



Notice of the **2024** Annual General Meeting of Shareholders

Beryl 8 Plus Public Company Limited

Thursday, April 25, 2024 at 10.00 hours
Via Electronic Means (E-AGM), in accordance with
The Emergency Decree on Electronic Meeting, B.E. 2563 (2020)



Beryl 8 Plus Public Company Limited kindly requests for shareholders' and/or proxies' cooperation to study the details about procedures for registration of E-AGM, and prepare identity documents, as well as study the procedures for voting and attending the E-AGM or appointing an independent director of the Company to act as your proxy to vote on your behalf.

Inquiries about E- AGM System/Technical support, please contact Call center

Tel. 02-931-9137 (available from April 18-25, 2024 during 08.30-17.30 hours or until the meeting adjourned (Business day only)

Proceed with the submitting request for the meeting (E-Request) at

<https://con.inventech.co.th/BE8165842R/#/homepage> or scan QR Code



from Thursday, April 18, 2024, at 08:30 hours until the meeting is adjourned.

March 27, 2024

Subject Invitation to the 2024 Annual General Meeting of Shareholders (via electronic means)

To Shareholders of Beryl 8 Plus Public Company Limited

Attachments Supporting Documents for the Meeting's Agenda

1. Copy of the Minutes of the 2023 Annual General Meeting of Shareholders (*for Agenda No. 1*)
2. Annual Registration Statement / Annual Report for 2023 (Form 56-1 One Report) together with the Financial Statements for the fiscal year ended December 31, 2023 in QR Code (for Agenda No. 2 and 3)
3. Profiles of the Nominated Candidates to be Directors in Replacement of the Retired Directors (for Agenda No. 4)
4. Definition of Independent Director (for Agenda No. 4)
5. Profiles of the nominated auditors for the Year 2024 (for Agenda No. 6)

Supporting Documents for attending the Meeting

6. Advice on Required Documents for E-AGM Registration, Appointment of Proxy, Voting, and Vote Counting
7. Procedures for Submitting Meeting Attendance Request Form (E-Request) and Using Electronic Meeting Systems (E-AGM)
8. Profiles of the Independent Directors to be the Proxy for Shareholders
9. Proxy Form A, Form B, and Form C.
10. The Company's Articles of Association in relation to the Shareholders Meeting
11. Personal data protection statement (PDPA)
12. Question Proposal Form

The Board of Directors' Meeting of Beryl 8 Plus Public Company Limited (the "**Company**") held on Thursday, March 14, 2024, resolved that the 2024 Annual General Meeting of Shareholders (the "**Meeting**") will be held on Thursday, April 25, 2024 at 10.00 hrs. via electronic means (E-AGM) only, in compliance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and other related laws and regulations, to consider matters according to the agenda together with the Board of Directors' opinions as follows:

Agenda 1 To consider and certify the Minutes of the 2023 Annual General Meeting of Shareholders

Objectives and rationale:

For the shareholders to consider and certify the Minutes of the 2023 Annual General Meeting of Shareholders, held on April 27, 2023. The Company has recorded and certified for correctness and submitted to the Stock exchange of Thailand and the Ministry of Commerce within the timeframe prescribed by law, and publicly disclosed on the Company's website, the details of which is provided herewith in Attachment No. 1.

Opinion of the Board:

The Board of Directors considers that the Minutes of the 2023 Annual General Meeting of Shareholders, held on April 27, 2023 was completely and correctly recorded and shareholders should approve the Minutes of the 2023 Annual General Meeting of Shareholders as proposed.

Resolution:

A resolution of the shareholders meeting shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

Agenda 2 To Acknowledge the Company's Operations for the fiscal year 2023

Objectives and rationale:

The Company has summarized the operational results and major events of the fiscal year 2023 which is presented in the 2023 Annual Registration Statement(Form 56-1 One Report). This can be downloaded via QR Code as specified in the notice of this meeting, details provided in the, Attachment No. 2.

Opinion of the Board:

The Board of Directors was of the opinion that it was appropriate for the shareholder's meeting to acknowledge the Company's operational results for the fiscal year 2023 through the 2023 Annual Registration Statement (Form 56-1 One Report) .

Resolution:

This agenda is for shareholders' acknowledgment; therefore, voting is not required.

Agenda 3 To consider and approve the Financial Statements for the year ended December 31, 2023

Objectives and rationale:

Pursuant to Article 38-39 of the Company's Articles of Association, and Section 112 of the Public Limited Company Act B.E. 2535 (1992), a company shall propose the financial statement for the year ended December 31, 2023 which is audited by the auditor and reviewed by the Audit Committee to the Annual General Meeting of Shareholders' approval.

Opinion of the Audit Committee:

The Audit Committee has reviewed the Company's financial statements for the year ended December 31, 2023, as duly audited and certified by the auditor from EY Office Limited and recommended the Board to propose the Company's financial statements year 2023 to the Meeting for approval. This can be downloaded via QR Code as specified in the notice of this meeting, details provided in the Attachment No. 2, the Annual Registration Statement/Annual Report 2023 (56-1 One Report), Section: Financial Statements including Important Financial Information available via QR Code.

Opinion of the Board:

The Board of Directors was of the opinion that it was appropriate for the shareholder's meeting to approve the statements of financial position and profits and loss statement for the fiscal year ended December 31, 2023, which were audited and certified by the certified public accountant of EY Office Limited and was approved by the Audit Committee and the Board of Directors. The Company's financial status and performance during the year 2023 were summarized as follows:

The statements of financial position and income statements Unit: Baht

Items	Consolidated Financial Statements	Separate Financial Statements
Total Assets	3,988,631,280	2,878,655,608
Total Liabilities	1,188,976,008	238,617,605
Shareholder's Equity	2,784,721,765	2,640,038,003
Total Revenues	2,427,494,089	660,883,398
Net Profit	250,243,477	106,946,597
Earnings per share (Baht/Share)	0.92	0.40

Resolution:

A resolution of the shareholders meeting shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

Agenda 4 To consider and approve the election of directors to replace those who are retired by rotation

Objectives and rationale:

According to Article 17 of the Company's Articles of Association and Section 71 of the Public Limited Company Act B.E. 2535 (1992), one-third (1/3) of the directors would have to retire from the office in the Annual General Meeting. If the number of directors cannot be divided exactly into three, the number closest to one-third shall be retired. The directors who must retire from the office in the first and second year after being registered as a company shall be drawn by lottery. In following years, the director who has been in the position for the longest time shall retire. The

directors who have retired may be elected to take up a position again.

In this annual general meeting of shareholders, there are three (3) directors who have completed their terms as follows:

Name		Position
1.	Mr. Chatchaval Jiaravanon	Chairman of the Board of Directors
2.	Mr. Chatrapee Tantixalerm	Independent Director / Member of the Audit Committee / Chairman of the Nomination and Remuneration Committee
3.	Mr. Krisada Ketphupong	Director / Member of Risk Management Committee / Member of Executive Committee

To comply with the policy to promote good governance and demonstrate the fair and equitable treatment of all shareholders, the Company notified shareholders the opportunity to nominate a qualified persons to be elected, as the Company's directors in the Meeting in advance from October 1, 2023 - December 31, 2023, through the SET news release and the Company's website. As a result, there was no shareholder nominating qualified candidates to be elected as directors of the Company at this Annual General Meeting of Shareholders.

Opinion of the Nomination and Remuneration Committee:

The Nomination and Remuneration Committee (excluding the directors who must retire from the office by rotation at the Meeting), has performed the nomination process under the Criteria on the Nomination of the Company's Directors by considering the qualifications and appropriateness as required by the Public Limited Company Act B.E. 2535 (1992), proportion and qualification of Independent Directors according to the definition of Independent Director of the Company and the Notification of Capital Market Supervisory Board, and took into account of the diversity of the Board of Directors, and the composition of qualification, knowledge, particular professional skills and the Board Skill Matrix to be in line with the business strategies. Therefore, unanimously resolved to propose for the Board of Directors' consideration of three (3) retiring candidates, namely Mr. Chatchaval Jiaravanon, Mr. Chatrapee Tantixalerm and Mr. Krisada Ketphupong to be nominated for election as the directors for another term. In addition, the retiring directors, dedicated their time and efficiently performed their duties during their term of office.

Opinion of the Board:

The Board of Directors, excluding the directors who must retire from the office by rotation at the Meeting, has carefully considered through the qualification of each candidate who is qualified in accordance with relevant laws and the Company's Articles of Association, commits no dishonest act of an offence against property, has knowledge, abilities, expertise in pursuant to the Company's Board Skills Matrix, attributes of leadership, exemplary vision, good morals and ethical principles, as well as clear and unblemished career records, fit to conduct the businesses of the

Company, as well as all retiring directors' high performance during the term of office and the qualifications and independence of the candidate nominated for directorship. The proposed director who has been nominated as independent director can give opinions independently and qualified to be independent director according to the relevant regulations and laws. The Board of Directors, thus, unanimously resolved to propose the three (3) qualified candidates for the election to be the directors of the Company for another term as follows:

Name		Type of director
1.	Mr. Chatchaval Jiaravanon	Director
2.	Mr. Chatrapee Tantixalerm	Independent Director
3.	Mr. Krisada Ketphupong	Director

Details of each director's age, percentage of shareholdings, educational background, work experience, and board-meeting attendance are provided in Attachment 3.

Note: Clause 16 of the Articles of Association of the Company stipulates voting procedures as follows:

1. A shareholder shall have one voting rights per one share.
2. Each shareholder may use all his/her voting rights under (1) to elect one person or several directors but cannot allot the votes to any person in any number.
3. The candidates who receive the highest number of votes in descending order are elected as directors equal to the number of directors that should be or will be elected at that time. In the case where the candidates who are elected in descending order have the same number of votes which make the number of directors exceeded the number of directors that should be or will be elected at that time. The chairman of the meeting will have the deciding vote.

To follow the Good Corporate Governance Principles, the Company provides opportunities for shareholders to vote on individual nominee by proposing the shareholders meeting to cast the vote on an individual basis.

Resolution:

A resolution of the shareholders meeting shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

Agenda 5 To consider and approve the remuneration to the Board of Directors for the year 2024

Objectives and rationale:

According to Article 22 of the Company's Articles of Association and Section 90 of the Public Limited Company Act B.E. 2535 (1992), directors shall be entitled to remuneration from the Company in the form of awards, meeting allowances, retirement pensions, bonuses, or other benefits in other forms according to the approval of the shareholder's meeting.

Opinion of the Nomination and Remuneration Committee:

In considering remuneration of the Board of Directors, the Nomination and Remuneration Committee relied on the Director Compensation Best Practices issued by Thai Institute of Directors (IOD) and the Company's performances, responsibilities and performance of each director together with comparable to the same market and industry. The Committee agree to proposed the 2024 remuneration of the Board of Directors at the budget not exceeding Baht 4,000,000 (Four Million Baht) which is at the same rate as 2023, the details of which are as follows:

1. Meeting allowance:

	Year 2024 (Proposed year) Baht/person/time	Year 2023 Baht/person/time
• Board of Directors		
Chairman	50,000	50,000
Director	30,000	30,000
• Audit Committee		
Chairman	40,000	40,000
Committee member	30,000	30,000
• Risk Management Committee		
Chairman	20,000	20,000
Committee member	10,000	10,000
• Nomination and Remuneration Committee		
Chairman	20,000	20,000
Committee member	10,000	10,000
• Executive Committee		
Chairman	15,000	- None -
Committee member	10,000	- None -

Remarks: Meeting Allowance of the Board of Directors and sub-committees (including other sub-committees, which may be later appointed) will be paid to non-executive directors based on their attendances at each meeting.

2. Bonus: The bonus (calculated from the remaining amount of approved remuneration budget) will be allocated to directors by which the Board of Directors is authorized to determine the conditions, the details, and the rate of bonus payment as appropriate together with consideration of the Company's performance outcomes. In addition, the amount of bonus

being allocated to each director is depended on the accountability, performance and the participation in the meeting. The Executive Director will not receive any director's bonus.

3. Other Remuneration and Benefits: None

Opinion of the Board:

The Board of Directors was of the opinion with the Nomination and Remuneration Committee's recommendations that the shareholders should approve the remuneration of the Board of Directors for the year 2024 at the budget not exceeding Baht 4,000,000 (Four Million Baht)

Resolution:

A resolution of the shareholders meeting shall be passed by a vote of not less than two-thirds (2/3) of the total voting rights of the shareholders who attend the Meeting and are eligible to vote.

Agenda 6 To consider and approve the appointment of the Auditor and the audit fees of the group for the year 2024

Objectives and rationale:

In compliance with Article 36 of the Company's Articles of Association and Section 120 of the Public Limited Company Act B.E. 2535 (1992) which specify that the Annual General Meeting of Shareholders shall appoint the auditor and fix the auditor's remuneration annually. In appointing the auditor, the former auditor may be re-appointed.

According to the Notification of the Capital Market Supervisory Board No. Tor Chor. 75/2561 regarding rules, conditions and procedures for disclosure of information about the financial position and results of operations of the issuing Company (Issue Code) shall come into force from January 1, 2019 onwards, requiring the issuing company whose shares are listed on the Stock Exchange of Thailand to arrange for rotation of the auditor. In the event of any act and auditors express an opinion on the financial statements of the Company for the past seven fiscal years, whether consecutive or not. The Company will appoint such auditor as the Company's auditor after the period at least five consecutive fiscal years.

