administration, Kasetsart University- Master degree in Electrical Engineering Prince of Songkla University- Bachelor degree in Electrical and Power Electronics Engineering Technology - King Mongkut's Institute of Technology Ladkrabang	
Director Class training		
Director Certification Program (DCP) class 281/2019		
How to Develop a Risk Management Plan Program (HRP) 28/2020		
Shareholding	30,050,400 shares (5.01%) on 15 March 2022	
Number of years in office	1 year from transformed to be a public company	
Current directorship/ executive position in other companies which are non-listed company - n/a		
Work Experiences		
2001 – Present	Director / CEO – AMR Asia Public Company Limited	
2018	Director - S E M S Engineering Company Limited	
2011 – 2018	Director / Managing Director - Present Technology Company Limited	
Relationship with executive or major shareholder of the Company	He is both director, an executive and a shareholder and is a spouse of Mrs. Sajjamanee Siriko, a shareholder of 22,510,000 shares (3.75%) as of March 15, 2022.	
Meeting attendance in the past year (times)	2020 Director - 6/6, 2021 Director 9/9	
Directorship/executive position in other companies potentially having conflict of interest with the Company – None / No other current position in other listed Co. in Stock Exchange of Thailand		

Profiles and working experiences of candidates 2/3**To replace a director retired by rotation**

Enclosure 3


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Name	Mr. Kittirat Thavilab	
Type of Director to be Nominated for Election	Director	
Current Position in the Company	Director	
Age	45	
Nationality	Thai	
Education Qualification	<ul style="list-style-type: none">- Master of Business Administration, Financial Management, Dhurakij Pundit University- Bachelor degree, Faculty of Law, Chulalongkorn University	
Director Class training		
Director Accreditation Program (DAP) Class 122/2015		
Shareholding	500,000 หุ้น (0.08%) on 15/3/2022	
Number of years in office	1 year from transformed to be a public company	
Working Experiences		
2018 - Present	<ul style="list-style-type: none">- Director, A.S. Associate Company Engineering (1964) Co., Ltd.	
2014 - Present	<ul style="list-style-type: none">- Director, IO Asset Company Limited	
2014 - Present	<ul style="list-style-type: none">- Director, IO Holding Company Limited	
2010 – Present	<ul style="list-style-type: none">- Director, June (Thailand) Co., Ltd.	
2005 – Present	<ul style="list-style-type: none">- Director, Horberg Consultants Co., Ltd.	
2015 – 2018	<ul style="list-style-type: none">- Director, Sahakol Equipment Public Company Limited	
Relationship with executive or major shareholder of the Company	He is both director and shareholder of 500,000 shares (0.08%) as of March 15, 2022 and has no relationship with management, directors or other shareholders	
Meeting attendance in the past year (times)	2020 Director - 6/6, 2021 Director 9/9	
Directorship/executive position in other companies potentially having conflict of interest with the Company – None / No other current position in other listed Co. in Stock Exchange of Thailand		

Profiles and working experiences of candidates 3/3**To replace a director retired by rotation**

Enclosure 3

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Name	Dr.Watchara Chatwiriya	
Type of Director to be Nominated for Election	Independent Director	
Current Position in the Company	-	
Age	59	
Nationality	Thai	
Education Qualification	Ph.D. - Computer Engineering, West Virginia University, USA Master degree in Engineering (Computer Engineering), King Mongkut's Institute of Technology Ladkrabang Bachelor degree in Engineering (Computer Engineering), King Mongkut's Institute of Technology Ladkrabang	
Director Class training		
Certificate, Thai Institute of Directors Association (IOD) Program		
Director Certification Program (DCP 223/2016)		
Director Certification Program Diploma Examination (52/2016)		
Successful Formulation and Execution of Strategy (SFE 28/2016)		
Risk Management Program for Corporate Leaders (RCL 4/2016)		
Financial Statements for Directors (FSD 33/2017)		
Boards Matters and Trend (BMT 5/2018)		
IT Governance & Cyber Resilience Program (ITG 08/2018)		
Boards that Make a Difference (BMD 8/2018)		
Role of the Chairman Program (RCP 45/2019)		
Other trainings	<ul style="list-style-type: none">- King Prajadhipok's Institute - Corporate Governance Program for Directors and Executives of State Enterprises and Public Organizations (PDI 15/2017)- Bank of Thailand - Cyber Resilience Program (04/2019)	


Shareholding	- None as at 15 March 2022
Number of years as a director	- n/a
Current position of director/management in other businesses	- President of the Thai Embedded System Association
Work Experiences	
1987 – Present	Lecturer at the Department of Computer Engineering institute of technology, King Mongkut's General Ladkrabang
2014 - 2015	Deputy Dean of Information Technology Dept., Faculty of Engineering, King Mongkut's Institute of Technology Ladkrabang
2005 – 2007	Deputy Director of the Office of Research and Computer Services King Mongkut's Institute of Technology Ladkrabang
2016 – 2018	Head of the Department of Computer Engineering Faculty of Engineering Institute, King Mongkut's Institute of Technology Ladkrabang
2016 – 2018	Director, Bank for Agriculture and Agricultural Cooperatives
Relationship with executive or major shareholder of the Company - none	
Directorship/executive position in other companies potentially having conflict of interest with the Company – none / No other current position in other listed Co. in Stock Exchange of Thailand and has no disqualifications of independent directors, for example: 1. No criminal record in offenses related to property ; 2. No transactions that may lead to conflicts of interest with the Company.	

	Independent Director Qualification
Composition of the board of directors	<p>The composition of the board of directors must be in line with SEC regulations:</p> <ol style="list-style-type: none"> 1. There must be at least one third of independent directors out of total directors, and at least 3 persons 2. There must be at least three audit committee members
Qualifications of an independent director	<ol style="list-style-type: none"> 1. Holding no more than 1 % of total voting shares* including the shareholding of persons related to the independent directors 2. Not currently be or never been the company's executive director, worker, employee, salaried consultant, or controlling parties*. Exception: It has been at least two years after the person has held the position. 3. Not by blood or legally registered with other directors, executives, major shareholders, controlling parties, or persons who will be nominated as directors, executives, or controlling parties of the company or subsidiary. 4. Not currently having or never had any relations with the company* in the way that such relation may impede the person from having independent views. Also, the person should not currently be or never be a significant shareholder or controlling person for persons having business relations with the company*. Exception: It has been at least two years after the person has held the position. 5. Not currently being or never been the company's auditor*. Also, the person should not currently be or never be a significant shareholder, controlling person, or partners of current auditor's auditing firm*. Exception: It has been at least two years after the person has held the position. 6. Not currently be providing or never provided professional services, legal consulting, nor financial consulting services to the company with a fee more than THB 2 million per year*. Also, the person should not currently be or never be a significant shareholder, controlling person, or partners of current service providers. Exception: It has been at least two years after the person has held the position. 7. Not currently a director appointed to represent the company's directors, major shareholders, or the shareholder related to major shareholder. 8. Not currently be operating under similar business nature and significant competition to the company or subsidiary; or not a significant partner of the partnership, executive director, salaried worker, employee, or consultant; or holding more than 1% of voting shares of any other companies operating under similar business nature and significant competition to the company and subsidiary. 9. Not under any conditions that may impede the person from having independent views towards the company's operations. <p>*Including the parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company</p>


History and work experience of the Company's auditors for the year 2022

PricewaterhouseCoopers ABAS Company Limited

1. Ms. NUNTIKA LIMVIRIYALERS (Certified Public Accountant No. 7358)

	Number of years as an auditor for the company : 3 years
	<ul style="list-style-type: none"> - Master degree in Management, New York Institute of Technology - Certified Public Accountant approved by the Office of the Securities and Exchange Commission, Thailand - Certified Public Accountant of Thailand
Work Experiences	2018 - Present : Partner, PricewaterhouseCoopers ABAS Co., Ltd.
	2014 - 2018 : Director, PricewaterhouseCoopers ABAS Co., Ltd.
	2000 - 2014 : Senior Manager - PricewaterhouseCoopers ABAS Co., Ltd.
No shares in the company nor relationship / interests in the Company and its subsidiaries, executives, major shareholders or related persons	