Opinion of the Audit Committee:

The Audit Committee resolved to select EY Office Limited, (EY) to be the audit firm for the Company and its subsidiaries for the years 2024 due to the readiness in both quality standards and the audit fee, along with an understanding of the company's business. EY is able to provide guidance and offer in-depth insights derived from audits to create value added as well as continuously provide beneficial knowledge on various matters to the company, and they also have been independent and have had no relationship or conflict of interest with the Company, its subsidiaries, managements, major shareholders, or related persons of the said persons, so they are independent to audit and express their opinions for the group's financial statements.

Opinion of the Board:

The Board of Directors considered the Audit Committee's recommendations and deemed it appropriate to propose to the shareholders' meeting for approval of the appointment of one of the following auditors from EY Office Limited as the group's auditor, namely:

1. Mr. Vatcharin Pasarapongkul Certified Public Accountant Registration No. 6660
(Being the signature on the Company's financial statements for 5 years at 2019) and/or
2. Ms. Isaraporn Wisutthiyan Certified Public Accountant Registration No. 7480
(Never being a signature on the Company's financial statements) and/or
3. Mr. Kittiphun Kiatsomphob Certified Public Accountant Registration No. 8050
(Never being a signature on the Company's financial statements)

Profiles of the proposed auditors appear in Attachment 5.

In case that the auditors whose names appear above are not able to perform their duties, EY Office Limited shall nominate other auditors from EY Office Limited to replace the auditors mentioned above and perform the audit and express their opinions on the group's financial statements.

The audit fees for the 2024 financial statements of the group including its quarterly financial statements will be fixed at 4,600,000 Baht, the details of which are as follows:

Audit Fee

Description	Proposed audit fees for the year 2024 (Baht)	Audit fees for the year 2023 (Baht)
• Annual Audit Fee	3,475,000	3,330,000
• Fee for the audit of the interim financial statements	1,125,000	970,000
Total	4,600,000	4,300,000

Remark: The audit fee of 2023 was increased 300,000 Baht from the approval of the 2023 Annual General Meeting of Shareholders attributable to the IPO preparation of Bay Computing Public Company Limited, the Company's subsidiary.

Non – Audit Fee

Description	Year 2024 (Baht)	Year 2023 (Baht)
• BOI Audit fee (per certificate)	80,000	80,000

In this regard, an auditing fee will be increased of 15% from the previous year to support the Company and its subsidiaries' growth plans and the additional auditing service provided to the consolidated financial statements of Baycom's IPO.

The audit fees for the 2024 include Company's 3 subsidiaries as follow:

- Extend IT Resource Company Limited
- Bay Computing Public Company Limited
- E-C.O.P (Thailand) Company Limited

For auditors of other subsidiaries, associated companies and joint venture companies that not share the same audit firms, the Board of Directors will oversee and ensure that these entities are able to prepare financial statements promptly in accordance with the specified laws and regulations deadlines.

Resolution:

A resolution of the shareholders meeting shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

Agenda 7 To consider and approve the allocation of profit from the operating results of the Company for the year ended December 31, 2023, and the dividend payment

Objectives and rationale:

According to Article 45 of the Company's Articles of Association and Section 116 of the Public Limited Company Act B.E. 2535 (1992), the Company shall allocate not less than five percent (5%) of its annual net profit less the accumulated losses brought forward (if any) to a reserve fund until this fund attains an amount not less than ten percent (10%) of the registered capital.

Presently, the Company has its registered capital of 132,354,565.50 Baht and has a legal reserve amounted as per the Separate Financial Statement of 12,100,000 Baht. Therefore, for the year 2024, the Company shall appropriate the portion of annual net profit as a legal reserved in the amount of 1,140,000 Baht. As a result, the Company shall have legal reserve in the amount of 13,240,000 Baht, which is 10 percent of the registered capital of the Company.

The Company has the policy to pay dividends to shareholders at the rate of not less than 40 percent of net profit from separate financial statements after deduction of corporate income tax, legal reserves and all the Company's reserve funds (if set forth herein and if any). However, in considering the annual dividend payment, the Board of Directors take into consideration the Company's operating results, necessity of having adequate working capital for its business administration, investment plans for future business expansion and changes in marketing conditions or economic situation.

In the year 2023, the separate financial statement the year ended December 31, 2023 showed net profits of 106,646,597 Baht which is 0.40 earnings per share. After the appropriation for legal reserve, the Company has a sufficient amount of retained earnings and adequate cash flows to declare dividends.

Therefore, the Company considers proposing the payment of dividends from the operation result during 1 January - 31 December 2023, at the rate of 0.23 Baht per share, with the total number of

shares at 264,709,131 shares. Total dividend payment amount is Baht 60,883,100.13 or equivalent to 57% of net profit of the separate financial statement, which is in accordance with the Company's dividend payment policy. The proposed dividend payment is the net profit from the Company's operations which has been promoted by the Board of Investment in the amount of 60,883,100.13 Baht or equivalent to 0.23 Baht per share.

Record Date and Dividend Payment Date

The record date in determining the shareholders' right to receive dividend will be on May 7, 2024, and the dividend payment will be made on May 23, 2024. However, the rights to receive the dividend is still uncertain until the proposal has been approved by the Meeting.

The comparison with the previous year dividend distribution is as follows:

Items		2023	2022
1.	Net income (Million Baht)	106.9	121.3
2.	Number of shares (Million shares)	264.7	225.6
3.	Earnings per share (Baht per share)	0.40	0.51
4.	Dividend per share (Baht per share)	0.23	0.055
5.	Total dividend payment (Million Baht)	60.9	13.2
6.	Payout ratio (as a percentage)	56.9	10.8

Notes:

1. Annual net profit is the net profit in separate financial statements.
2. The dividend payout ratios were calculated by dividing the dividends paid by annual net profits.

Opinion of the Board:

The Board of Directors was of the opinion that it was appropriate for the shareholder's approve the appropriation of profit as legal reserves in the amount of 1,140,000 Baht when combining with the current legal reserves accrued in the amount of Baht 12,100,000 then the total amount of reserves requirement will be Baht 13,240,000 or 10 percent of the registered capital of the Company. And approve the dividend payment from the operation result during 1 January to 31 December 2023, at the rate of 0.23 Baht per share, with the total number of shares 264,709,131 shares. Total dividend payment amount is Baht 60,883,100.13 which was equivalent to 57% of net profit of the separate financial statement after deduction of statutory reserves which is in accordance with the Company's dividend payment policy. The proposed dividend payment is the net profit from the Company's operations which has been promoted by the Board of Investment in the amount of 60,883,100.13 Baht or equivalent to 0.23 Baht per share.



Resolution:

A resolution of the shareholders meeting shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

Agenda 8 To consider and approve the amendment of the Company seal

Objectives and rationale:

The Company needs to reduce the size of the Company seal for operation comfort, therefore deemed it appropriate to propose to the Meeting to consider and approve the amendment of the Company seal as following details:

Existing Company's seal	New Company's seal
	

To authorize any director and/or assigned person by the director to be authorized in taking necessary actions in order to comply with the Registrar's order to complete the registration of the amendment of the Company seal with Ministry of Commerce.

Opinion of the Board:

The Board of Directors was of the opinion that it was appropriate for the shareholder's propose to the Meeting to consider and approve the amendment to the Company seal as detailed above.

Resolution:

A resolution of the shareholders meeting shall be passed by a vote of not less than three-fourth (3/4) of the total voting rights of the shareholders who attend the Meeting and are eligible to vote.

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



Objectives and rationale:

The Public Limited Company Act (No. 4) B.E. 2565 (2022) (Amendment) was published in the Government Gazette and became effective on 24 May 2022. The changes made to the Act not only aim at supporting the holding of meetings by electronic means but also include the additions which permit the delivery of documents or notices by electronic means. As a result, it is deemed appropriate that amendments be made to the Company's Articles of Association so that they correspond to and/or enable compliance with the above-mentioned Public Limited Act which introduce the amendments and additions, and to be aligned with the change of the Company's seal. The amendments shown in the underlined text in attached table. Details of the proposed amendments are as follows:

Existing version	Proposed amendment
<p>Article 25. As for the invitation, the chairman or the one assigned by the chairman must send invitation letters to all directors at least seven (7) days before the meeting day, except a case of emergency where rights or advantages of the Company have to be protected. The chairman or any other person designated will notify of the meeting can be given through any other mean and the meeting day can be determined to be earlier. However, if the meeting at that time is a meeting via electronic media. The company can send the meeting invitation by electronic mail.</p>	<p>Article 25. As for the invitation, the chairman or the one assigned by the chairman must send invitation letters to all directors <u>at least three (3) days</u> before the meeting day, except a case of emergency where rights or advantages of the Company have to be protected. The chairman or any other person designated will notify of the meeting can be given through any other mean and the meeting day can be determined to be earlier. However, if the meeting at that time is a meeting via electronic media. The company can send the meeting invitation by electronic mail.</p> <p><u>When there is reasonable cause or where the rights or benefits of the Company have to be protected. Two or more directors will jointly request that the Chairman convene a meeting of the Board, provided that the agendas and reasons to be proposed to the meeting are also specified. In such circumstance, the Chairman shall call and fix the date of the meeting within fourteen days from the date of receipt of such request.</u></p> <p><u>If the chairman of the board fails to act according to paragraph two, the requesting director or directors may call and fix the date of the board meeting to consider the matter requested within 14 days from the expiration of period according to paragraph two.</u></p>

Existing version	Proposed amendment
<p>Article 28. The board of directors has to hold at least three (3) months per a meeting at the province where the Company's head office is located or at any adjacent provinces or any other places. The determination of the date, time and place is at the discretion of the Chairman of the Board.</p>	<p>Article 28. The board of directors has to hold <u>at least one (1) time every three (3) months</u> at the province where the Company's head office is located or at any adjacent provinces or any other places. <u>Or may be conducted via electronic means as prescribed by the laws governing electronic meetings. In such case, the head office of the Company shall be deemed to be the meeting venue.</u> The determination of the date, time and place is at the discretion of the Chairman of the Board.</p>
<p>Article 31. In an invitation letter for a shareholder meeting, the board must clearly indicate the place, date, time and agenda of the meeting, and issues to be reported to the quorum of the meeting with appropriate details by clearly indicating whether each of the reported issues is for acknowledgment, approval, or consideration, as the case may be, together with the board's opinions towards such matters. The invitation letters must be sent to all shareholders and the registrar at least seven (7) days before the meeting day and advertising the meeting on a newspaper for at least three (3) days before the meeting day. The advertisements have to be made</p>	<p>Article 31. In an invitation letter for a shareholder meeting, the board must clearly indicate the place, date, time and agenda of the meeting, and issues to be reported to the quorum of the meeting with appropriate details by clearly indicating whether each of the reported issues is for acknowledgment, approval, or consideration, as the case may be, together with the board's opinions towards such matters. The invitation letters must be sent to all shareholders and the registrar at least seven (7) days before the meeting day and advertising the meeting on a newspaper <u>or via electronic media</u> for at least three (3) days before the meeting day. The advertisements have to be made for at least three (3) consecutive days <u>in</u></p>

Existing version	Proposed amendment
<p>for at least three (3) consecutive days.</p> <p>The shareholder meeting shall be held in the province where the company's head office is located. or nearby provinces as determined by the committee. Or held a shareholder meeting through electronic media. As the committee deems appropriate</p> <p>In the case of a shareholder meeting via electronic media, proceed in accordance with any relevant criteria, procedures, rules and/or orders that are effective on the date of that shareholder meeting.</p>	<p><u>accordance with the rules prescribed by the Registrar.</u></p> <p>The shareholder meeting shall be held in the province where the company's head office is located. or nearby provinces as determined by the committee. Or held a shareholder meeting through electronic media. As the committee deems appropriate</p> <p>In the case of a shareholder meeting via electronic media, proceed in accordance with any relevant criteria, procedures, rules and/or orders that are effective on the date of that shareholder meeting.</p>
<p>Article 44. Dividends shall not be paid out of any type of funds other than out of profit. In case the Company still has accumulated loss, no dividends shall be paid.</p> <p>Dividends shall be distributed according to the number of shares on an equal basis, except in the case where the company issues preferred shares and specifies that preferred shares receive different dividends from ordinary shares. Dividends shall be allocated as specified. The payment of dividends shall be approved by the shareholders meeting.</p>	<p>Article 44. Dividends shall not be paid out of any type of funds other than out of profit. In case the Company still has accumulated loss, no dividends shall be paid.</p> <p>Dividends shall be distributed according to the number of shares on an equal basis, except in the case where the company issues preferred shares and specifies that preferred shares receive different dividends from ordinary shares. Dividends shall be allocated as specified. The payment of dividends shall be approved by the shareholders meeting.</p> <p>The board of directors may pay</p>

Existing version	Proposed amendment
<p>The board of directors may pay interim dividends to shareholders from time to time, upon viewing that the Company has adequate profit to do so. The payment of interim dividends shall be reported to the shareholders at the next shareholders' meeting.</p> <p>The payment of dividends must be made within (1) month from the date of the shareholder meeting or board of directors' resolution, as the case may be. Notice shall be given in writing to the shareholders and the payment of dividends shall be advertised in the newspaper for not less than three (3) consecutive days.</p> <p>In the case where a company has not sold its shares up to the registered number or has registered an increase of its capital, the company may pay the whole or part of its dividends by issuing new ordinary shares to shareholders with the approval of a meeting of shareholders.</p>	<p>interim dividends to shareholders from time to time, upon viewing that the Company has adequate profit to do so. The payment of interim dividends shall be reported to the shareholders at the next shareholders' meeting.</p> <p>The payment of dividends must be made within (1) month from the date of the shareholder meeting or board of directors' resolution, as the case may be. Notice shall be given in writing to the shareholders and the payment of dividends shall be advertised in the newspaper <u>or via electronic media</u> for not less than three (3) consecutive days. <u>in accordance with the rules prescribed by the Registrar.</u></p> <p>In the case where a company has not sold its shares up to the registered number or has registered an increase of its capital, the company may pay the whole or part of its dividends by issuing new ordinary shares to shareholders with the approval of a meeting of shareholders.</p>
<p>Article 46. The Company's seal is to be used as here.</p> 	<p>Article 46. The Company's seal is to be used as here.</p> 

To authorize any director and/or assigned person by the director to be authorized in taking necessary actions in order to comply with the Public Company Registrar's order without affecting the essence of the amendment of the Articles of Association as approved by the Meeting to complete the registration of the amendment of the Articles of Association with Ministry of Commerce.