2. Mr. PISIT THANGTANAGUL (Certified Public Accountant No. 4095)

	Number of years as an auditor for the company : - - year
	<ul style="list-style-type: none"> - Bachelor of Accounting (Honors), Kasetsart University - Advanced Certificate in Auditing , Thammasat University - Master degree in Accounting, Faculty of Commerce and Accountancy Thammasat University - Certificate of Executive Development Program (EDP), Class 6, Thai Listed Company Association - Certificate in Asian Leadership, INSEAD Singapore - Certificate of Training for Leaders in the Promotion of Digital Economy (Digital CEO), Class 1 - Certificate of Training in Management Science Program for Executives Class 4
Work Experiences	2004 - Present : Partner, PricewaterhouseCoopers ABAS Co., Ltd.
	1996 - 2004 : Senior Manager, PricewaterhouseCoopers Co., Ltd.
No shares in the company nor relationship / interests in the Company and its subsidiaries, executives, major shareholders or related persons	

3. Ms. THITINUN WAENKAEW (Certified Public Accountant No. 9432)

	Number of years as an auditor for the company : - - year
	<ul style="list-style-type: none"> - Bachelor's degree in Accounting (Honors) Chulalongkorn University - Master of Business Administration Chulalongkorn University - Certified Public Accountant approved by the Office of the Securities and Exchange Commission, Thailand - Certified Public Accountant of Thailand
Work Experiences	2019 - Present : Partner, PricewaterhouseCoopers ABAS Co., Ltd.
	2015 – 2019 : Director, PricewaterhouseCoopers ABAS Co., Ltd.
No shares in the company nor relationship / interests in the Company and its subsidiaries, executives, major shareholders or related persons	

Additional Objectives Proposed

Requesting approval for the amendment of the Company's Memorandum of Association in Clause 3.

Present	Proposed
The Company's objectives are 86 items.	The Company's objectives are 99 items.

- Article 87 To engage in the business of designing contractor, installing contractor, and/or a long-term contract maintenance contractor of electric power generation or electronic plant with all forms of fuels such as fuel oil, coal, natural gas, biomass gas, hydrogen gas, solar panels, etc., including battery backup power systems. or other methods;
- Article 88 To engage in the business of providing contract services for specific services and/or with systems and equipment for generating electricity for use or for distribution under long-term contracts with any form of fuels such as fuel oil, coal, natural gas, biomass gas, hydrogen gas, solar panels, etc., including electricity derived from a backup power system in a form of battery. or other methods as well, and or provide services on the basis of collecting revenues from services or sharing revenue from services;
- Article 89 To engage in the business of designing contractor, installing contractor, long-term maintenance contract of vehicles' battery charging system, battery switching system and/or the providing of a specific service contract and/or with long-term contract of systems and equipment and/or providing services on the basis of collecting revenue from services or sharing revenue from services;
- Article 90 To engage in the business of designing contractor, installing contractor, long-term maintenance contractor of management and/or control of facilities systems and defense systems for buildings, factories, mines, pumping stations, ports, vehicles, rail systems, and/or providing of contracted-services with long-term contract for specific services and/or with systems and equipment;
- Article 91 To engage in the business of designing contractor, installing contractor, and/or maintenance system, providing of long-term contract for specific service contract and/or with systems and equipment, program systems, digital platforms in all forms, digital currency system, its relevant parts and equipment related to the above systems;
- Article 92 To engage in the business of designing contractor, installing contractor, and/or maintenance system, providing of long-term contract for specific service contract and/or with systems and equipment, and/or providing of collecting service fee system for rails public transporting systems, including electric lift system, tollgate system;
- Article 93 To engage in the business as system or equipment developers, distributors, dealers, service providers, joint venture service providers, systems, equipment, energy fuels,

fuel services, electric power, solar power, natural gas, gas used as an energy source, system and/or battery switching station petroleum refineries, gas separation plants and energy related components;

Article 94 To engage in the business as system or equipment developers, distributors, dealers, service providers, joint venture service providers, systems, equipment, systems and/or wastewater treatment plants, system and/or water supply plant, system and/or raw water storage, system and/or pumping station and other related parties as well as business management related to water utilities;

Article 95 To engage in the business as system or equipment developers, distributors, dealers, service providers, joint venture service providers, systems, equipment, systems and/or activities in the field of cryptocurrencies systems and/or activities in the digital virtual world, intelligent systems and/or activities for cities, buildings, factories, parks and other related businesses;

Article 96 To engage in the business as system or equipment developers, distributors, dealers, service providers, joint venture service providers, systems, equipment, systems and/or activities of port, systems and/or activities of providing transportation services by land, sea and air, traveling and/or transporting passengers by cable car or cable car system, etc., including parts related to the above activities;

Article 97 To engage in the business of raw water sources procurement, i.e. as surface water, ground water and sea water, Pre-Treatment of raw water quality and contamination prevention of raw water (Contaminate), including raw water reservation system, water production and distribution for consumption and industrial use, control and supervision of the water transportation and distribution (Transmission & Distribution) from production system to consumers through tunnel and pipe systems (Design and Construction), providing operation and maintenance services (Operate and Maintenance) of machinery used for water production systems, providing of concessions for raw water procurement , production and distribution for consumption and industrial use by reorganizing entire or part of the system or adjusting system or purchasing of old system to expand production capacity and improve quality to meet standards, and conducting wastewater treatment and disposal of industrial plants and industrial estates, including other related businesses;

Article 98 To engage in the business of land procurement and development for the purpose of all types of water-related projects implementation;

Article 99 To engage in the business of consulting on the raw water procurement, reservoirs, dams construction, water supply systems and wastewater treatment systems, including other related businesses.

Articles of Association Relating to Shareholders' Meeting

1. Call for the Meeting

Chapter 4 Article 34

The general shareholders' meeting of the Company shall be held in the area where the head office of the Company is located or at any adjacent province.

Chapter 4 Article 36

In calling a shareholders' meeting, the Board of Directors shall prepare a notice of the meeting specifying the place, date, time, agendas of the meeting and the matters to be proposed to the meeting together with details as appropriate, by clearly stating whether such matters are proposed for information, for approval or for consideration, including the opinions of the Board of Directors towards said matters. The notice of such meeting shall be sent to the shareholders and the Registrar in accordance with Public Limited Company Law not less than seven (7) days before the meeting date, and published in a newspaper for three (3) consecutive days not less than three (3) days prior to the meeting date.

2. To give proxy

chapter 4 Article 38

At shareholders' meeting, the shareholder may appoint a proxy to attend the meeting and vote on his/her behalf. The instrument appointing a proxy shall be in writing, signed by the shareholder who appoints the proxy in accordance with the form as prescribed by the Registrar of the public company limited. The proxy form shall be submitted to the Chairman or the person designated by the Chairman at the place of the meeting before the proxy attends the meeting, and shall at least have the following details:

- (1) The amount of shares held by such shareholder;
- (2) The name of the proxy;
- (3) The meeting (s) which the proxy is appointed to attend and vote.

3. Meeting Management

Chapter 4 Article 39

The shareholders' meeting shall be proceeded according to sequence of agenda as specified in the notice calling the meeting, except where the meeting will resolve to change the sequence of agenda with the votes of not less than two-third (2/3) of the number of shareholder present.

After the meeting considers the matters pursuant to the agenda completely, the shareholders who hold shares not less than one-third (1/3) of total shares sold may request the meeting to consider other matter(s) than the ones as listed in the notice calling the meeting.

In case the meeting cannot completely consider the agenda as specified in the notice calling the meeting or the matters as requested by the shareholders and there shall be adjourned, the meeting shall specify the venue, date and time of the subsequent meeting and the Board of Directors shall send the notice calling the meeting, specifying the venue, date, time and agenda, to the shareholders not less than seven (7) days prior to the meeting. In addition, the notice shall be published in a newspaper for three (3) consecutive days not less than three (3) days prior to the meeting date.

Chapter 4 Article 40

The Chairman of the Board of Directors shall be the Chairman of the shareholders' meeting. In event the Chairman is not present at the meeting or unable to discharge his duties, Vice-Chairman (if any) shall act as the Chairman of the meeting. If there is no Vice-Chairman or such Vice-Chairman is unable to discharge his duties, the shareholders present shall elect one of them to be the Chairman of the meeting.

4. QuorumChapter 4 Article 37

At a shareholders' meeting, there shall be shareholders and proxies from shareholders (if any) not less than twenty-five (25) persons or not less than one-half of the total number of shareholders, and such shareholders shall hold an aggregate number of shares not less than one-third (1/3) of the total number of shares sold, attending the meeting to constitute a quorum.

At any shareholders' meeting, in case after one (1) hour from the time fixed for the meeting, the number of shareholders attending the meeting is not sufficient to form a quorum as specified, if the shareholders' meeting was called upon a request of shareholders, such meeting shall be cancelled. If such meeting of shareholders was not called upon a request of the shareholders, another meeting shall be convened and the notice of the meeting shall be sent to shareholders not less than seven (7) days before the meeting date. At the subsequent meeting, no quorum shall be required.

5. Voting**chapter 4 Article 41**

At shareholders' meeting, every shareholder has one vote for each share.

In case that a shareholder has a special interest in any matter, he/she cannot vote on such matter, except of the election of directors.

chapter 4 Article 42

Except as specified otherwise by the Articles of Association or as stipulated by laws, any resolution of shareholders' meeting shall be passed by majority votes of shareholders attending the meeting and casting their votes.

The Resolution of shareholders' meeting in relation to the following matters shall be passed by not less than three-fourth (3/4) of votes of the shareholders attending the meeting and casting their votes;

- (1) To sale or transfer of the Company's business whether in whole or in significant part to other persons;
- (2) To purchase or accept the transfer of business of other public company or private company to the Company;
- (3) To act, amend or rescind any contract related to the lease of the Company's business whether in whole or in significant part, to assign other person to manage the Company's business or to amalgamate business with others with intention to share profit and loss;
- (4) To amend or modify the Company's Memorandum of Association or Articles of Association;
- (5) To increase or decrease of capital;
- (6) To issue debenture;
- (7) To amalgamate or dissolve the Company

Rules and Documents for attending the shareholders' meeting via electronic media (E-AGM)

To support the shareholders' meetings of listed companies to be transparent, fair and beneficial to the shareholders, the company therefore deems that the documents should be examined, or evidence showing shareholder ownership or representatives of shareholders who are entitled to attend the meeting. As some shareholders may not be familiar with rules in the shareholders' meeting, the company therefore reserves the right to waive the submission of documents, or evidence showing shareholder ownership or representatives of shareholders who are entitled to attend each meeting as the Company deems appropriate.

Shareholders or proxies who wish to attend the meeting must submit documents proving their identity as specified to the Company within 22 April 2022 (Send documents via email AGM2022@amrasia.com or post mail. The Company shall verify the list of shareholders according to the closing information of the shareholders' register book who have the right to attend the meeting wholly and correctly. After that, the electronic conferencing service provider will send a Link to attend the meeting and the user manual to the Email you have sent to inform the Company. The Link will be sent two days in advance of the meeting date.

Requesting to attend the meeting via electronic media

Shareholders wishing to attend the meeting via electronic media must notify their intention to attend the meeting in two ways as follows:

1. Submit your request to attend the meeting by sending information via Email or postal mail.

If shareholders wish to notify their intention to attend the meeting via electronic media (E-AGM) by sending information via Email or postal:

1. Please fill in the document requesting to attend the meeting via electronic media (E-AGM) (Attachment 9) by specifying your Email and your mobile phone number clearly for registering for the meeting.
2. Attach a copy of proof of identity to confirm the right to attend the E-AGM meeting.
 - 2.1 Shareholders who are natural persons:
 - If a shareholder wishes to attend the meeting in person via E-Meeting:
 - Attach a copy of a valid government-issued identification document such as an ID card, government ID card, driver's license, or passport. In case of name-surname changes, shareholders are requested to attach supporting evidence.
 - If a shareholder appoints another person to attend the meeting on his/her behalf via E-Meeting:
 - The Proxy Form C (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with duty stamp affixed;
 - A copy of the proxy grantor's identity document, such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed certifying the true copy of the proxy.
 - A copy of the proxy's identity document, such as an ID card, a government official ID card, passport (In the case of foreigners) that have not expired and signed certifying the true copy of the proxy.
 - 2.2 Shareholders who are juristic persons (registered in Thailand or foreign entity):
 - If the person authorized to sign on behalf of the juristic person (director) wishes to attend the meeting in person via electronic media (E-Meeting)
 - A copy of the shareholder's juristic person registration certificate issued no later than one year before the date of the shareholders' meeting, which is duly certified

- by the juristic person representative (director) authorized to sign on behalf of the juristic person. If such document is prepared or registered abroad, the signature should be certified by a notary public no later than 12 months before the shareholders' meeting day
- A copy of the identity document of the representative of the juristic person (director), such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed to certify the true copy.
- If the proxy is assigned to attend the meeting instead via electronic media (E-Meeting)e
 - The Proxy Form C (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with duty stamp affixed;
 - A copy of the shareholder's juristic person registration certificate issued no later than one year before the date of the shareholders' meeting, which is duly certified by the juristic person representative (director) authorized to sign on behalf of the juristic person. If such document is prepared or registered abroad, the signature should be certified by a notary public no later than 12 months before the shareholders' meeting day
 - A copy of the identity document of the representative of the juristic person (director), such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed to certify the true copy.
 - Copy of the identity document of the proxy as in the case of natural persons as mentioned above.



Suppose the documents or evidence mentioned above are not Thai or English versions. In that case, the shareholders must present an English translation of the document signed to certify the translation by the shareholder or by an authorized signatory to bind that juristic person (in the case of a juristic person).

3. Submit the documents requesting to attend the meeting via electronic media (item 1) and proof of identity together with supporting documents (item 2) by sending to the Company within 22/4/2565
 - Email channel: AGM2022@amrasia.com
 - Post mail channels: Company Secretary AMR ASIA Pcl.
Rama 9 Office Branch, Fl 36 Tower A
33/4 The Ninth Tower Grand Rama 9
Rama 9 Rd. , Huai Khwang Subdistrict , Huai Khwang District Bangkok 10310

Electronic Meeting Attendance (E-AGM):

1. Once the shareholders or proxies wish to attend the meeting and have been fully verified, you will receive an Email from the meeting organizer, a link for attending the meeting, and a system's user manual two days before the meeting date. Please study the manual on how to use the E-AGM meeting system in detail. If you haven't received the Email within 25/4/2022, please get in touch with the Company via email AGM2022@amrasia.com
2. Meeting attendance and voting via electronic media can be used with computer / notebooks / tablets and mobile phones via Web Browser: Chrome with 4G internet speed or home internet basic.

Note: In case of meeting via tablet and mobile phone, Zoom Cloud Meeting program must be installed before attending the meeting, which can be downloaded as follows:

IOS system	Android system
	
https://apps.apple.com/th/app/zoom-cloud-meetings/id546505307	https://play.google.com/store/apps/details?id=us.zoom.videomeetings

3. The system will open for meetings 60 minutes before the start of the meeting. However, the live broadcast will only start at the time of the meeting.
4. To log in, attendees must use the information of the shareholder registration number and the shareholder's ID card number.
5. Voting through the E-Voting system, you will be able to vote for each agenda only by voting for agreeing, disagreeing, or abstaining. In case of not voting in any agenda, the system will be deemed to vote as agree immediately (using the vote-counting method by pouring votes towards agreeing).
6. If attendees have any problems or problems in using the E-AGM system, you can contact OJ International Co., Ltd. at the phone number specified in the Email that sends you the system's user manual.

***** This E-AGM meeting will be an electronic meeting only and will not be held in a conventional meeting venue; therefore, shareholders are requested not to come to the Company. *****

If a shareholder wishes to appoint an independent director as a proxy:

Suppose any shareholders cannot attend the E-AGM meeting in person or cannot appoint other proxies to attend the E-AGM meeting and wish to appoint an independent director as a proxy. In this regard, they can send a proxy form (Attachment in invitation parcel package or the Proxy A – C can be downloaded from <https://www.amrasia.com/th/investor-relations/ir-home>) specifying the proxy as one of the independent directors as specified by the Company along with supporting documents to the Company within 22/4/2022) via the following channels:

- Email channel: AGM2022@amrasia.com
- Postal channels: Company Secretary AMR ASIA Pcl.
Rama 9 Office Branch, Fl 36 Tower A
33/4 The Ninth Tower Grand Rama 9 ,Rama 9 Rd. ,
Huai Khwang Subdistrict , Huai Khwang District Bangkok 10310

Note: If the shareholders specify their votes in each agenda, the independent directors will cast their votes as specified in the proxy form. In which the voting in each agenda, shareholders have the right to vote in agreeing, disagreeing, or abstaining only and cannot divide a partial vote (unless it is a Custodian vote).