Opinion of the Board:

The Board of Directors was of the opinion that it was appropriate for the shareholder's to propose to the Meeting to consider and approve the amendment to the Company's Articles of Association as detailed above.

Resolution:

A resolution of the shareholders meeting shall be passed by a vote of not less than three-fourth (3/4) of the total voting rights of the shareholders who attend the Meeting and are eligible to vote.

Agenda 10 To consider and approve the Offering of the New Ordinary Shares of Bay Computing Public Company Limited to Directors, Executives and Employees of Bay Computing Public Company Limited

Objectives and rationale:

Bay Computing Public Company Limited ("Baycom"), the Company's subsidiary, has the plan to issue and offer its new ordinary shares to directors, executives and employees of Baycom and its subsidiaries with the aim of remunerating them for their support, and motivate them to dedicate their determination to work, retaining the long-lasting employment of highly efficient personnel and implanting the spirit of participation in business in order to enhance their contribution to Baycom's growth and sustainability (ESOP Program). In this regard, Baycom wishes to offer up to 4,900,000 shares to directors, executives, and employees of Baycom and its subsidiaries which equivalent to not exceed 1.75% of the total issued and outstanding shares of Baycom after the IPO. The subscription price of ESOP Shares is expected to be equal to the offering price of IPO shares. In this regard, the board of Baycom shall be able to determine appropriateness of the share allocation.

The remaining ESOP Shares left unallocated to directors, executives, and employees of Baycom and its subsidiaries will further be offered to the public.

Under this ESOP Program, none of the directors, executives, or employees of Baycom or its subsidiaries will be allocated more than 5% of the total ESOP Shares. The details of Baycom's directors who will receive an allocation can be seen below:

Name	Position	Number of allocated shares	Percentage of allocated shares
1. Mr. Apisek Tewinpagti	Chairman of Board of Directors	150,000	3.06%
2. Mr. Piti Chatchawanchokchai	Independent Director / Chairman of Audit Committee	150,000	3.06%
3. Mr. Prot Setsuwan	Independent Director / Audit Committee / Chairman of Risk Committee	150,000	3.06%
4. Mr. Pinit Puapan	Independent Director / Audit Committee / Chairman of Nomination and Remuneration Committee	150,000	3.06%
5. Mr. Supachai Buristrakul	Director / Chairman of Executive Committee	150,000	3.06%
6. Mr. Avirut Liangsiri	Director / Chief Executive Officer	100,000	2.04%
7. Ms. Sineenart Khamwongpin	Director	100,000	2.04%
8. Mr. Noppadon Sotanakun	Director	100,000	2.04%
9. Mr. Krisada Ketphupong	Director	100,000	2.04%

According to the Notification of the Capital Market Supervisory Board no. Thor Chor. 32/2551 re: Offering of Newly Issued Shares to Directors or Employees (as amended), the Company is obliged to seek shareholders' approval for the ESOP Program, in accordance with the terms and conditions clarified in the notification.

Opinion of the Board:

The Board of Directors was of the opinion that it was appropriate for the shareholder's to propose to the Meeting to consider and approve Offering of the New Ordinary Shares of Bay Computing Public Company Limited to Directors, Executives and Employees of Bay Computing Public Company Limited as detailed above.

Resolution:

A resolution of the shareholders meeting shall be passed by a vote of not less than three-fourth (3/4) of the total voting rights of the shareholders who attend the Meeting and are eligible to vote. There is no shareholder holding more than 10% of the total votes of the shareholders who attend the meeting and cast their votes.

Agenda 11 Any other matter (if any)

Objectives and rationale:

The Company provides the shareholders with an opportunity to ask questions and/or give their opinions to the Board of Directors (if any) and/or the Board of Directors to clarify and answer shareholders' questions. There will be no other matter to be proposed to the meeting for approval and no voting on this agenda.

The Board of Directors has determined the Record Date for shareholders who are eligible to attend the Meeting on March 28, 2024.

Any shareholder who wishes to appoint a proxy to attend the Meeting and vote on his or her behalf must complete only one proxy i.e. Proxy Form A (general appointment), Proxy Form B (for proxy vote by agenda) or Proxy Form C (only foreign shareholders as registered in the registration book who have custodian in Thailand) which can be found in Attachment 9.

Any shareholder who is unable to attend the shareholders' meeting can authorize the Company's independent director namely: Mr. Udomsakdi Apichatthanapath to attend and vote on his or her behalf. Details of independent director can be found in Attachment 8. The Company requests the shareholders' proxy be mailed to the address below and be received by the Company by April 19, 2024.

Corporate Secretary Department
Beryl 8 Plus Public Company Limited
33/4, the 9th Tower Grand Rama9 Building (Tower B),
19th Floor, Rama 9 Road, Huai Khwang, Bangkok 10310

In this regard, for your convenience, shareholders or proxies are encouraged to submit questions in advance to the Annual General Meeting of Shareholders by April 18, 2024 via channels provided (please use the Form for submission of questions in advance provided herewith as Attachment 12). Questions will then be gathered, and only those directly related to the agenda items where voting is involved will be addressed during the meeting. The remaining questions and suggestions will be summarized as appropriate and attached to the minutes of the Annual General Meeting of Shareholders, which will be disclosed on the SET Portal and published on the Company's website within 14 days of the date of the Annual General Meeting of Shareholders.

The Company shall conduct the Meeting in accordance with the Company's Articles of Association as provided in Attachment 10.

The Company will collect, process and disclose the shareholders' personal data for the purposes related to the 2024 annual general meeting of shareholders. Details can be found in the Privacy Notice for the Annual General Meeting of Shareholders for the Year 2024 (Attachment 11).

All shareholders are cordially invited to attend the 2024 Annual General Meeting of Shareholders via electronic media (E-AGM) only, on Thursday, April 25, 2024 at 10.00 hours. The meeting attendance request form and other required documents can be submitted via E-Request in advance beginning from Thursday, April 25, 2024 at 08:30 hours until the meeting is adjourned. After your submitted request form has been verified and approved, the registered shareholder or proxy will receive an approval notification email containing information about username and password and a link to register and attend the meeting on the meeting day (April 25, 2024) beginning from 08.00 hours until the meeting is adjourned. The Company reserves the right to refuse acceptance of any registration in case of incomplete and incorrect documents.

Proceed with the E-Request at: <https://con.inventech.co.th/BE8165842R/#/homepage>

or scan QR Code



Yours faithfully,

Beryl 8 Plus Public Company Limited

(Mr. Chatchaval Jiaravanon)

Chairman of the Board of Directors

Corporate Secretary Department

Tel: 02-116-5081

Remark: The Company has disclosed the invitation letter to the 2024 Annual General Meeting of Shareholders together with the attachments and the Proxy Forms on the Company's website: www.beryl8.com

- Translation -

**The Minutes of the 2023 Annual General Meeting of Shareholders
of
Beryl 8 Plus Public Company Limited**

Date, Time and Form

The 2023 Annual General Meeting of Shareholders of Beryl 8 Plus Public Company Limited (the "Company") was held on Thursday, April 27, 2023 at 10.00 hrs. via electronic means (E-AGM) only, in compliance with the Emergency Decree on Meetings held via Electronic Means B.E. 2563 (2020) as an effective measure to prevent the spread of the coronavirus (COVID-19) which broadcasted live from Carlton Hotel Bangkok Sukhumvit located at 491 Sukhumvit Road, Klongtoey Nua, Wattana, Bangkok

Mr. Chatchaval Jiaravanon, Chairman of the Board of Directors, acted as the chairman of the meeting ("Chairman").

The Chairman welcomed the shareholders and attendees of the 2023 Annual General Meeting of Shareholders, then assigned Ms. Unchalee Inthamrong, Corporate Secretary, to act as the meeting moderator ("Meeting Moderator")

The Meeting Moderator informed the meeting that the Company has determined the Record Date for shareholders who are eligible to attend the 2023 Annual General Meeting of Shareholders on April 5, 2023. There were 19 shareholders attending the meeting in person, holding 102,835,944 shares, and 232 shareholders attending the meeting by proxy, holding 76,382,288 shares, totaling 251 shareholders attending the meeting, holding 179,218,232 shares representing 74.47% of the total issued share capital of the Company. The quorum was formed as stipulated in the Company's Articles of Association.

The Meeting Moderator then introduced the Directors, Management members, auditors and legal advisor. The attendance was as detailed below:

Directors attending the meeting 9 persons (equivalent to 100% of the total Board members) as follows:

Directors attending in the meeting venue

- | | |
|-----------------------------------|--|
| 1. Mr. Chatchaval Jiaravanon | Chairman of the Board of Directors |
| 2. Mr. Chatrapee Tantixalerm | Independent Director / Member of the Audit Committee /
Chairman of the Nomination and Remuneration Committee |
| 3. Mr. Udomsakdi Apichatthanapath | Independent Director / Member of the Audit Committee /
Chairman of the Risk Management Committee / Member of
the Nomination and Remuneration Committee |

- | | |
|-----------------------------|--|
| 4. Mr. Karn Punyacharoensin | Director |
| 5. Mr. Apisek Tewinpagti | Director / Member of the Risk Management Committee /
Member of the Executive Committee / Chief Executive Officer /
Chief Solution Delivery Officer |
| 6. Mr. Vasin Srisukri | Director / Member of the Executive Committee /
Chief Sales Officer |
| 7. Mr. Krisada Ketphupong | Director |

Directors attending the meeting via electronic means

- | | |
|-------------------------------|--|
| 1. Mr. Threekwan Bunnag | Independent Director / Vice Chairman of the Board of
Directors / Chairman of the Audit Committee / Member of
the Risk Management Committee |
| 2. Dr. Nithinart Sinthudeacha | Director / Chairlady of the Executive Committee / Member
of the Nomination and Remuneration Committee |

Executive

- | | |
|-------------------------------|---|
| 1. Mrs. Supattra Simtharakaew | Member of the Risk Management Committee / Member of the
Executive Committee / Chief Financial and Accounting Officer |
|-------------------------------|---|

Auditors

- | | |
|--------------------------------|--|
| 1. Mr. Vatcharin Pasarapongkul | Auditor from EY Office Limited |
| 2. Mr. Thanrawe Pattarawinit | Representatives from EY Office Limited, who being
witnesses during the voting process |

Legal Advisor

- | | |
|----------------------------|---|
| 1. Ms. Yaowarote Klinboon | Legal advisor from Tilleke & Gibbins International Ltd. |
| 2. Ms. Wisara Harnchonboth | Legal advisor from Tilleke & Gibbins International Ltd. |

The Meeting Moderator informed the meeting that Thai Investors Association appointed Miss Aiyrada Pholphitak as a volunteer to protect attending shareholders' rights and to act as a witness of the vote counting. In addition, Inventech Systems (Thailand) Co.,Ltd., which is the electronic conferencing service provider has evaluated the compliance of the electronic conferencing control system from Electronic Transactions Development Agency (ETDA), which is a system that follows the notification of the Ministry of Digital Economy and Society, Subject: Standards for Maintaining Security of Meetings via Electronic Means B.E. 2563.

The Meeting Moderator further clarified that in compliance with Thailand's Personal Data Protection Act, the meeting was informed that the names-surnames of the shareholders and proxies placing inquiries and comments would appear in the minutes of the meeting and will be published on the Company's website.

Before the meeting started as planned, the Meeting Moderator explained the procedures of inquiry, comment, and voting as well as the vote counting for which the shareholders must vote on each agenda so that the shareholders attending the meeting were fully informed as follows:

Regulations and Procedures of voting and vote counting.

1. Casting votes on each agenda, shareholders have number of votes equal to the total number of shares they hold in which one share is considered one vote. Shareholders or their proxies are required to choose only one vote for either approval, disapproval and abstention and it is unable to divide the voting partially unless it's a Custodian's voting.
2. Casting votes via electronic means by shareholders is considered a binding vote equal to a traditional form of voting.
3. In the event that the shareholder has appointed a proxy to cast votes in the proxy form in advance, the system will record the votes of the shareholders on each agenda according to the wish of shareholder marked in the proxy form.
4. Shareholders or proxies who have been verified and entered the shareholder meeting program via electronic media (e-meeting) but have not voted and unable to attend the meeting until completion, can press the voting button and confirm the voting on the agenda that the Company has not yet been proposed to the meeting in advance. The Company will count the aforementioned votes when considering the agenda that the shareholders have voted.
5. If voting is closed in that agenda, shareholders who do not vote in the voting program or do not press the voting button in the system or choose "cancel the latest vote", the Company will be considered that such shareholders have voted "approval" as proposed to the meeting. Therefore, for the convenience of vote counting, the Company would deduct "disapproval" and "abstention" from the total votes and the rest will be regarded as "approval" votes.
6. The Company will announce the voting results of "approval", "disapproval" and "abstention" in each agenda by using the latest number of shareholders who attending the meeting, and when the voting results of any agenda have been announced, the Company will consider the votes in that agenda to be final.

Counting the results of the vote

The Company will use the vote counting criteria according to the laws and Company's Articles of Association which will divide the vote counting method into 3 types as follows:

Section 1: Agenda that requires the majority votes of the shareholders attending the meeting and casting their votes (Agenda 1, 3, 4, 6, 7, 8, 10), the Company will not calculate the "abstention" votes as the base for the calculation.

Section 2: Agenda that requires a vote of not less than two-thirds of the total number of votes of shareholders attending at the meeting and entitled to vote (Agenda 5), the Company will calculate vote by counting both "approval", "disapproval" and "abstention" as the base for the calculation.

Section 3: Agenda that requires a vote of not less than three-fourth of the total number of votes of shareholders attending at the meeting and entitled to vote (Agenda 9), the Company will calculate vote by counting both "approval", "disapproval" and "abstention" as the base for the calculation.

The Meeting Moderator then propose to the meeting to consider various matters according to different agendas as follows:

Agenda 1 To certify the minutes of the Extraordinary General Meeting of Shareholders No. 2/2022 of Beryl 8 Plus Public Company Limited

The Meeting Moderator reported to the meeting that the Company has prepared the copy of the minutes of the Extraordinary General Meeting of Shareholders No. 2/2022 held on October 12, 2022 and submitted to the Stock Exchange of Thailand (the "SET") within 14 days from the date of the meeting as required by law as well as published the mentioned minutes of the Extraordinary General Meeting of Shareholders No. 2/2022 on the Company's website to provide information to the shareholders as another option, which no party objected or proposed to amend the mentioned minutes, as detailed in Enclosure 1 of the invitation letter.

In this regard, the Company's Board of Directors considered that the said minutes of the Extraordinary General Meeting of Shareholders No. 2/2022 held on October 12, 2022 were correctly and completely recorded. Therefore, the Board of Directors deemed it appropriate to propose it to the meeting of the shareholders for their consideration and certifying the mentioned minutes.

The Chairman gave the shareholders an opportunity to ask questions or express additional comments. However, no shareholder asked questions or expressed any additional comments. Therefore, the Chairman proposed the meeting to cast votes on the agenda.

The Meeting Moderator informed the meeting that the resolution for this agenda item required majority vote of the total vote of the shareholders attending the meeting and casting their votes.

The Meeting Resolution The resolution was passed unanimously with the majority votes of the shareholders attending the meeting and casting their votes for the certifying of the minutes of the Extraordinary General Meeting of Shareholders No. 2/2022 of the Company, held on October 12, 2022 with details as proposed in all respects, with the following voting result:

Resolution	Vote	Percent
Approval	179,187,932	100.0000 %
Disapproval	0	0.0000 %
Abstention	30,300	-
Voided Ballot	0	0.0000 %

Remarks: In this agenda, there is no additional shareholders or proxies attending the meeting.

Agenda 2 To consider and acknowledge the Company's 2022 performance report (January – December 2022)

The Chairman assigned Mr. Apisek Tewinpagti, Chief Executive Officer, (“**Chief Executive Officer**”), to act as a reporter on this agenda.

Chief Executive Officer presented the Company's 2022 performance report (January – December 2022) along with details appearing in the Annual Registration Statement for the year 2022 (Form 56-1 One Report) as delivered to the shareholders in the form of QR code with the Notice of this Meeting, enclosed hereto as **Enclosure 2**, which could be concluded as follows:

Beryl8 provides services on the digital transformation consultancy. With more than 13 years of experience and technology expertise, the Company works with customers to bring innovation and new technologies to create competitive advantages and support them through rapid changes in the digital world.

The Company is aware of the changes and complexities in the technology industry. As a result, 2022 is the year in which Beryl8 expands its company to develop a Digital Transformation Ecosystem in order to deliver comprehensive services to our clients with comprehensive value chain operation, we can cover most of the aspects of digital transformation demand as a one-stop service provider. The Company has invested in the businesses of partners who have expertise in various fields, namely:

1. Extended IT Resources Co., Ltd. (“**X10**”): a comprehensive IT service provider and technology consulting services with IT outsourcing. The Company purchased X10's ordinary shares of 100 percent of the registered capital and received the business transfer on August 31, 2022

2. Bay Computing Co., Ltd. (“**BAYCOMS**”): a security service provider on information technology systems with end-to-end cyber securities turnkey solutions. The Company purchased BAYCOMS’s ordinary shares of 100 percent of the registered capital and received the business transfer on December 29, 2022 together with E-C.O.P (Thailand) Co., Ltd. (“**ECOP**”): a managed security service provider (MSSP) and an information technology security consultancy (Professional Security Consulting Services: PSCS), with 100 percent of the registered capital held by BAYCOMS.

3. Vanilla and Friends Co., Ltd. (“**Vanilla**”): a branding consulting firm with digitally focused services in strategizing brand communication and advertising media. The Company purchased Vanilla’s ordinary shares of 51 percent of the registered capital on January 17, 2023.

4. Reconix Co., Ltd. (“**Reconix**”): a cybersecurity consulting and service provider who focused mainly on penetration testing for web applications, mobile applications, and network systems (Penetration Testing) and to detect vulnerabilities in information technology systems (Vulnerability Assessment). The Company purchased Reconix’s ordinary shares of 70 percent of the registered capital on January 27, 2023.

5. Techsauce Media Co., Ltd. (“**Techsauce**”): a knowledge sharing platform operator which owns publicizes business news platform, especially technology and digital related news. The Company purchased Techsauce’s ordinary shares of 20 percent of the registered capital on March 22, 2023.

The significant growth in the group of company can be summarized as follows:

1. Finance:

- In 2021, the Company had a total revenue of 379 million Baht, when combined as a group of companies in 2022 the total revenue raised to over 2,000 million Baht, representing a growth rate of 5 times.

2. Business:

- The Company has been contractually partnered with 10 world-class technology companies in 2021. The partnership has risen to 50 partners after merging the group of company in 2022, representing a growth rate of up to 5 times.

3. Human resources

- In 2021, the Company had approximately 180 employees in the position of consultants and developers, which, when merged into the group of company in 2022, had more than 1,000 employees in the position of consultants and developers, representing a growth rate of up to 5 times.
- Certifications, which measure the skills and expertise of employees, from world-class technology partners have risen from 180 certificates in 2021 to 350 certificates after merging into the group of company in 2022, representing a double growth rate.

- In addition to an increase in the number of employees in 2022, there is an increase of experienced management team with expertise, competence, and a broad vision to assist in the rapid expansion of business operations.

4. Sales:

- In 2021, the Company had 150 top domestic and international enterprises as customers base. The number of accounts has increased to 475, with broader multi-industry coverage after merging into the group of companies in 2022, representing a growth rate of up to 3 times.

In 2022, the Company received the Salesforce APAC Partner of the Year 2022 Award in the “APAC Cloud Reseller of the Year” category from Salesforce, an award for the best performing Salesforce Partner in the Asia Pacific region. Beryl8 is the only official partner in Thailand who has been acknowledged on a consistent basis as a prominent partner specializing in designing strategies and solutions, as well as offering service excellence in cloud technology across sectors.

The Company acquired its first investment promotion certificate from the Office of the Board of Investment (BOI) in 2013 to October 2021, and received its second investment promotion certificate from May 28, 2021 to May 27, 2026 which results the Company receive tax privileges. In this regard, the group has been striving to ensure that the subsidiaries can receive the same tax privileges as the Company.

Furthermore, the Company reaffirmed its certificate as a member of the Thai Private Sector Collective Action Coalition Against Corruption (CAC) no. 1 on October 5, 2022 as part of its ongoing engagement since 2020. The Company's directors and executives have always realized the importance of anti-corruption which is included in its policy, guidelines and communication tool with executives, employees, and other stakeholders to strictly adhere to, as well as the opening of a whistleblowing channel on the Company's website. In this regard, the Company has cultivated it for all levels of personnel to adhere to the guidelines against giving or accepting bribery and corruption in all forms, both directly and indirectly, by providing annual training to employees to educate about the Company's anti-corruption policies and practices. The Company also sets a test to examine outcomes following the training to assess corruption risks, monitor, and evaluate the anti-corruption policy's execution.

In this regard, the group of companies is dedicated to maximize our potential and sustainably expand our business even further in order to become a regional leader in Digital Transformation.

Subsequently, the Chairman gave the shareholders an opportunity to ask questions or express additional comments. There was a shareholder asking questions as follows:

Mr. Kanin Reanthonglert, a shareholder, asked a question as follows:

Question Apart from pursuing BOI for all subsidiaries, what are the other plans to improve margins of X10 and Baycoms.

Mr. Apisek Tewinpagti, Chief Executive Officer, answered to the question as follows:

Answer For the improvement of X10's and Baycoms's margins, the Company intends to operate the following areas:

1. Cost Optimization
 - Maximize utilization of current resources to reduce operating cost by using shared services for the back-office operations.
 - Negotiate with financial institutions to improve financing costs.
 - Ensure that X10 and BAYCOMS earn tax privileges through investment promotion (BOI) as soon as possible.

2. Revenue Expansion
 - Maximize utilization of human resource by reallocating resource, upskilling and reskilling.

The Meeting Moderator informed the meeting that this agenda item is for acknowledgment; therefore, voting is not required.

The Meeting Resolution The meeting acknowledged the Company's 2022 performance report.

Agenda 3 To consider and approve financial statements for the year ended December 31, 2022

The Chairman assigned Mrs. Supattra Simtharakaew, Chief Financial and Accounting Officer ("Chief Financial and Accounting Officer"), to act as a reporter on this agenda.

Chief Financial and Accounting Officer reported to the meeting that, pursuant of the Public Company Limited Act B.E. 2535 and the Company's Articles of Association, Pursuant to Section 112 of the Public Limited Companies Act B.E. 2535 and Article 39 of the Articles of Association of the Company, the Board of Directors shall prepare the balance sheet and profit and loss account ended as at the end of each accounting year to the annual general shareholders' meeting for its consideration and approval. And the Board of Directors shall appoint an auditor to complete audit the balance sheet and profit and loss account before proposes to the shareholders' meeting. The Company, therefore, proposes the 2022 Annual General Meeting of Shareholders to approve the Financial Statements for the year ended December 31, 2022 which has been audited by the Company's Auditor and reviewed by the Audit Committee, the details appearing in the Annual Registration Statement for the year 2022 (Form 56-1 One Report) as delivered to the shareholders in the form of QR code with the Notice of this Meeting, enclosed hereto as **Enclosure 2**, which could be concluded as follows:

(Unit : Baht)

Details	Consolidated Financial Statements		Separate Financial Statements	
	Year 2022	Year 2021	Year 2022	Year 2021
Total Assets	3,889,195,097	761,467,150	2,770,841,388	764,203,722
Total Liabilities	1,336,139,824	142,563,041	236,546,714	140,974,363
Shareholder's Equity	2,553,055,273	618,904,109	2,534,294,674	623,229,359
Total Revenues	810,978,215	379,105,875	569,296,192	375,827,922
Net Profit	310,267,529	185,441,153	230,230,619	184,447,165
Earnings per share	138,623,458	82,139,076	115,394,394	84,909,955

The Board of Directors deemed it appropriate to propose the 2023 Annual General Meeting of Shareholders to consider and approve the statements of financial position and profits and loss statement for the fiscal year ended December 31, 2022, which were audited and certified by the certified public accountant of EY Office Limited and have been approved by the Audit Committee and the Board of Directors.

Therefore proposed the general meeting of shareholders to consider and approve the financial statements of the Company and its subsidiaries for the year ended December 31, 2022

The Chairman gave the shareholders an opportunity to ask questions or express additional comments. However, no shareholder asked questions or expressed any additional comments. Therefore, the Chairman proposed the meeting to cast votes on this agenda to consider and approve financial statements for the year ended December 31, 2022.

The Meeting Moderator informed the meeting that the resolution for this agenda item required majority vote of the total vote of the shareholders attending the meeting and casting their votes.

The Meeting Resolution The resolution was passed unanimously with the majority votes of the shareholders attending the meeting and casting their votes for the approval of the financial statements for the year ended December 31, 2022, with the following voting result:

Resolution	Vote	Percent
Approval	179,218,232	100.0000 %
Disapproval	0	0.0000 %
Abstention	0	-
Voided Ballot	0	0.0000 %

Remarks: In this agenda, there is no additional shareholders or proxies attending the meeting.

Agenda 4 To consider and approve the nomination of persons to be elected as directors to replace those retiring by rotation

The Meeting Moderator informed the meeting that on agenda 4, there were 3 directors who would be retiring by rotation, namely 1. Mr. Apisek Tewinpagti 2. Mr. Udomsakdi Apichatthanapath 3. Mr. Vasin Srisukri. Therefore, to comply with good corporate governance, these 3 directors would leave the meeting until the consideration is made.

The Chairman assigned the Meeting Moderator, the Secretary of the Nomination and Remuneration Committee to act as a reporter on this agenda.

The Meeting Moderator reported to the meeting that at the 2023 Annual General Meeting of Shareholders, there were 3 directors who would be retiring by rotation, namely:

1. Mr. Apisek Tewinpagti
2. Mr. Udomsakdi Apichatthanapath
3. Mr. Vasin Srisukri

However, Mr. Vasin Srisukri expressed his intentions not to be nominated for re-election as the Company's director.

The process of directors' nomination of the Company has complied with the good corporate governance policy to demonstrate the fair and equitable treatment of all shareholders, the Company therefore offered an opportunity for shareholders to nominate persons deemed qualified, knowledgeable, competent, and suitable to represent them as directors in the 2023 Annual General Meeting of Shareholder in advance from October 1, 2022 until December 31, 2022, by publishing the specified rules and guidelines on the Company's website. As a result, no shareholder proposed an agenda and nominated any person for election as director.