In the case of a shareholder who is a foreign investor and appoints a custodian in Thailand to be a stock depository and keeper:

Please submit the following information:

1. The Proxy Form C (Attachment in invitation parcel package or the Proxy A – C can be downloaded from <https://www.amrasia.com/th/investor-relations/ir-home>) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with a 20-baht duty stamp affixed;
2. Custodian juristic person registration certificate (Custodian) with a signature certifying true copy by the authorized signatory on behalf of the juristic person of the Custodian or the attorney with the corporate seal (if any). If such document is prepared or registered abroad, the signature should be certified by a notary public no later than 12 months before the shareholders' meeting day
3. A power of attorney from the shareholders for the Custodian to be authorized to sign the proxy form;
4. A letter confirming that the person signing the proxy form is authorized to operate a custodian business;
5. Copy of ID card, or a copy of government official ID card, or copy of passport (In the case of foreigners) of the proxy with certified the true copy;
6. Submit information via the following channels:
 - Email channel: AGM2022@amrasia.com
 - Postal channels: Company Secretary AMR ASIA Pcl.
Rama 9 Office Branch, Fl 36 Tower A
33/4 The Ninth Tower Grand Rama 9 ,Rama 9 Rd. ,
Huai Khwang Subdistrict , Huai Khwang District Bangkok 10310

Submitting advice or questions related to business, industry, Company performance, or related to any agenda which will be considered at the E-AGM meeting:

If shareholders wish to submit suggestions or questions, they can be done in two ways as follows:

1. Send advice or questions **in advance** to the Company before the meeting date through the following channels:
 - Email channel: AGM2022@amrasia.com
 - Postal channels: Company Secretary AMR ASIA Pcl.
Rama 9 Office Branch, Fl 36 Tower A
33/4 The Ninth Tower Grand Rama 9 ,Rama 9 Rd. ,
Huai Khwang Subdistrict , Huai Khwang District Bangkok 10310
2. Submit advice or questions **during the meeting** to those attending the E-AGM meeting. The attendee must specify his/her first and last name and state whether his/her is a shareholder attending the meeting himself/herself or a proxy. Before every suggestion or question is submitted, the Company has opened channels for sending advice and questions during the meeting as follows:
 - Chat channel for text messages;
 - An audio chat channel where attendees press the raising hand button and turn on the microphone on their device after the operator sends you an invitation to chat. Please turn off the microphone after the conversation is finished every time (For more details, please refer to the user manual sent to the attendees' Emails).

In this regard, if shareholders have questions about the meeting, they can contact the following staff:

1. Regarding submitting documents confirming identity to attend the shareholders' meeting via E-Meeting, please contact the Company Secretary for further information via the Company's contact channels :
 - Email channel: AGM2022@amrasia.com
 - Postal channels: Company Secretary AMR ASIA Pcl.
Rama 9 Office Branch, Fl 36 Tower A
33/4 The Ninth Tower Grand Rama 9 ,Rama 9 Rd. ,
Huai Khwang Subdistrict , Huai Khwang District Bangkok 10310
2. Regarding the process of attending the meeting and voting via E-Meeting, in the case of correct and complete identity verification, please contact OJ International Co., Ltd. at the phone number specified in the Email that sends you the system's user manual.



ใบตอบรับเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์ บริษัท เอเอ็มอาร์ เอเชีย จำกัด (มหาชน)

Acceptance for the invitation of online meeting of AMR Asia Pcl.

วันที่ Date.....เดือน Month.....พ.ศ. Year.....

(1) ข้าพเจ้า..... หมายเลขบัตรประชาชน/หนังสือเดินทาง.....

I/We, Identification Card/Passport number

สัญชาติ.....บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

Nationality Residing at No. Road Sub district

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....

District Province Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท เอเอ็มอาร์ เอเชีย จำกัด จำกัด (มหาชน) ถือหุ้นรวมทั้งสิ้น หุ้น

Being a shareholder of AMR Asia Public Company Limited totaling shares

ประสงค์จะร่วมประชุมและลงคะแนนผ่านสื่ออิเล็กทรอนิกส์สำหรับการประชุมสามัญผู้ถือหุ้นประจำปี 2565

I would like to participate the E-AGM for Annual General Meeting 2022

☐ เข้าร่วมประชุมด้วยตัวเอง / Self-Attending

☐ มอบอำนาจให้ (นาย/นาง/นางสาว)..... ได้เข้าร่วมประชุมดังกล่าวข้างต้น

Proxy to

attend the meeting.

(3) ข้อมูลในการจัดส่งวิธีการเข้าร่วมประชุม

Please send the Link to join the meeting by below email

อีเมล E-Mail (โปรดระบุ Please fill in)

โทรศัพท์มือถือ Mobile Number (โปรดระบุ Please fill in)

(4) จัดส่งเอกสารเพื่อยืนยันตัวตน ตามเอกสารแนบ แผนผังการเข้าร่วมประชุม ภายในวันที่ 22 เมษายน 2565

Please submit the required document per the attached Flowchart of E-AGM meeting by 22 April 2022

(5) เมื่อได้รับการยืนยันตัวตน บริษัทฯ จะจัดส่งลิงก์การเข้าร่วมประชุมและวิธีการเข้าร่วมประชุมไปยังอีเมลที่ท่านได้ระบุ

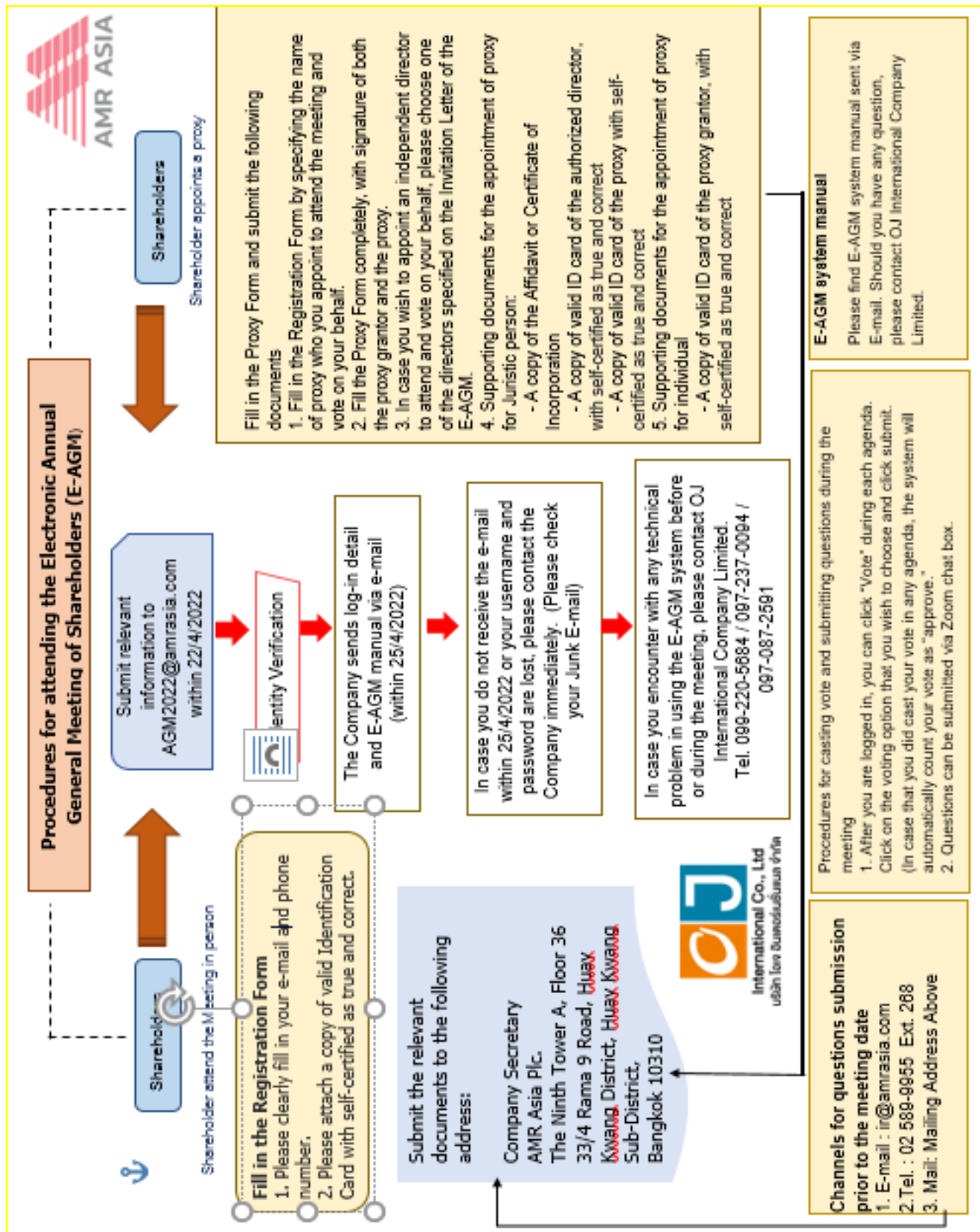
Once you are verified, the company will send the Link to you for joining the meeting via email

(6) ในวันประชุม 27/4/2565 จะต้องเตรียม เลขบัญชีผู้ถือหุ้น และเลขบัตรประชาชนไว้เพื่อร่วมประชุม ระบบเปิด 09.00 น.