The Board of Directors has considered the opinion of the Nomination and Remuneration Committee (of which the directors who have related benefits or nominated directors did not take part in the consideration process and were treated as abstention vote) under the criteria on the nomination of the Company's Directors by considering the appropriateness in terms of qualifications, experience, and specific abilities, as well as the proportion of the Board members, including the performance of the directors from previous year. Therefore propose the re-election of 2 directors for another term and nominated another qualified person as a director.

Thus, it is deemed appropriate to propose to the shareholders meeting to elect the following persons as the Company's directors, namely:

- Mr. Apisek Tewinpagti to be reappointed as a Director for another term
- Mr. Udomsakdi Apichatthanapath to be reappointed as an Independent Director for another term
- Mr. Supachai Buristrakul to be a Director in replacement of Mr. Vasin Srisukri

The detailed profile of each director was sent to all shareholders along with the meeting invitation letter.

The Chairman gave the shareholders an opportunity to ask questions or express additional comments. However, no shareholder asked question or expressed any additional comments. Therefore, the Chairman proposed the meeting to cast votes on this agenda to consider and approve the nomination of persons to be elected as directors to replace those retiring by rotation.

The Meeting Moderator informed the meeting that the resolution for this agenda item required majority vote of the total vote of the shareholders attending the meeting and casting their votes.

The Meeting Resolution The resolution was passed unanimously with the majority votes of the shareholders attending the meeting and casting their votes for the approval of the nomination of persons to be elected as directors to replace those retiring by rotation, with the following voting result:

1) Mr. Apisek Tewinpagti, Director

Resolution	Vote	Percent
Approval	179,218,232	100.0000 %
Disapproval	0	0.0000 %
Abstention	0	-
Voided Ballot	0	0.0000 %

2) Mr. Udomsakdi Apichatthanapath, Independent Director

Resolution	Vote	Percent
Approval	179,186,232	100.0000 %
Disapproval	0	0.0000 %
Abstention	32,000	-
Voided Ballot	0	0.0000 %

3) Mr. Supachai Buristrakul, Director

Resolution	Vote	Percent
Approval	179,186,232	100.0000 %
Disapproval	0	0.0000 %
Abstention	32,000	-
Voided Ballot	0	0.0000 %

Remarks: In this agenda, there is no additional shareholders or proxies attending the meeting.

Agenda 5 To consider and approve the determination of directors' remuneration for the year 2023

The Chairman assigned the Meeting Moderator, the Secretary of the Nomination and Remuneration Committee to act as a reporter on this agenda.

The Meeting Moderator reported to the meeting that, pursuant of the Public Limited Company Act B.E. 2535 and the Articles of Association of the Company, Directors shall be entitled to receive remuneration from the Company in the form of awards, meeting allowances, retirement pensions, bonuses or other benefits in other forms according to the approval of the shareholder's meeting.

The Board of Directors considered the opinion of the Nomination and Remuneration Committee by considering the appropriateness, compared rate with others in the same industry, duties, responsibilities and the meeting plans of the Board of Directors as well as each sub-committees including business expansion and growth of the Company's profit, and deemed appropriate to propose to the meeting of shareholders to consider and approve the determination of directors' remuneration for the year 2023 within the budget of not exceed 4,000,000 Baht (Four Million Baht) per year, which is equal to the rate for the year 2022, until further change to be made by the resolution of shareholders meeting. The details of which are as follows:

Remuneration	Year 2023 (Proposed year)	Year 2022
1. Monetary Remuneration (such as meeting allowance and gratuity)		
• Board of Directors' meeting allowance		
Chairman	50,000 Baht per time	50,000 Baht per time
Director	30,000 Baht per time	30,000 Baht per time
• Audit Committee's meeting allowance		
Chairman	40,000 Baht per time	40,000 Baht per time
Committee member	30,000 Baht per time	30,000 Baht per time
• Risk Management Committee's meeting allowance		
Chairman	20,000 Baht per time	20,000 Baht per time
Committee member	10,000 Baht per time	10,000 Baht per time
• Nomination and Remuneration Committee's meeting allowance		
Chairman	20,000 Baht per time	20,000 Baht per time
Committee member	10,000 Baht per time	10,000 Baht per time
2. Non-monetary Remuneration	-None-	-None-

The meeting allowance is paid only to the directors attending the meeting. Directors of the Company and Directors of subsidiaries who receive monthly remuneration from the Company shall not be entitled to receive meeting allowance.

The Chairman gave the shareholders an opportunity to ask questions or express additional comments. However, no shareholder asked question or expressed any additional comments. Therefore, the Chairman proposed the meeting to cast votes on this agenda to consider and approve the determination of directors' remuneration for the year 2023.

The Meeting Moderator informed the meeting that the resolution for this agenda item required at least two-thirds (2/3) of the total votes of the shareholders attending the meeting and entitled to vote.

The Meeting Resolution The resolution was passed unanimously with more than two-thirds (2/3) of the total votes of the shareholders attending the meeting and entitled to vote, to approve the determination of directors' remuneration for the year 2023 as proposed, with the following voting result:

Resolution	Vote	Percent
Approval	179,218,232	100.0000 %
Disapproval	0	0.0000 %
Abstention	0	-
Voided Ballot	0	0.0000 %

Remarks: In this agenda, there is no additional shareholders or proxies attending the meeting.

Agenda 6 To consider and approve the appointment of the Auditor and the audit fees of the group for the year 2023

The Chairman assigned Chief Financial and Accounting Officer to act as a reporter on this agenda.

The Chief Financial and Accounting Officer reported to the meeting that, pursuant to Section 120 of the Public Limited Companies Act B.E. 2535 (1992), the annual ordinary meeting shall appoint an auditor and determine the audit fee of the company every year, and the Notification of the Capital Market Supervisory Board stipulates a listed company must rotate the auditor every 7 fiscal years and prohibit it from reappointing the same auditors for 5 consecutive years, in order to enhance the independence of the auditor. However, the Company can appoint new auditor from the same audit firm as the previous auditor.

The Audit Committee had selected EY Office Limited as the Company's auditor for the year 2023, which performed their all contractual assigned duties appropriately, completely and effectively since year 2018

totaling 5 years, and they also have been independent and have had no relationship or conflict of interest with the Company, its subsidiaries, managements, major shareholders, or related persons of the said persons.

After considering the Audit Committee's opinion, the Board of Directors deemed it appropriate to propose to the shareholders' meeting to consider and approve the appointment of the auditors from EY Office Limited to be the group's auditors namely:

1. Mr. Vatcharin Pasarapongkul Certified Public Accountant Registration No. 6660 and/or
2. Ms. Waraporn Prapasirikul Certified Public Accountant Registration No. 4579 and/or
3. Ms. Isaraporn Wisutthiyan Certified Public Accountant Registration No. 7480

In case that the auditors whose names appear above are not able to perform their duties, EY Office Limited shall nominate other auditors from EY Office Limited to replace the auditors mentioned above and perform the audit and express their opinions on the group's financial statements.

The details of the auditors' profile and work experience has delivered to the shareholders with the Notice of this Meeting, enclosed hereto as Enclosure 5,

The audit fees for the 2023 financial statements of the group including its quarterly financial statements will be fixed at 4,000,000 Baht, the details of which are as follows:

Audit Fee

(Unit: Baht)

Description	Proposed audit fees for the year 2023	Audit fees for the year 2022
<ul style="list-style-type: none"> • Annual audit fee 	3,130,000	5,750,000
<ul style="list-style-type: none"> • Fee for the audit of the interim financial statements 	870,000	750,000
Total	4,000,000	6,500,000

Non - Audit Fee

(Unit: Baht)

Description	Year 2023	Year 2022
<ul style="list-style-type: none"> • BOI Audit fee 	80,000	100,000

In order to ensure that the financial statements were prepared in a timely manner, the Company and its subsidiaries use the same auditor, which is EY Office Limited.

The Chairman gave the shareholders an opportunity to ask questions or express additional comments. However, no shareholder asked question or expressed any additional comments. Therefore, the Chairman

proposed the meeting to cast votes on this agenda to consider and approve the appointment of the Auditor and the audit fees of the group for the year 2023.

The Meeting Moderator informed the meeting that the resolution for this agenda item required majority vote of the total vote of the shareholders attending the meeting and casting their votes.

The Meeting Resolution The resolution was passed unanimously with the majority votes of the shareholders attending the meeting and casting their votes for the approval of the appointment of the Auditor and the audit fees of the group for the year 2023 in the amount of 4,000,000 Baht, with the following voting result:

Resolution	Vote	Percent
Approval	179,218,232	100.0000 %
Disapproval	0	0.0000 %
Abstention	0	-
Voided Ballot	0	0.0000 %

Remarks: In this agenda, there is no additional shareholders or proxies attending the meeting.

Agenda 7 To consider and approve the allocation of profit from the operating results of the Company for the year ended December 31, 2022, and the dividend payment

The Chairman assigned the Chief Financial and Accounting Officer to act as a reporter on this agenda.

The Chief Financial and Accounting Officer reported to the meeting that, pursuant to Section 116 of the Public Limited Company Act B.E. 2535 and Article 37 of the Company's Articles of Association, the 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. In 2022, the Company acquired net profit of 115,394,394 Baht according to the separate financial statements ended December 31, 2021, with no accumulated loss. The net profit of 4,483,432 Baht will be allocated as a legal reserve. After the allocation, the company will have legal reserve of 12,100,000 Baht or 10.06% of the registered capital which is 120,322,397 Baht.

For dividend payment, according to the Company's policy, the Company will pay dividends to shareholders at the rate of not less than 40.00 percent of the annual net profits of the separate financial statements. In this regard, after the allocation of legal reserve, the Company considered the dividend payment for the year 2023 to the shareholders as follows:

- 1) pay dividends in the form of the Company's ordinary shares of up to 24,064,479 shares, with a par value of 0.50 Baht per share, to be issued to the shareholders of the Company at the ratio of 10 existing shares to 1 stock dividend, and in the total amount of up to 12,032,239.50 Baht or equivalent to the dividend per share of 0.05 Baht, however, in case any shareholder holds a fractional share after the allocation of the stock dividends, the Company will pay dividends in cash at the rate of 0.05 Baht per share; and
- 2) pay dividends in cash at the rate of 0.005 Baht per share and in the total amount of up to 1,203,223.97 Baht, which is derived from profit under BOI privilege.

The total dividend payment of item (1) and (2) are at the rate of 0.055 Baht per share or equivalent to approximately 13,235,463.47 Baht, which represents a dividend pay-out ratio of 9.8% to net profit, as the Company has plan to invest for business expansion for sustainable growth in the future.

In addition, the Company has determined the date for determining the names of shareholders entitled to receive the dividend payment (Record date) on May 8, 2023, and scheduled the dividend payment on May 19, 2023. However, the dividend payment of the Company is still uncertain as it is subject to the resolutions of the 2023 Annual General Meeting of Shareholders.

Subsequently, the Board of Directors considered and deemed it appropriate to propose to the shareholders' meeting to consider for:

1. allocate the net profit for 2022 in the amount of 4.5 million Baht to the legal reserve. As a result, the legal reserve is equal to 12.1 million Baht, which is more than 10% of the Company's paid-up capital;
2. pay dividends in the form of the Company's ordinary shares of up to 24,064,479 shares, with a par value of 0.50 Baht per share, to be issued to the shareholders of the Company at the ratio of 10 existing shares to 1 stock dividend, and in the total amount of up to 12,032,239.50 Baht or equivalent to the dividend per share of 0.05 Baht, however, in case any shareholder holds a fractional share after the allocation of the stock dividends, the Company will pay dividends in cash at the rate of 0.05 Baht per share; and
3. pay dividends in cash at the rate of 0.005 Baht per share and in the total amount of up to 1,203,223.97 Baht, which is derived from profit under BOI privilege.

The total dividend payment of items 2 and 3 are at the rate of 0.055 Baht per share or equivalent to 13,235,463.47 Baht as detailed above. The Company has determined the date for determining the names of shareholders entitled to receive the dividend payment (Record date) on May 8, 2023, and scheduled the dividend payment on May 19, 2023.

The Chairman gave the shareholders an opportunity to ask questions or express comments or opinions. However, there was no shareholder asking or expressing any additional opinions. Therefore, it suggested the meeting to cast votes on this agenda to consider and approve the allocation of profit from the operating results of the Company for the year ended December 31, 2022, and the dividend payment.

The Meeting Moderator informed the meeting that the resolution for this agenda item required the majority votes of the shareholders attending the meeting and casting their votes.

The Meeting Resolution The resolution was passed unanimously with the majority votes of the shareholders attending the meeting and casting their votes for the approval of the allocation of profit from the operating results of the Company for the year ended December 31, 2022, and the dividend payment, with the following voting result:

Resolution	Vote	Percent
Approval	179,218,232	100.0000 %
Disapproval	0	0.0000 %
Abstention	0	-
Voided Ballot	0	0.0000 %

Note: There was no additional shareholder or proxy attending the meeting.

Agenda 8 To consider and approve the issuance and offering for sale of 13,235,463 units of warrants representing the right to purchase ordinary shares of Beryl 8 Plus Plc. No. 1 (BE8-W1), to the existing shareholders according to their shareholding proportions

The Chairman assigned Ms. Wisara Harnchonboth, legal advisor from Tilleke & Gibbins International Ltd. (the “legal advisor”), to act as a reporter on this agenda.

The legal advisor reported to the meeting that, the Company wishes to issue and offer for sale of 13,235,463 units of warrants representing the right to purchase ordinary shares of Beryl 8 Plus Plc. No. 1 (BE8-W1) (“BE8-W1”), to be allocated to the Company’s existing shareholders according to their shareholding proportions. The list of shareholders eligible to BE8-W1 allocations will be determined on May 30, 2023 (Record Date). The warrants will be offered free of charge, at the allotment ratio of 20 existing ordinary shares to 1 unit of the warrants (any fractions of warrants from the calculation of the allotment ratios will be rounded down). The term of BE8-W1 will be 3 years, starting from their issuance. Warrant holders may exercise their rights on every 31st day of March, 30th Day of June, 30th day of September, and 31st day of December of each year, and the last day of exercise their rights is the expiry date of BE8-W1 and the exercise ratio is 1 unit of warrants to 1 ordinary share, unless the exercise price is adjusted in accordance with the conditions on the

adjustment of rights at the exercise price 75 Baht per share. The details of the issuance and offering for sale of BE8-W1 are shown in Enclosure 6. The Company also wishes to authorize the Board of Directors and/or the Executive Committee, and/or any persons designated by the Board of Directors and/or the Executive Committee to: (1) determine and amend the conditions and other details concerning the issuance and offering for sale of the warrants, as necessary and appropriate, such as the details of the offering for sale; (2) sign applications for permissions and any relevant evidence with regard to the issuance of the warrants, and to coordinate and file such applications and evidence with the relevant authority or agency responsible for the issuance of warrants and the listing of the Company's warrants on the SET; and (3) do any other acts as necessary and appropriate with respect to the issuance and offering for sale of the warrants.

Please note that the allocation of BE8-W1 is still not certain, because it must firstly be considered and approved by the 2023 Annual General Meeting of Shareholders.

Subsequently, the Board of Directors considered and deemed it appropriate to propose to the shareholders' meeting to consider and approve the issuance and offering for sale of 13,235,463 units of warrants representing the right to purchase ordinary shares of Beryl 8 Plus Plc. No. 1 (BE8-W1), to the existing shareholders according to their shareholding proportions and the authorization of the Board of Directors and/or the Executive Committee, and/or any persons designated by the Board of Directors and/or the Executive Committee to do any acts as necessary and appropriate with respect to the issuance and offering for sale of the warrants as detailed above.

The Chairman gave the shareholders an opportunity to ask questions or express comments or opinions. However, there was no shareholder asking or expressing any additional opinions. Therefore, it suggested the meeting to cast votes on this agenda to consider and approve the issuance and offering for sale of 13,235,463 units of warrants representing the right to purchase ordinary shares of Beryl 8 Plus Plc. No. 1 (BE8-W1), to the existing shareholders according to their shareholding proportions.

The Meeting Moderator informed the meeting that the resolution for this agenda item required the majority votes of the shareholders attending the meeting and casting their votes.

The Meeting Resolution The resolution was passed unanimously with the majority votes of the shareholders attending the meeting and casting their votes for the approval of the issuance and offering for sale of 13,235,463 units of warrants representing the right to purchase ordinary shares of Beryl 8 Plus Plc. No. 1 (BE8-W1), to the existing shareholders according to their shareholding proportions, with the following voting result:

Resolution	Vote	Percent
Approval	179,218,232	100.0000 %
Disapproval	0	0.0000 %
Abstention	0	-

Voided Ballot	0	0.0000 %
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Note: There was no additional shareholder or proxy attending the meeting.

Agenda 9 To consider and approve an increase in the Company's registered capital in the amount of 18,649,971 Baht, from 120,322,397 Baht to 138,972,368 Baht, by way of issuing 37,299,942 newly-issued ordinary shares, at the par value of 0.50 Baht per share, and the amendments to Clause 4 of the Memorandum of Association of the Company, to make it consistent with the Company's increased registered capital

The Chairman assigned the legal advisor to act as a reporter on this agenda.

The legal advisor reported to the meeting that the Company wishes to pay dividends in the form of the Company's ordinary shares as proposed for the shareholders' meeting's consideration and approval in Agenda item 7 above and wishes to issue and offer the Warrants BE8-W1 to the existing shareholders proportionate to their respective shareholdings as proposed for the shareholders' meeting's consideration and approval in Agenda item 8 above, the Company is required to increase the Company's registered capital in the amount of 18,649,971 Baht, from 120,322,397 Baht to 138,972,368 Baht , by way of issuing 37,299,942 newly issued ordinary shares, at the par value of 0.50 Baht per share, and the amendments to Clause 4 of the Memorandum of Association of the Company, to make it consistent with the Company's increased registered capital. The details of the increase in the Company's registered capital are shown in Enclosure 7.

Subsequently, the Board of Directors considered and deemed it appropriate to propose to the shareholders' meeting to consider and approve an increase in the Company's registered capital in the amount of 18,649,971 Baht , from 120,322,397 Baht to 138,972,368 Baht, by way of issuing 37,299,942 newly-issued ordinary shares, at the par value of 0.50 Baht per share, and the amendments to Clause 4 of the Memorandum of Association of the Company, to make it consistent with the Company's increased registered capital as detailed above.

The Chairman gave the shareholders an opportunity to ask questions or express comments or opinions. However, there was no shareholder asking or expressing any additional opinions. Thus, the Chairman suggested the meeting to cast votes on this agenda to consider and approve an increase in the Company's registered capital in the amount of 18,649,971 Baht , from 120,322,397 Baht to 138,972,368 Baht, by way of issuing 37,299,942 newly-issued ordinary shares, at the par value of 0.50 Baht per share, and the amendments to Clause 4 of the Memorandum of Association of the Company, to make it consistent with the Company's increased registered capital.

The Meeting Moderator informed the meeting that this agenda requires a vote of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and entitled to vote.

The Meeting Resolution The resolution was passed unanimously with more than three-fourths (3/4) of the total number of votes of shareholders attending at the meeting and holding the right to vote for the approval of an increase in the Company's registered capital in the amount of 18,649,971 Baht, from 120,322,397 Baht to 138,972,368 Baht, by way of issuing 37,299,942 newly-issued ordinary shares, at the par value of 0.50 Baht per share, and the amendments to Clause 4 of the Memorandum of Association of the Company, to make it consistent with the Company's increased registered capital, with the following voting result:

Resolution	Vote	Percent
Approval	179,218,232	100.0000 %
Disapproval	0	0.0000 %
Abstention	0	-
Voided Ballot	0	0.0000 %

Note: There was no additional shareholder or proxy attending the meeting.

Agenda 10 To consider and approve the allocation of the Company's newly-issued ordinary shares to the existing shareholders according to their shareholding proportions, and to accommodate the exercise of the rights under warrants representing the right to purchase ordinary shares of Beryl 8 Plus Plc. No. 1 (BE8-W1), which will be allocated to the existing shareholders according to their shareholding proportions and to accommodate dividend payments

The Chairman assigned the legal advisor to act as a reporter on this agenda.

The legal adviser reported to the meeting that the Company wishes to pay dividends in the form of the Company's ordinary shares as proposed for the shareholders' meeting's consideration and approval in Agenda item 7 above and wishes to issue and offer the Warrants BE8-W1 to the existing shareholders proportionate to their respective shareholdings as proposed for the shareholders' meeting's consideration and approval in Agenda item 8 above, The Company is required to allocate 37,299,942 newly-issued ordinary shares, at the par value of 0.50 Baht as follows:

- (1) Allocation of 13,235,463 newly-issued ordinary shares, at the par value of 0.50 Baht per share, to accommodate the exercise of the rights under warrants representing the right to purchase ordinary shares of Beryl 8 Plus Plc. No. 1 (BE8-W1), which will be issued and offered for sale to the existing shareholders according to their shareholding proportions; and
- (2) Allocation of 24,064,479 newly-issued ordinary shares, at the par value of 0.50 Baht per share, to accommodate dividend payments.

The details of the allocation of the Company's newly-issued ordinary shares are shown in Enclosure 7.

Subsequently, the Board of Directors considered and deemed it appropriate to propose to the shareholders' meeting to consider and approve the allocation of 37,299,942 newly-issued ordinary shares, at the par value of 0.50 Baht as follows:

1. Allocation of 13,235,463 newly-issued ordinary shares, at the par value of 0.50 Baht per share, to accommodate the exercise of the rights under warrants representing the right to purchase ordinary shares of Beryl8 Plus Plc. No.1(BE8-W1), which will be issued and offered for sale to the existing shareholders according to their shareholding proportions; and
2. Allocation of 24,064,479 newly-issued ordinary shares, at the par value of 0.50 Baht per share, to accommodate dividend payments as detailed above.

The Chairman gave the shareholders an opportunity to ask questions or express comments or opinions. However, there was no shareholder asking or expressing any additional opinions. Thus, the Chairman suggested the meeting to cast votes on this agenda to consider and approve the allocation of the Company's newly-issued ordinary shares to the existing shareholders according to their shareholding proportions, and to accommodate the exercise of the rights under warrants representing the right to purchase ordinary shares of Beryl 8 Plus Plc. No. 1 (BE8-W1), which will be allocated to the existing shareholders according to their shareholding proportions and to accommodate dividend payments.

The Meeting Moderator informed the meeting that the resolution for this agenda item required the majority votes of the shareholders attending the meeting and casting their votes.

The Meeting Resolution The resolution was passed with majority votes of the shareholders attending the meeting and casting their votes for the approval of the allocation of the Company's newly-issued ordinary shares to the existing shareholders according to their shareholding proportions, and to accommodate the exercise of the rights under warrants representing the right to purchase ordinary shares of Beryl 8 Plus Plc. No. 1 (BE8-W1), which will be allocated to the existing shareholders according to their shareholding proportions and to accommodate dividend payments , with the following voting result:

Resolution	Vote	Percent
Approval	179,218,232	100.0000 %
Disapproval	0	0.0000 %
Abstention	0	-
Voided Ballot	0	0.0000 %

Note: There was no additional shareholder or proxy attending the meeting.

Agenda 11 Any other matter (if any)

The Meeting Moderator reported to the meeting that for the agenda 11, the Company allowed shareholders to ask question and/or express opinion (if any) of which the Board of Director would give answers to shareholders without proposing any matter to the meeting for casting vote and resolution on this agenda.

The Meeting Moderator reported that according to the Company gave the opportunity for shareholders to submit questions in advance from March 28, 2023 to April 20, 2023, it appears that no shareholder has sent questions but express comments to the Company.

The Chairman, then, gave the shareholders an opportunity to ask questions or express comments or opinions; a number of shareholders asked questions and gave suggestions as follows:

Mr. Kanin Reanthonglert, a shareholder, asked questions as follows:

- Question**
1. Whether the operating result in the 1st quarter in line with the Company expectation, is there any result not according to the prediction, and what is the outlook for the 2nd quarter operating result?
 2. Whether the election would affect the acquisition of the government's jobs and how?

Mr. Apisek Tewinpagti, Chief Executive Officer, answered to above questions as follows:

- Answer**
1. The Company is still unable to publicly disclose the operating results of the 1st quarter and 2nd quarter. However, it can be seen that the demand for digital transformation in the overall business trend are growth in every service such as CRM, Data, Cyber Security, Staff Augmentation and Digitalization which has been growing continuously, as a result, the customers of the group will be increased in all industry, both domestically and internationally, therefore, the overall performance of the group will grow continuously.
 2. The Company deems that no matter which party would be elected as the government, the country development should be the priority, and technology is an important part that every party or government cannot avoid, for example, the investment and development in cyber security is necessary. Therefore, the Company believed that the results of the election will not have any impact on the group of companies. However, if the election is clear, it will benefit the group of companies since there will be more projects from the government.

Since commenting or answering questions is complete, and there were no further questions and comments, the Chairman declared that the meeting has considered completely regarding the meeting agenda. On behalf of the Board of Directors of Beryl 8 Plus Public Company Limited, the Chairman expressed his appreciation to the shareholders for their presence at the meeting, then declared the meeting adjourned.

The meeting was adjourned at 12.00 hrs.

- Signature -

(Mr. Chatchaval Jiaravanon)

Chairman of the Meeting

- Signature -

(Ms. Unchalee Inthamrong)

Corporate Secretary

The minute taker

The 2023 Annual Registration Statement (Form 56-1 One Report) in the Form of QR Code

The Stock Exchange of Thailand by Thailand Securities Depository Co., Ltd., as a securities registrar, has developed a system which allows SET Listed Companies to send to the shareholders the documents regarding the General Meeting of Shareholders and the annual report in the electronic form accessible through QR Code in order for the shareholders to access the information with ease. Shareholders can download the Annual Registration Statement 2023 (Form 56-1 One Report) through QR Code below or as appeared on the registration form.



QR Code Downloading Procedures for the 2023 Annual Registration Statement (Form 56-1 One Report)

For iOS System (iOS 11 and above)

1. Turn on mobile phone camera.
2. Scan the QR Code
3. The notification will appear on top of the screen. Click on the notification to access documents related to the meeting.

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

For Android System

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

How to scan QR Code with LINE application

- 1.1 Open LINE application and click on "Add friend".
 - 1.2 Choose QR Code
 - 1.3 Scan QR Code
2. Scan the QR Code to access documents related to the meeting.