On AGM Day 27/4/2022, prepare your Shareholder A/C No. and Passport/ Citizen ID to log in. Meeting room opens 9 am

ลงชื่อ/Signed

(.....) ผู้ถือหุ้น/Shareholder



(ปิดอากรแสตมป์ 20 บาท)
(Please attach Bt. 20 stamp duty)

หนังสือมอบฉันทะ แบบ ก.
Proxy Form A.
(แบบทั่วไปซึ่งเป็นแบบที่ง่ายและไม่ซับซ้อน)
(General and Simple Form)

สิ่งที่ส่งมาด้วย / Enclosure 10
Page 1/2

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท เอเอ็มอาร์ เอเชีย จำกัด (มหาชน)
A proxy is granted by a shareholder of AMR Asia Public Co.,Ltd.

เขียนที่
Written at
วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า _____ สัญชาติ _____ อยู่บ้านเลขที่ _____ ซอย _____
I/We _____ nationality _____ residing/located at no. _____ Soi _____
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____ จังหวัด _____
Road _____ Tambol/Kwaeng _____ Amphur/Khet _____ Province _____
รหัสไปรษณีย์ _____
Postal Code _____

(2) เป็นผู้ถือหุ้นของ บริษัท เอเอ็มอาร์ เอเชีย จำกัด (มหาชน) ("บริษัท")
Being a shareholder of AMR Asia Pcl. ("Company")
โดยถือหุ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
Holding the total number of _____ shares and rights to vote equal to _____ votes as follows
☐ หุ้นสามัญ _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share _____ shares and have the rights to vote equal to _____ votes
☐ หุ้นบุริมสิทธิ _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preferred share _____ shares and rights to vote equal to _____ votes

(3) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)
Hereby appoint (Please choose one of following)

กรณีเลือกข้อ 1. กรุณาทำเครื่องหมาย ✓
ที่ ☐ 1. และระบุชื่อผู้รับมอบอำนาจ
If you make proxy by choosing No. 1,
please mark ✓ at ☐ 1. and give the
details of proxy (proxies).

☐ 1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name _____ age _____ years residing at no. _____
ถนน _____ ตำบล/แขวง _____ อำเภอ _____
Road _____ Tambol/Kwaeng _____ Amphur/Khet _____
จังหวัด _____ รหัสไปรษณีย์ _____
Province _____ Postal Code _____

หรือ/Or

ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name _____ age _____ years residing at no. _____
ถนน _____ ตำบล/แขวง _____ อำเภอ _____
Road _____ Tambol/Kwaeng _____ Amphur/Khet _____
จังหวัด _____ รหัสไปรษณีย์ _____
Province _____ Postal Code _____

คนหนึ่งคนใดเพียงคนเดียว
Anyone of these persons

กรณีเลือกข้อ 2. กรุณาทำเครื่องหมาย
✓ ที่ ☐ 2. กล้องใดกล่องหนึ่ง
If you make proxy by choosing No.
2, please mark ✓ at ☐ 2 any box

2. มอบฉันทะให้กรรมการอิสระของบริษัท คือ
☐ นาย สมศักดิ์ จันทน์น้อย ตำแหน่ง กรรมการอิสระ / ประธานกรรมการ
Appoint Mr. Somsak Channoi, Independent Directors / Chairman

อายุ 71 ปี อยู่บ้านเลขที่ 7/285
age 71 years residing/located at no. 7/285
ถนน - ตำบล/แขวง บางเมือง อำเภอ เมือง
Road - Tambol/Kwaeng Bangmueng Amphur/Khet Mueng
จังหวัด สมุทรปราการ รหัสไปรษณีย์ 10270
Province Samutprakarn Postal Code 10270

หรือ มอบฉันทะให้

☐ นายเจษฎา พรหมจาด ตำแหน่ง กรรมการอิสระ / ประธานกรรมการตรวจสอบ
Appoint Mr. Jessada Promjart, Independent Directors / Chairman of Audit
Committee

อายุ 60 ปี อยู่บ้านเลขที่ 69/41 หมู่ที่ 1
 age 60 years residing/located at no. 69/41 Moo 1
 ถนน - ตำบล/แขวง ตลาดขวัญ อำเภอ เมือง
 Road - Tambol/Kwaeng Talad Kwan Amphur/Khet Mueng Nontaburi
 จังหวัด นนทบุรี รหัสไปรษณีย์ 11000
 Province Nontaburi Postal Code 11000

รายละเอียดประวัติกรรมการอิสระปรากฏตามลิงค์

Details of members of the Independent Directors of the Company are specified in

<https://www.amrasia.com/th/management/board-of-directors>

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในประชุมสามัญผู้ถือหุ้น ประจำปี 2565 ในวันพุธที่ 27 เมษายน 2565 ผ่านสื่ออิเล็กทรอนิกส์ (e-meeting) เวลา 10.00 น. หรือที่จะพึงเลื่อนไปในวัน เวลา หรือสถานที่อื่นด้วย
 as my/our proxy ("proxy") to attend and vote on my/our behalf at the 2022 Annual General Meeting of Shareholders on Wednesday April 27, 2022 at 10.00 a.m. via E-Meeting or such other date, time and place as the meeting may be held.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้
 ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ/Signedผู้มอบฉันทะ/Grantor

(.....)

ลงชื่อ/ Signedผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ/ Signedผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ Signedผู้รับมอบฉันทะ/Proxy

(.....)

หมายเหตุ/Remarks

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.

Form of Proxy, Form B.

(Form with fixed and specific details authorizing proxy)

Made at

Date Month Year

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

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

ordinary sharesshares in total which are entitled to cast votes; and

preferred shares.....shares in total which are entitled to cast votes,

(3) I/We wish to appoint

(1)ageyears, residing/located at
 No.....,Road, Tambol/Kwaeng
 Amphur/Khet....., Province....., Postal Code
, or

(2) Mr. Somsak Channoi , Independent Directors / Chairman , age 71 years, residing/located at
 No. 7/285 Kwaeng Bangmueng , Amphur Mueng , Province Samutprakarn , Postal Code 10270 , or

(3) Mr. Jessada Promjart, Independent Directors / Chairman of Audit Committee, age 60 years,
 residing/located at no. 69/41 Moo 1 , Tambol Talad Kwan, Amphur Mueng Nontaburi , Province
 Nontaburi , Postal Code 11000

any one of them as my/our proxy to attend and vote on my/our behalf at the 2022 Annual General Meeting of
 Shareholders to be held on 27 April 2022 at 10:00 a.m. only via the Electronic media.

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

Agenda no. 1 To certify the minutes of the 2021 Annual General Meeting of Shareholders

- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
☐ (b) The proxy must cast the votes in accordance with the following instructions:
☐ Approve ☐ Disapprove ☐ Abstain

Agenda no. 2 To acknowledge the Company's 2021 operating results.

(This Agenda item is for the meeting's acknowledge thus, the meeting's resolution is not required)

Agenda no. 3 To consider and approve the financial statements for the year ended 31 December 2021

- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
☐ (b) The proxy must cast the votes in accordance with the following instructions:
☐ Approve ☐ Disapprove ☐ Abstain

Agenda no. 4 To approve the allocation of the profits from the Company's business operation for the fiscal year ended December 31, 2021 , the dividend payment and to acknowledge the interim dividends.

- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda no. 5 To consider and approve the appointment of directors replacing those retire by rotation.

- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
- ☐ Appoint all directors
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Appointment of any director(s)
- Name of Director : Mr. Marut Siriko
- ☐ Approve ☐ Disapprove ☐ Abstain
- Name of Director : Mr. Kittirat Thavilab
- ☐ Approve ☐ Disapprove ☐ Abstain
- Name of Director : Mr. Watchara Chatwiriya
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda no. 6 To consider and approve the determination of the director's remuneration

- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda no. 7 To consider and approve the appointment of the auditor, and their remuneration

- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda no. 8 To consider and approve the amendment of the Company's objectives and Memorandum of Association Article 3. to comply with the amendment of the Company's objectives

- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda no. 9 Other business (if any)

- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
- ☐ Approve ☐ Disapprove ☐ Abstain

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

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

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

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

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

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

Enclosure 11

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Remarks

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

Attachment to Proxy Form B.

Enclosure 11

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A proxy is granted by a shareholder of AMR Asia Public Company Limited.

For the 2022 Annual General Meeting of Shareholders to be held on 27 April 2022 at 10:00 a.m. only via the Electronic media.