**Profiles of the Nominated Candidates to be Directors
in Replacement of the Retired Directors**

1. Mr. Chatchaval Jiaravanon

Type of director proposed: Director
 Current position: Chairman of the Board of Directors
 Age: 61 years
 Date of Appointment as Director: May 27, 2021
 Number of years as director: 3 years (from the date of conversion to a public company in 2021)



Education:

- Bachelor of Business Administration, University of Southern California, USA

Training:

- Director Accreditation Program (DAP) 71/2008, Thai Institute of Directors
- Corporate Governance for Capital Market Intermediaries (CGI) 13/2016, Thai Institute of Directors
- Top Executive Program in Commerce and Trade (TEPCoT) Class 5, Commerce Academy
- Executive Program Class 9, Capital Market Academy (CMA)
- National Defence Course Class 51, National Defence College

Position in Other Listed Companies:

Period	Position	Company
2023 – present	Chairman of the Board of Directors / Director	IFCG Company Public Limited
2020 – Present	Member of Compensation and Nomination Committee	Frasers Property (Thailand) Public Company Limited
2003 – Present	Independent Director / Member of Audit Committee	
2017 – Present	Chairman of Risk Management Committee	WP Energy Public Company Limited
2014 – Present	Director / Member of Executive Committee	
2016 – Present	Member of the Nomination and Compensation Committee	SVI Public Company Limited
2013 – Present	Independent Director	
2013 – Present	Chairman of the Board of Directors	Finansia Syrus Securities Public Company Limited
2000 – Present	Director	AEON Thana Sinsap (Thailand) Public Company Limited

Position in Other Important Companies / Organizations (Non-Listed Companies):

Position	Company
Chairman of the Board of Directors	Thai Kodama Company Limited
Director	Echo Autoparts (Thailand) Company Limited
Chairman of the Board of Directors	Charoen Energy and Water Asia Company Limited
Director	Radiant Power Company Limited
Chairman of the Board of Directors	Inception Technology Company Limited

Current position in other business that may compete with or have any conflict of interest against the Company:

-None-

Meeting Attendance in the year 2023:

- Board of Directors Meeting attendance: 6/7 times (equivalent to 85.71%)
- 2023 Annual General Meeting of Shareholders attendance: 1/1 time (equivalent to 100%)

Shareholding (Ordinary Shares), as of January 31, 2024

Held personally: 8,965,228 shares (3.39%)

Held by Spouse or minor children: -None-

Nomination Criteria and Procedure:

The Board of Directors authorized the Nomination and Remuneration Committee to determine a nomination framework to ensure that the nominated candidates are able to discharge their duties in accordance with duty of care and duty of loyalty, possess knowledge, experience, and specific abilities that are in line with the Company's business strategies, as well as possess full qualifications in accordance with the Public Limited Companies Act, without any prohibited characteristics under the criteria of the Office of The Securities and Exchange Commission and other regulatory agencies.

In the case of re-election of Directors for another term, the Nomination and Remuneration Committee shall take into consideration the performance throughout tenure, dedication, interests or conflicts of interest which may arise in the Company, providing helpful recommendations and opinions, participation of in various activities of the Company.

Additional qualifications of the nominated Director:

Qualifications	Status	
Qualification according to the laws and does not have prohibited qualifications according to the announcement of the Capital Market Supervisory Board	Yes	
Passed the consideration process specified by the Company and qualified according to the relevant regulations and suitable for the Company business	Yes	
Family relationship between Executives or major shareholder of the Company or Subsidiaries	- None -	
Background of illegal conduct during the past 10 years	Qualifications	
1. Having been a bankrupt person or having never been dishonest person in bankruptcy and incompetent or quasi-incompetent.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2. Having been sentenced by a final judgement of the Court to imprisonment except for an offence committed through negligence or a petty offence, or having never been sentenced by a final judgement of the Court to imprisonment for an offence against properties committed through dishonesty.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
3. Having been subjected to a judgement or the court order to nationalize his/her property due to irregular wealth or tremendous increase of asset.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

2. Mr. Chatrapee Tantixalerm

Type of director proposed: Independent Director
 Current position: Independent Director / Member of the Audit Committee / Chairman of the Nomination and Remuneration Committee
 Age: 61 years
 Date of Appointment as Director: May 27, 2021
 Number of years as director: 3 years (from the date of conversion to a public company in 2021)



Education:

- Master of Business Administration, Finance and International Business, SASIN
- Bachelor of Science, Electrical Engineering, University of Wisconsin-Madison, USA

Training:

- Director Accreditation Program (DAP) 48/2005, Thai Institute of Directors
- Corporate Governance for Capital Market Intermediaries (CGI) 2/2015, Thai Institute of Directors

Position in Other Listed Companies:

Period	Position	Company
2017 – Present	Independent Director / Member of the Audit Committee / Member of the Nomination and Remuneration Committee / Chairman of the Corporate Governance Committee	Matching Maximize Solution Public Company Limited
2015 – Present	Independent Director / Chairman of the Audit Committee / Member of the Nomination and Remuneration Committee	SISB Public Company Limited
2019 – Present	Independent Director / Chairman of the Audit Committee	TSFC Securities Public Company Limited

Position in Other Companies / Organizations (Non-Listed Companies):

Period	Position	Company
2018 – Present	Director	Association of Investment Committee (AIMC)
2020 – Present	Member of the Appeal committee	The Stock Exchange of Thailand
2015 – Present	Vice Chairman of the Board of Directors / Chief Executive Officer	Talis Asset Management Company Limited
2015 – Present	Chairman of the Board of Directors / Independent Director	Frasers Property Commercial Asset Management (Thailand) Company Limited

Current position in other business that may compete with or have any conflict of interest against the Company:

-None-

Meeting Attendance in the year 2023:

- Board of Directors Meeting attendance: 7/7 times (equivalent to 100%)
- 2023 Annual General Meeting of Shareholders attendance: 1/1 time (equivalent to 100%)
- Audit Committee Meeting attendance: 4/4 time (equivalent to 100%)
- Nomination and Remuneration Committee 3/3 time (equivalent to 100%)

Shareholding (Ordinary Shares), as of January 31, 2024

Held personally: 11,000 shares (0.004%)
 Held by Spouse or minor children: -None-

Nomination Criteria and Procedure:

The Board of Directors authorized the Nomination and Remuneration Committee to determine a nomination framework to ensure that the nominated candidates are able to discharge their duties in accordance with duty of care and duty of loyalty, possess knowledge, experience, and specific abilities that are in line with the Company's business strategies, as well as possess full qualifications in accordance with the Public Limited Companies Act, without any prohibited characteristics under the criteria of the Office of The Securities and Exchange Commission and other regulatory agencies.

In the case of re-election of Directors for another term, the Nomination and Remuneration Committee shall take into consideration the performance throughout tenure, dedication, interests or conflicts of interest which may arise in the Company, providing helpful recommendations and opinions, participation of in various activities of the Company.

Additional qualifications of the nominated Director:

Qualifications	Status	
Qualification according to the laws and does not have prohibited qualifications according to the announcement of the Capital Market Supervisory Board	Yes	
Passed the consideration process specified by the Company and qualified according to the relevant regulations and suitable for the Company business	Yes	
Family relationship between Executives or major shareholder of the Company or Subsidiaries	- None -	
Background of illegal conduct during the past 10 years	Qualifications	
4. Having been a bankrupt person or having never been dishonest person in bankruptcy and incompetent or quasi-incompetent.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
5. Having been sentenced by a final judgement of the Court to imprisonment except for an offence committed through negligence or a petty offence, or having never been sentenced by a final judgement of the Court to imprisonment for an offence against properties committed through dishonesty.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
6. Having been subjected to a judgement or the court order to nationalize his/her property due to irregular wealth or tremendous increase of asset.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

Information for considering the election of Independent Directors:

Qualifications	Status	
The Board of Directors has considered and deems that the person to be nominated as an independent director has qualifications in accordance with the laws related to the requirements relating to independent directors	Yes	
Having the following interest with the Company / subsidiaries / associates or any legal entities that have conflicts, at present or in the past 2 years	Qualifications	
1. Being a director who has been involved in management, an official, a staff or an advisor receiving a salary.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2. Having business relationship with the Company by way of providing any professional service, e.g., legal advisor, financial advisor, etc.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
3. Being a director appointed to be the representative of the Company's director, major shareholder, or shareholder who has relationship with the major shareholder.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4. Having family relationship between directors and executives or major shareholder of the Company or Subsidiary.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

3. Mr. Krisada Ketphupong

Type of director proposed: Director

Current position: Director / Member of the Risk Management Committee / Member of the Executive Committee

Age: 47 years

Date of Appointment as Director: November 10, 2022

Number of years as director: 1 years 4 months



Education:

- Master of Science, Information Technology, King Mongkut's University of Technology Thonburi
- Bachelor of Science, Applied Physics, King Mongkut's Institute of Technology Ladkrabang

Training:

- Director Accreditation Program (DAP) 196/2022, Thai Institute of Directors

Position in Other Listed Companies: -None-

Position in Other Companies / Organizations (Non-Listed Companies):

Period	Position	Company
2024 – Present	Director	CarbonX Company Limited
2023 – Present	Director	Bay Computing Public Company Limited (Bay Computing Company Limited transformed into a public company limited on February 14, 2024)
2022 – Present	Director	Extend Holding Company Limited
2009 – Present	Director	Extend IT Resource Company Limited

Current position in other business that may compete with or have any conflict of interest against the Company:

-None-

Meeting Attendance in the year 2023:

- Board of Directors Meeting attendance: 6/6 times (equivalent to 100%)
- 2023 Annual General Meeting of Shareholders attendance: 1/1 time (equivalent to 100%)
- Risk Management Committee Meeting attendance: 1/1 time (equivalent to 100%)
- Executive Committee Meeting attendance: 8/9 time (equivalent to 88.89%)

Shareholding (Ordinary Shares), as of January 31, 2024

Held personally: 4,567,310 shares (1.73%)

Held by Spouse or minor children: 6,851,766 shares (2.59%)

Nomination Criteria and Procedure:

The Board of Directors authorized the Nomination and Remuneration Committee to determine a nomination framework to ensure that the nominated candidates are able to discharge their duties in accordance with duty of care and duty of loyalty, possess knowledge, experience, and specific abilities that are in line with the Company's business strategies, as well as possess full qualifications in accordance with the Public Limited Companies Act, without any

prohibited characteristics under the criteria of the Office of The Securities and Exchange Commission and other regulatory agencies.

In the case of re-election of Directors for another term, the Nomination and Remuneration Committee shall take into consideration the performance throughout tenure, dedication, interests or conflicts of interest which may arise in the Company, providing helpful recommendations and opinions, participation of in various activities of the Company.

Additional qualifications of the nominated Director:

Qualifications	Status	
Qualification according to the laws and does not have prohibited qualifications according to the announcement of the Capital Market Supervisory Board	Yes	
Passed the consideration process specified by the Company and qualified according to the relevant regulations and suitable for the Company business	Yes	
Family relationship between Executives or major shareholder of the Company or Subsidiaries	- None -	
Background of illegal conduct during the past 10 years	Qualifications	
7. Having been a bankrupt person or having never been dishonest person in bankruptcy and incompetent or quasi-incompetent.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
8. Having been sentenced by a final judgement of the Court to imprisonment except for an offence committed through negligence or a petty offence, or having never been sentenced by a final judgement of the Court to imprisonment for an offence against properties committed through dishonesty.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
9. Having been subjected to a judgement or the court order to nationalize his/her property due to irregular wealth or tremendous increase of asset.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

Definition of Independent Director

An Independent Director is the director who does not manage the company or its subsidiaries and is independent from management and major shareholders. He or she has none of business with the Company that may decrease the Company's benefit and/or the shareholder's benefit.

The Company has determined the qualification of independent director to be equal to minimum requirement of The Securities and Exchange Commission, Thailand and the Stock Exchange of Thailand as follows:

1. Holding not more than one percent of the total shares with voting rights of the Company, subsidiaries, associated companies, major shareholders or controllers, inclusive of the shareholding by those related to that particular independent director;
2. Not being or never having been a director participating in administration, an employee, staff member, advisor who receives regular salary or a controller of the Company, its parent company, subsidiaries, associated companies, subsidiaries of the same tier, major shareholders or of a controller of the Company, unless such status has lapsed for at least 2 years;
3. Not being a person with any blood relation or by lawful marriage, whether as a father, mother, spouse, sibling and offspring, including offspring's spouse, of another director, executive, major shareholder, controller or a person nominated as director, executive or controller of the Company or subsidiaries;
4. Not or never having any business relationship with the Company, its parent company, subsidiaries, associated companies, major shareholders or controllers in such manner which may interfere with the exercise of his/her independent judgment, and not being or never having been a material shareholder or controller with business relationship with the Company, its parent company, subsidiaries, associated companies, major shareholders or controllers, unless such status has lapsed for at least 2 years;
5. Not being or never having been an auditor of the Company, its parent company, subsidiaries, associated companies, major shareholders or controllers, and not being a material shareholder, controller or partner of such audit firm where the auditor of the Company, its parent company, subsidiaries, associated companies, major shareholders or controllers is employed, unless such status has lapsed for at least 2 years;
6. Not being or never having been a professional service provider, including legal consultant or financial advisor which earns more than THB 2 million of service fees per year from the Company, its parent company, subsidiaries, associated companies, major shareholders or controllers, and not being a material shareholder, controller or partner of that professional service provider, unless such status has lapsed for at least 2 years;

7. Not being a director appointed to represent the Company, a major shareholder or any shareholder which is related to a major shareholder;
8. Not engaging in any business identical to and in competition with that of the Company or its subsidiaries, or not being a material partner in any partnership nor being a director participating in administration, an employee, staff member, advisor who receives regular salary, or holding more than 1 percent of all voting shares of another company which engages in any business identical to and in competition with that of the Company or its subsidiaries;
9. Having no other characteristics which prevent him/her from independently providing an opinion on the Company's operations;
10. An independent director can be an independent director of an affiliated company, but a member of the Audit Committee is prohibited from being a director of a parent company, subsidiary or subsidiary at the same level (sister company) which are listed companies;
11. After being appointed as an independent director, that independent director may be assigned by the board of directors to make a decision on the business operation of the Company, its parent company, subsidiaries, associated companies, major shareholders or controllers in the form of collective decision. However, a member of the Audit Committee is prohibited from taking part in the decision making on the business operation.