- .
-
- ☐ Agenda no. re:
- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Agenda no. re:
- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Agenda no. re:
- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Agenda no. re:
- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Agenda no. re: Appointment of directors (Continued)
- Name of Director
- ☐ Approve ☐ Disapprove ☐ Abstain
- Name of Director
- ☐ Approve ☐ Disapprove ☐ Abstain
- Name of Director
- ☐ Approve ☐ Disapprove ☐ Abstain

(ปิดอากรแสตมป์ 20 บาท)
(Please attach Bt. 20 stamp duty)

แบบหนังสือมอบฉันทะ แบบ ค.
Proxy Form C.

สิ่งที่ส่งมาด้วย / Enclosure 12
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(ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น)
(For the shareholders who are specified in the register as foreign investor and has appointed a custodian in Thailand to be a share depository and keeper)

เลขทะเบียนผู้ถือหุ้น _____
Shareholder registration number

เขียนที่ _____
Written at
วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า _____ สัญชาติ _____ อยู่เลขที่ _____ ซอย _____
I/We _____ nationality _____ residing/located at no. _____ Soi _____
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____ จังหวัด _____
Road _____ Tambol/Kwaeng _____ Amphur/Khet _____ Province _____
รหัสไปรษณีย์ / Postal Code _____

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) / ให้กับ As the custodian of _____
ซึ่งเป็นผู้ถือหุ้นของ บริษัท เอเอ็มอาร์ เอเชีย จำกัด (มหาชน) ("บริษัท")
Being a shareholder of AMR Asia Pcl. ("Company")

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น	และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
Holding the total number of _____ shares	and have the rights to vote equal to _____ votes as follows
<input type="checkbox"/> หุ้นสามัญ _____ หุ้น	และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share _____ shares	and have the rights to vote equal to _____ votes
<input type="checkbox"/> หุ้นบุริมสิทธิ _____ หุ้น	และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preference share _____ shares	and have the rights to vote equal to _____ votes

(2) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)
Hereby appoint (Please choose one of following)

กรณีเลือกข้อ 1. กรุณาทำเครื่องหมาย
✓ ที่ ☐ 1. ระบุชื่อผู้รับมอบอำนาจ
If you make proxy by choosing
No.1, please mark ✓ at ☐ 1. and
give the details of proxy (proxies).

☐ 1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name _____ age _____ years residing/located at no. _____
ถนน _____ ตำบล/แขวง _____ อำเภอ _____
Road _____ Tambol/Kwaeng _____ Amphur/Khet _____
จังหวัด _____ รหัสไปรษณีย์ _____
Province _____ Postal Code _____

หรือ/Or

ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name _____ age _____ years residing/located at no. _____
ถนน _____ ตำบล/แขวง _____ อำเภอ _____
Road _____ Tambol/Kwaeng _____ Amphur/Khet _____
จังหวัด _____ รหัสไปรษณีย์ _____
Province _____ Postal Code _____

คนหนึ่งคนใดเพียงคนเดียว
Anyone of these persons

กรณีเลือกข้อ 2. กรุณาทำเครื่องหมาย
✓ ที่ ☐ 2. กล่องใดกล่องหนึ่ง
If you make proxy by choosing No.
2, please mark ✓ at ☐ 2 any box

2. มอบฉันทะให้กรรมการอิสระของบริษัท คือ
☐ นาย สมศักดิ์ จันทร์น้อย ตำแหน่ง กรรมการอิสระ / ประธานกรรมการ
Appoint Mr. Somsak Channoi, Independent Directors / Chairman
อายุ 71 ปี อยู่บ้านเลขที่ 7/285
age 71 years residing/located at no. 7/285
ถนน - ตำบล/แขวง บางเมือง อำเภอ เมือง
Road - Tambol/Kwaeng Bangmueng Amphur/Khet Mueng
จังหวัด สมุทรปราการ รหัสไปรษณีย์ 10270
Province Samutprakarn Postal Code 10270

หรือ

สิ่งที่ส่งมาด้วย / Enclosure 12
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☐ มอบฉันทะให้ นายเจษฎา พรหมจาด ตำแหน่ง กรรมการอิสระ /ประธานกรรมการตรวจสอบ
Appoint Mr. Jessada Promjart, Independent Directors / Chairman of Audit Committee

อายุ 60 ปี อยู่บ้านเลขที่ 69/41 หมู่ที่ 1
age 60 years residing/located at no. 69/41 Moo 1
ถนน - ตำบล/แขวง ตลาดขวัญ อำเภอ เมือง
Road - Tambol/Kwaeng Talad Kwan Amphur/Khet Mueng Nontaburi
จังหวัด นนทบุรี รหัสไปรษณีย์ 11000
Province Nontaburi Postal Code 11000

รายละเอียดประวัติกรรมการอิสระปรากฏตามลิ้งค์

Details of members of the Independent Directors of the Company are specified in
<https://www.amrasia.com/th/management/board-of-directors>

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในประชุมสามัญผู้ถือหุ้น ประจำปี 2565 ในวันพุธที่ 27 เมษายน 2565 ผ่านสื่ออิเล็กทรอนิกส์ (e-meeting) เวลา 10.00 น. หรือที่จะพึงเลื่อนไปในวัน เวลา หรือสถานที่อื่นด้วย
as my/our proxy ("proxy") to attend and vote on my/our behalf at the 2022 Annual General Meeting of Shareholders on Wednesday April 27, 2022 at 10.00 a.m. via E-Meeting or such other date, time and place as the meeting may be held.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

I/We grant my/our proxy to attend this Meeting and cast votes as follows:

☐ มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

Grant all of my/our proxy in accordance with the amount of shares with voting right I/we hold

☐ มอบฉันทะบางส่วน คือ

Grant certain of my/our proxy as follows:

<input type="checkbox"/> หุ้นสามัญ	หุ้น	และมีสิทธิออกเสียงลงคะแนนได้	เสียง
ordinary share	shares	and have the rights to vote equal to	votes
<input type="checkbox"/> หุ้นบุริมสิทธิ	หุ้น	และมีสิทธิออกเสียงลงคะแนนได้	เสียง
preference share	shares	and have the rights to vote equal to	votes
รวมสิทธิออกเสียงลงคะแนนทั้งหมด			เสียง
Total voting right			Votes

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ดังนี้

In this Meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นของบริษัทประจำปี 2564

Agenda Item No. 1 To certify the minutes of the 2021 Annual General Meeting of Shareholders

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> จดออกเสียง _____ เสียง
Approve _____ Votes	Disapprove _____ Votes	Abstain _____ Votes

วาระที่ 2 เรื่อง พิจารณารับทราบผลการดำเนินงานของบริษัทประจำปี 2564

Agenda Item No. 2 To acknowledge the Company's 2021 operating results.

(ไม่มีกรลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 3 เรื่อง พิจารณาและอนุมัติงบการเงินของบริษัท สำหรับรอบปีบัญชีสิ้นสุด ณ วันที่ 31 ธันวาคม 2564

Agenda Item No. 3 To consider and approve the financial statements for the year ended 31 December 2021

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> จดออกเสียง _____ เสียง
Approve _____ Votes	Disapprove _____ Votes	Abstain _____ Votes

- วาระที่ 4 พิจารณานุมัติการจัดสรรผลกำไรจากการดำเนินงานของบริษัทฯ สำหรับรอบปีบัญชี สิ้นสุด วันที่ 31 ธันวาคม 2564
 การจ่ายเงินปันผล และรับทราบการจ่ายปันผลระหว่างกาล
- Agenda Item No. 4 To approve the allocation of the profits from the Company's business operation for the fiscal year ended December 31, 2021, the dividend payment and to acknowledge the interim dividends.

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 The proxy shall have the right to approve in accordance with my/our intention as follows:
- | | | |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย _____ เสียง | <input type="checkbox"/> ไม่เห็นด้วย _____ เสียง | <input type="checkbox"/> งดออกเสียง _____ เสียง |
| Approve _____ Votes | Disapprove _____ Votes | Abstain _____ Votes |

- วาระที่ 5 เรื่อง พิจารณาและอนุมัติการแต่งตั้งกรรมการแทนกรรมการที่ต้องออกตามวาระ
- Agenda Item No. 5 To consider and approve the appointment of directors replacing those retire by rotation.

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 The proxy shall have the right to approve in accordance with my/our intention as follows:
- ก. ☐ เลือกตั้งกรรมการทั้งหมด
- A. Election of entire nominated directors
- | | | |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย _____ เสียง | <input type="checkbox"/> ไม่เห็นด้วย _____ เสียง | <input type="checkbox"/> งดออกเสียง _____ เสียง |
| Approve _____ Votes | Disapprove _____ Votes | Abstain _____ Votes |
- ข. ☐ เลือกตั้งกรรมการเป็นรายบุคคล
- B. Election of each nominated directors
1. ชื่อกรรมการ นายมารุต ศิริโก
 Director's name Mr. Marut Siriko

<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง
Approve _____ Votes	Disapprove _____ Votes	Abstain _____ Votes
 2. ชื่อกรรมการ นาย กิตติรัฐ ทวีลาภ
 Director's name Mr. Kittirat Thavilab

<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง
Approve _____ Votes	Disapprove _____ Votes	Abstain _____ Votes
 3. ชื่อกรรมการ ดร. วัชร วัชรวิริยะ
 Director's name Mr. Watchara Chatwiriya

<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง
Approve _____ Votes	Disapprove _____ Votes	Abstain _____ Votes

- วาระที่ 6 เรื่อง พิจารณาและอนุมัติการกำหนดค่าตอบแทนกรรมการ ประจำปี 2565
- Agenda Item No. 6 To consider and approve the determination of the director's remuneration

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 The proxy shall have the right to approve in accordance with my/our intention as follows:
- | | | |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย _____ เสียง | <input type="checkbox"/> ไม่เห็นด้วย _____ เสียง | <input type="checkbox"/> งดออกเสียง _____ เสียง |
| Approve _____ Votes | Disapprove _____ Votes | Abstain _____ Votes |

- วาระที่ 7 เรื่อง พิจารณาและอนุมัติการแต่งตั้งผู้สอบบัญชีและการกำหนดค่าตอบแทนของผู้สอบบัญชี ประจำปี 2565
- Agenda Item No. 7 To consider and approve the appointment of the auditor, and their remuneration

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 The proxy shall have the right to approve in accordance with my/our intention as follows:
- | | | |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย _____ เสียง | <input type="checkbox"/> ไม่เห็นด้วย _____ เสียง | <input type="checkbox"/> งดออกเสียง _____ เสียง |
| Approve _____ Votes | Disapprove _____ Votes | Abstain _____ Votes |

- วาระที่ 8 เรื่อง พิจารณานุมัติการแก้ไขเพิ่มเติมวัตถุประสงค์ของบริษัท และแก้ไขเพิ่มเติมหนังสือ บริคณห์สนธิ ข้อ 3. เรื่อง วัตถุประสงค์ เพื่อให้สอดคล้องกับการแก้ไขวัตถุประสงค์ของบริษัท
- Agenda Item No. 8 To consider and approve the amendment of the Company's objectives and Memorandum of Association Article 3. to comply with the amendment of the Company's objectives

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย _____ เสียง ☐ งดออกเสียง _____ เสียง
Approve _____ Votes Disapprove _____ Votes Abstain _____ Votes

- วาระที่ 9 พิจารณาเรื่องอื่น ๆ (ถ้ามี)
- Agenda Item No. 9 Other matters (if any)

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย _____ เสียง ☐ งดออกเสียง _____ เสียง
Approve _____ Votes Disapprove _____ Votes Abstain _____ Votes

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

If the proxy does not vote consistently with my/our voting intentions as specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the Company's shareholders.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the event that I/we have not specified my/our voting intention on any agenda item or have not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ/Signedผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/ Signedผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/ Signedผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ Signedผู้รับมอบฉันทะ/Proxy
(.....)

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
This Proxy form C. is only used for the shareholder who is specified in the register as a foreign investor and has appointed a custodian in Thailand to be a share depository and keeper.
2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
The documents needed to be attached to this Proxy form are:
 - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
Power of attorney from the shareholder empowering the custodian to sign this Proxy form on his/her behalf
 - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)
Document confirming that the person who signed the proxy form is permitted to operate the custodian business
3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.
4. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบปะจําต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ
In case where the statement exceeds those specified above, additional details may be specified in the Attachment to Proxy Form C. provided.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.
Attachment to Proxy Form C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท เอเอ็มอาร์ เอเชีย จำกัด (มหาชน)
A proxy is granted by a shareholder of AMR Asia Public Company Limited

ในประชุมสามัญผู้ถือหุ้น ประจำปี 2565 ในวันพุธที่ 27 เมษายน 2565 ผ่านสื่ออิเล็กทรอนิกส์ (e-meeting) เวลา 10.00 น. หรือที่จะพึงเลื่อนไปในวัน เวลา หรือสถานที่อื่นด้วย

At the 2022 Annual General Meeting of Shareholders on Wednesday April 27, 2022 at 10.00 a.m. via E-Meeting or such other date, time and place as the meeting may be held.

☐ วาระที่ _____ เรื่อง _____
Agenda item no. Re :

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย _____ เสียง ☐ งดออกเสียง _____ เสียง
Approve Votes Disapprove Votes Abstain Votes

☐ วาระที่ _____ เรื่อง _____
Agenda item no. Re :

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย _____ เสียง ☐ งดออกเสียง _____ เสียง
Approve Votes Disapprove Votes Abstain Votes

☐ วาระที่ _____ เรื่อง _____
Agenda item no. Re :

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย _____ เสียง ☐ งดออกเสียง _____ เสียง
Approve Votes Disapprove Votes Abstain Votes

☐ วาระที่ _____ เรื่อง _____
Agenda item no. Re :

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร


The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้


The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย _____ เสียง ☐ งดออกเสียง _____ เสียง
Approve Votes Disapprove Votes Abstain Votes

Information of Independent Director offering as a proxy of shareholders (1/2)

Name – Surname	Mr. Somsak Channoi	
Current position	Independent Director / Chairman of the Board	
Age	71	
Interest in any agenda	None	
nationality	Thai	
Educations	- Master Degree in Public Administration, National Institute of Development Administration - Bachelor Degree in Engineering, Khon Kaen University	
Director Training	Director Certification Program (DCP) Class 281/2019	
Shareholding	580,000 shares (0.10%) as at March 15, 2022	
Years as a director	2.5	
Work experiences	2009 - 2010 : Deputy Governor, Metropolitan Electricity Authority 2006 - 2008 : Assistant Governor, Metropolitan Electricity Authority	
Relationship with management or shareholders, Directorship/executive position in other companies potentially having conflict of interest with the Company – none		
Meeting attendance in the past years (times)	Director 2020 : 6/6, 2021 : 9/9	

Information of Independent Director offering as a proxy of shareholders (2/2)

Name – Surname	Mr. Jessada Promjart	
Current position	Independent Director / Chairman of the Audit Committee / Nomination and Remuneration Committee	
Age	60	
Interest in any agenda	none	
Nationality	Thai	
Educations	Master degree and Bachelor degree in Accounting, Faculty of Commerce and Accountancy, Thammasat University	
Director Training	<ul style="list-style-type: none">- Director Certification Program (DCP) Class 45/2004- Company Secretary Program (CSP), Class 7/2004- Ethical Leadership Program (ELP) Class 5/2016- Advanced Audit Committee Program (AAP) Class 25/2017- IT Governance and Cycle Resilience Program (ITG) Class 11/2019- Boards that Make a Difference (BMD) course, Class 10/2020	
Shareholding	300,000 shares or 0.05% as at March 15, 2022	
Years as a director	2.5	
Other current positions	2020 –Present : Advisor, Bangkok Broadcast & Television, Co.,Ltd. 2020 –Present : Independent Director / Audit Committee, Eastern Star Real Estate Public Company Limited 2020 – Present : Sub-Committee of Audit and Evaluation of the Suppression and Asset Auditing Sub-Committee, Office of the NACC. 2019 - Present : Capital Market Competitiveness Development Sub-committee, SEC 2018 - Present : Director / Executive Director Y.S.S. Co., Ltd. 2017 - Present : Audit Committee Chulabhorn Royal Academy	
Relationship with management or shareholders, Directorship/executive position in other companies potentially having conflict of interest with the Company – none		
Meeting attendance in the past years (times)	Director 2020 : 6/6, 2021 : 8/9, Audit Committee : 2020 : 4/4, 2021 : 4/4, Nomination & Compensation Committee 2021 : 3/3	

Instruction for using QR Code

According to the Stock Exchange of Thailand by Thailand Securities Depository Company Limited as a registrar Securities have developed a system for companies listed on the Stock Exchange of Thailand. Submit the annual report or other files in electronic format via QR Code so that shareholders can easily and quickly view the information. Shareholders can download information via QR Code as follows:

For IOS operating system

1. Turn on the camera on your mobile phone.
2. Scan (point the camera on your mobile phone) the QR Code.
3. The screen will show a warning message. (Notification) above, press that message. to view the data files as they appear.

Note: If there is no notification (Notification) on the phone can scan QR Code from other applications such as QR CODE READER, Facebook and Line, etc.

Android operating system

Download other applications such as CODE READER, Facebook or Line.

Procedure for scanning QR Code via Line

1. Go into Line and select add friend, select QR Code, scan QR Code.
2. Scan the QR Code to view various information.

**Privacy Notice for the Annual General Meeting of Shareholders 2022
of Amr Asia Public Company Limited**

Amr Asia Public Company Limited (the "**Company**") is aware of the privacy of shareholders and/or of the proxy ("**you**") who attend the 2022 annual general meeting of shareholders ("**meeting of shareholders**"). Thus, the Company provides this privacy notice to inform you in relation to the collection, use and disclosure of personal data of individual, including rights, security procedures, safety of your personal data, and the contact channels with the Company in accordance with the Personal Data Protection Act B.E. 2562 ("**PDPA**"), relevant laws and regulations, as follows:

1. **Personal Data Processing:** The Company has to collect the personal data of shareholders to organize the meeting of shareholders. The collection of personal data is as follows:

1.1 General personal data, which includes given name, alias, nationality, age, mailing address, email address, telephone number, facsimile number, identification card photo, identification number, passport information, alien identification information, driving license, signatures, CCTV recording, including images and photos, visual images, voice recordings, and video recordings that record the interaction between you and the Company during the meeting.

2. **Purposes of Personal Data Processing:** The Company will process personal data of shareholders on the following proposes;

2.1 On legal obligation basis

- the Company will collect and use the personal data of shareholders as specified in No. 1.1 to call, conduct, and proceed the meeting of shareholders, which includes identifications of shareholders, delivery of related documents, and other processing to fulfil the resolution of the meeting and the law. Furthermore, this is to comply with law, notice and regulations from other government agencies with legal authority as stated in Public Limited Companies Act, B.E. 2535 and other related laws.

- the Company will collect and use the personal data of shareholders as specified in No. 1.2 to process the meeting of shareholders in accordance with the COVID-19 pandemic situation and for other procedures stated by law in accordance with Communicable Diseases Act, B.E. 2558, Emergency Decree on Public Administration in Emergency Situations B.E. 2548 and other related laws.

2.2 On legitimate interest basis

- the Company will collect and use the personal data of shareholders as specified in No. 1.1 to record the meeting minutes and as proved of attendance in the meeting of shareholders. Furthermore, this is for further processing related to legitimate interest of the Company and other persons, which could be expected reasonably by shareholders.

- the Company will collect and use the records of images and videos from CCTV of the shareholders for benefits and security measures in processing of the meeting in order to fulfil and achieve purposes set by you and the Company.

- the Company will process and keep the record of images and videos of meeting of shareholders to insert in minutes of meeting and for public relations via electronic and publications. The record of image and videos of the meeting of shareholder may include the images and names of the shareholders to achieve purposes of the meeting of shareholders.

3. **Sources of Personal Data:** The Company receives your personal information directly through the transmission of files through various media, including the website, electronic mail, postal mail and/or through related parties. The information will be received through methods i.e. website, electronic mail, postal.

4. **Processing of personal data:** Upon that the Company receives your personal data as specified in No. 4., the Company has to collect and use your personal data as specified in No. 2. The

Company may have to disclose your personal data to related government agencies in order to achieve the purpose of processing your personal data and to comply with the basis as specified in No. 3.

5. **Retention of Personal Data**: The Company will retain your personal data for a period of ten years.

6. **Data Subjects' Rights**: You can exercise your rights as follows: you have the right to access your personal data and obtain copy from the Company and disclose the sources of retrieved personal data without your consent including you also have the right to rectify your inaccurate personal data. You have the right to data portability your personal data to other data controllers, or yourself. You also have the right to object the processing of your personal data.

You may contact Executive Office of the Company at E-mail : inhouselegal@amrasia.com or by mail at Legal and Contract Management Department AMR Asia Plc. Rama 9 Branch Office The Nine Tower Grand Rama 9 Floor 36 Tower A No. 33/4 Rama 9 Road, Huai Khwang Subdistrict, Huai Khwang District, Bangkok .10310 to file a request for action under the above rights.

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

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



เรื่อง กำหนดการประชุมสามัญผู้ถือหุ้น
Subject Schedule of Annual General Meeting of Shareholders

วันที่ 25 มีนาคม 2565
Date

สัญชาติ
Nationality

เรียน
To
บ้านเลขที่
Address

เลขทะเบียนผู้ถือหลักทรัพย์
Shareholder's Registration No.

สิ่งที่ส่งมาด้วย เอกสารประกอบการประชุม ฯลฯ
Attachment Details of meeting document

โดยผู้ถือหลักทรัพย์จำนวนทั้งสิ้นรวม
Holding the total amount of

หุ้น/หน่วย
shares/units

ข้อมูลบริษัท / หลักทรัพย์
Company / Securities Information

หุ้นสามัญ
Ordinary share

หุ้น/หน่วย
shares/units

หุ้นบริวารสิทธิ
Preferred share

หุ้น/หน่วย
shares/units

โดยมีวาระการประชุมตามแนบท้าย
The meeting agenda is attachment

<https://www.set.or.th/set/tsd/meetingdocument.do?symbol=AMR&date=220427>



วันที่ประชุม : วันพุธที่ 27 เมษายน 2565 เวลา 10:00 น.
Meeting Date : Wednesday, April 27, 2022 at 10:00 hrs.

สถานที่ประชุม : ผ่านสื่ออิเล็กทรอนิกส์
Meeting Venue : ELECTRONIC MEETING (E-AGM)

ข้าพเจ้า.....เป็น [] ผู้ถือหลักทรัพย์ [] หรือผู้รับมอบฉันทะ
I/We am/are shareholder or proxy of a shareholder

ของ บริษัท เอเอ็มอาร์ เอเชีย จำกัด (มหาชน)
of AMR ASIA PUBLIC COMPANY LIMITED

หมายเลขบัตรประจำตัวประชาชน.....ได้มาเข้าร่วมการประชุมดังกล่าวข้างต้น
which the identification (ID) number attend the above mentioned meeting.

ลงชื่อ.....ผู้เข้าประชุม
Sign Meeting Attendee

(.....)

เพื่อความสะดวกในการลงทะเบียน ผู้ถือหลักทรัพย์หรือผู้รับมอบฉันทะที่จะมาประชุม โปรดนำเอกสารฉบับนี้มาแสดงต่อเจ้าหน้าที่ลงทะเบียนในวันประชุม สำหรับผู้ถือหลักทรัพย์ที่มาประชุมด้วยตนเอง กรุณาแสดงบัตรประจำตัวประชาชน หรือใบขับขี่ หรือบัตรข้าราชการ หรือหนังสือเดินทาง (กรณีผู้ถือหุ้นต่างประเทศ) ฉบับจริง พร้อมกันแบบฟอร์มลงทะเบียน

ท่านสามารถค้นหารายละเอียดระเบียบวาระการประชุม พร้อมความเห็นกรรมการในเรื่องดังกล่าว รวมทั้งสิ่งที่เสนอต่อที่ประชุมพร้อมรายละเอียดและเอกสารประกอบการประชุมอื่นๆ ผ่าน QR Code หรือ URL <https://www.set.or.th/set/tsd/meetingdocument.do?symbol=AMR&date=220427> หรือ ติดต่อขอรับเอกสารประกอบการประชุมได้ที่บริษัทผู้ออกหลักทรัพย์

เว็บไซต์: <https://www.amrasia.com/th/investor-relations/ir-home> / โทร 025899955 ต่อ 268 / email : ir@amrasia.com

สอบถามข้อมูลเพิ่มเติมได้ที่ SET Contact Center เว็บไซต์: www.set.or.th/contactcenter / โทร 02 009 9999

For your convenience, shareholders or proxies wishing to attend the meeting, kindly present this document to a registration staff at the meeting for registration. For shareholders who will attend the meeting by themselves, the original of identification card or driving license or government official identification card or passport (in case of foreign shareholders) must be presented together with the Registration Form.

The details of Meeting document is available online by scanning QR Code on this form or at URL <https://www.set.or.th/set/tsd/meetingdocument.do?symbol=AMR&date=220427>

You can also contact the issuer for the annual report

Website : <https://www.amrasia.com/th/investor-relations/ir-home> /Tel. +66 25899955 Ext. 268 / email : ir@amrasia.com

For further information please contact SET Contact Center Website : www.set.or.th/contactcenter /Tel. +662 009 9999