Profiles of the proposed Auditors for the year 2024

Vatcharin Pasarapongkul

Partner

EY Office Limited

Certified Public Accountant No.

6660



Profiles and Work Experience

Working Period : 1999 - present

Professional Qualification : Certified Public Accountant (Thailand)
Auditor Approved by the office of The Securities and Exchange
Commission of Thailand

Academic Qualification : Master of Science in Accounting, Thammasat University

Experience : He has been auditor, working with EY Office Limited, for more than 25 years in various businesses, including those listed on the Stock Exchange of Thailand and multinational companies. He expert in the telecommunications, manufacturing, services, and real estate industries.

Relationship with or Interest in (except for the audit service) the Company, Subsidiaries, Executives, Major Shareholders, or their Related Persons Capable of Undermining the Ability to Perform Duties Independently : -None-

Contact Details : EY Office Limited
33rd Floor, Lake Rajada Office Complex
193/136-137 Rajadapisek Road, Klongtoey, Bangkok 10110
Telephone: 02 264 9090
Facsimile: 02 264 0789

Profiles of the proposed Auditors for the year 2024

Isaraporn Wisutthiyan

Partner

EY Office Limited

Certified Public Accountant No.

7480



Profiles and Work Experience

Working Period : 1993 - present

Professional Qualification : Certified Public Accountant (Thailand)
Auditor Approved by the office of The Securities and Exchange
Commission of Thailand

Academic Qualification : Bachelor of Accounting, Assumption University

Experience : Isaraporn has over 31A years' experience in audit with EY Office Limited in a number of differences industries, serving both Thai and multinational clients and also in the SET and MAI clients. She worked for a number of years on audits in the telecommunications industry and otherwise has a broad range of experience in oil and gas, transport, manufacturing and trading industries. In recent years however, she has built up a large portfolio of experience in the power and utilities, retail business, e-commerce. Isaraporn's experience also includes leading internal control reviews of Thai subsidiaries of multinationals to ensure compliance with Sarbanes-Oxley and due diligence work.

Relationship with or Interest in (except for the audit service) the Company, Subsidiaries, Executives, Major Shareholders, or their Related Persons Capable of Undermining the Ability to Perform Duties Independently : -None-

Contact Details : EY Office Limited
33rd Floor, Lake Rajada Office Complex
193/136-137 Rajadapisek Road, Klongtoey, Bangkok 10110
Telephone: 02 264 9090
Facsimile: 02 264 0789

Profiles of the proposed Auditors for the year 2024

Kittiphun Kiatsomphob

Partner

EY Office Limited

Certified Public Accountant No.

8050



Profiles and Work Experience

- Working Period : 1997 - present
- Professional Qualification : Certified Public Accountant (Thailand)
Auditor Approved by the office of The Securities and Exchange Commission of Thailand
- Academic Qualification : Master's degree in Accounting, Thammasat University
Bachelor's degree in Accounting, Thammasat University
- Experience : Over 27 years of audit working experience with EY and also has experience working with a number of multinational clients and listed clients. Kittiphun leads and supervises audits in a number of different fields, but with particular emphasis on listed companies involved in oil & gas, real estate and construction. In addition to the mentioned audit work, he has also been extensively involved in a number of non-audit assignments especially in oil & gas sector, including PTT, led and advised on the accounting issues relating to business restructuring.

Relationship with or Interest in (except for the audit service) the Company, Subsidiaries, Executives, Major Shareholders, or their Related Persons Capable of Undermining the Ability to Perform Duties Independently : -None-

Contact Details : EY Office Limited
33rd Floor, Lake Rajada Office Complex
193/136-137 Rajadapisek Road, Klongtoey, Bangkok 10110
Telephone: 02 264 9090
Facsimile: 02 264 0789

Advice on Required Documents for E-AGM Registration, Appointment of Proxy, Voting, and Vote Counting

Attending the E-AGM

Shareholders/ proxies (except the shareholders who appoint the Independent Director as the proxies), who wish to attend the E-AGM is required to submit a request to attend the E-AGM (“E-Request”) together with the required documents in order to obtain “Username, Password, and Weblink” for registration in advance starting from April 18, 2024 at 8:30 a.m. onward.

Please submit an E-Request at <https://con.inventech.co.th/BE8165842R/#/homepage> or browse the website by scan this QR CODE



Appointment of Proxy

Shareholders can appoint other persons as their proxies to attend the meeting and vote on their behalf. The Company has provided 3 Proxy Forms in accordance with the forms specified by the Department of Business Development, the Ministry of Commerce (Attachment 9), i.e.,

Proxy Form A. is a general form that is simple and uncomplicated.

Proxy Form B. is an explicit form that sets out specific details of authorization.

Proxy Form C. is a form to be used specifically by shareholders who are foreign investors and have appointed a custodian in Thailand to be their share depository.

Procedures for the appointment of proxy are as follows:

- (1) General shareholders may choose to use only either Proxy Form A. or Form B. The Company recommends the shareholders to use Proxy Form B. and specify the voting for each agenda item.
- (2) Shareholders who are foreign investors and have appointed a Custodian in Thailand to be a share depository and keeper are recommended to use Proxy Form C.
- (3) The shareholders who appoint the proxy, shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her number of shares to different proxies for separate voting.
- (4) The shareholders can appoint either one of the Company’s Independent Directors by completing Proxy Form B. and specify the voting for each agenda item. E-Request submission is not required in this case.
- (5) THB 20 stamp duty must be affixed with the crossed-out mark and specifying the date in the proxy form.
- (6) If the shareholder would like to revoke the proxy, the shareholder must inform the Company in writing of the revocation intention by April 24, 2024, before the meeting date.

Required Documents and Evidence

1. Shareholders / Proxies who wish to attend the E-AGM in Person

1.1 Individual Shareholders

(1) Attendance the E-AGM in Person

(a) Copy of valid identification card, government officer card, driver's license, or passport (in case of foreigner), certified as true and correct copy by the shareholder.

(2) Attendance by Proxy

(a) Proxy form (either Form A. or Form B.) correctly and completely filled in, signed by the grantor and the proxy.

(b) Copy of valid identification card, government officer card, driver's license, or passport (in case of foreigner) of the grantor, certified as true and correct copy by the grantor.

(c) Copy of valid identification card, government officer card, driver's license, or passport (in case of foreigner) of the proxy, certified as true and correct copy by the proxy.

1.2 Juristic Person Shareholders

(1) Attendance in Person by the Authorized Person of the Juristic Person

(a) Copy of valid identification card, government officer card, driver's license, or passport (in case of foreigner) of the authorized person of the juristic person attending the Meeting in person, certified as true and correct copy by him/her.

(b) Copy of an affidavit of the juristic person granted by government authorities (issued no longer than 1 year prior to the meeting date) certified as true and correct copy by the authorized person attending the E-AGM, with the statement showing that such authorized person is empowered to act on behalf of such juristic person as the shareholder.

(2) Attendance by Proxy

(a) Proxy form, (either Form A. or Form B.) correctly and completely filled in, signed by the grantor and the proxy.

(b) Copy of valid identification card, government officer card, driver's license, or passport (in case of foreigner) of the authorized person (as the grantor), certified as true and correct copy by the grantor.

(c) Copy of an affidavit of the juristic person granted by government authorities (issued no longer than 1 year prior to the meeting date) certified as true and correct copy by the authorized person as the grantor, and power of attorney (if any), with the statement showing that such authorized person is empowered to act on behalf of such juristic person as the shareholder.

- (d) Copy of valid identification card, government officer card, driver's license, or passport (in case of foreigner) of the proxy, certified as true and correct copy by the proxy.
- (3) Appointment of Proxy in the case of Shareholders who are Foreign Investors and have appointed a Custodian in Thailand to be a Share Depository and Keeper**
- (a) The Proxy Form C., correctly and completely filled in, signed by the authorized representative of the custodian who is the grantor and signed by the proxy.
 - (b) Required documents from the Custodian as specified above in clause 1.2 (1) and (2), as the case may be.
 - (c) Document confirming that the person who signed the proxy form is permitted to operate the Custodian business.
 - (d) A copy of Power of Attorney from the shareholder who appoints the Custodian to sign the proxy form on his/her behalf.

After the submission of the request and necessary evidence to the E-Request system, the shareholder is requested to send the original executed proxy form with its supporting necessary evidence to the Company:

Beryl 8 Plus Public Company Limited
Corporate Secretary Department
33/4 the 9th Tower Grand Rama9 Building (Tower B), 19th Floor
Rama 9 Road, Huai Khwang, Bangkok 10310

2. Appointment of the Company's Independent Directors as a Proxy

Shareholders can appoint one of the Company's Independent Directors (whose profiles are in Attachment 8) by completing Proxy Form B. with accurate information specifying clear voting instruction in each agenda item and signed by the grantor. Supporting evidence of the grantor must be provided.

Please deliver the completed Proxy Form appointing the Independent Director, together with necessary evidence to the Company within April 19, 2024 for verification. Please send to:

Beryl 8 Plus Public Company Limited
Corporate Secretary Department
33/4 the 9th Tower Grand Rama9 Building (Tower B), 19th Floor
Rama 9 Road, Huai Khwang, Bangkok 10310

E-Request submission is not required in the case of appointment of the independent directors as a proxy.

- 3. In case of any changes of title/ name/ surname, copy of evidence of such changes, certified as true and correct copy, shall also be submitted.
- 4. For any foreign language documents which are not in English, English translation of such documents are required and must be certified as true translation by the shareholders or the authorized person of the juristic persons.

Vote Casting and Vote Counting via Electronic Means (e-Voting)

Vote casting and vote counting will be conducted via electronic means (e-Voting) which will be controlled and managed by Inventech Connect system. The vote casting and vote counting procedures are as follows.

1. One share shall have one vote.
2. Shareholders or proxies shall cast the votes to only one of: approve, disapprove, or abstain. The votes on each agenda item cannot be divided (except for the voting of the Custodian).
3. In case of Proxy:
 - 3.1 In a case where the shareholder has specified clear instructions in the proxy form, the votes will be recorded in accordance with the instructions. The proxy will not be required to vote during the meeting.
 - 3.2 In the case where the shareholder does not specifically identify or the instruction is unclear, the proxy is entitled to consider and vote on behalf of the shareholder as appropriate.
4. In casting the votes for each agenda item, the e-Voting system will be open for shareholders and proxies to cast their votes. Shareholders or proxies who attend the meeting but do not cast their votes through the e-Voting system shall be deemed as having approved such agenda item.
5. For the agenda: To approve the appointment of directors to replace the directors who are due to retire by rotation, the Company will arrange the vote casting for the appointment of each nominated director individually.
6. Before casting the votes in each agenda item, the chairman of the meeting or the person designated by the chairman of the meeting will give the shareholders and the proxies an opportunity to inquire or comment on the issues related to such agenda item as appropriate.
7. Resolutions of the meeting require the following votes:
 - 7.1 In ordinary cases, a resolution of the meeting requires a simple majority vote of the shareholders attending the meeting and casting their votes.
 - 7.2 In other cases, as specified otherwise by laws or the Company's Articles of Association, a resolution of the meeting shall be in accordance with the laws or the Company's Articles of Association. The Company has already remarked the required resolution for each agenda item.
 - 7.3 In the case of a tied, the chairman of the meeting shall have an additional vote as the deciding vote.
 - 7.4 A shareholder or a proxy who has any special interests in any matter shall not be entitled to vote on such matter.
 - 7.5 The vote counting will be conducted immediately and the chairman of the meeting or the person designated by the chairman of the meeting will announce the voting results to the meeting after the completion of the vote counting for each agenda item.


7.6 Vote counting in this E-AGM is conducted via electronic means controlled and managed by Inventech Connect system without physical ballot. As a result, this meeting would not have invalid ballots.

Guidelines for attending of Electronic Meeting by Inventech Connect

Shareholders and proxies wishing to attend the AGM Meeting via electronic means ("E-AGM"), please proceed according to the procedure for submitting the request form to attend the E-AGM as follows:

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

1. Shareholders must submit a request to attend the E-AGM via Web Browser at

<https://con.inventech.co.th/BE8165842R/#/homepage> or scan QR Code  and follow the steps the steps as shown.



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

- 1 Click the above URL link or scan QR Code.
- 2 Choose type of request form to proceed the following 4 steps
Step 1 Fill in the information shown on the registration.
Step 2 Fill in the information for verification.
Step 3 Verify via OTP
Step 4 Successful transaction, the system will display information again to verify the exactitude of the information
- 3 Please wait for an email from the officer informing you of meeting

2. For Shareholders / Proxies who would like to attend the E-AGM (except for the proxies granted to the Company's Independent Director), the electronic registration will be **available from April 18, 2024 at 08:30 hours and shall be closed on April 25, 2024 (until the meeting adjourn)**.

3. The E-AGM conference system will be **available on April 25, 2024 at 08:00 hours** (2 hours before the opening of the meeting). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the E-AGM conference system.

Appointment of Proxy to the Company's Independent Directors

For Shareholders who authorize the Company's Independent Directors to attend and vote on his or her behalf, please proceed in accordance with the instruction in the Attachment 6. The Proxy Form together with required documents must be submitted to the Company by **April 19, 2024** by deliver to the following address:

Beryl 8 Plus Public Company Limited
Corporate Secretary Department
33/4, the 9th Tower Grand Rama9 Building (Tower B), 19th Floor
Rama 9 Road, Huai Khwang, Bangkok 10310

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



02-931-9137



@inventechconnect



The system available during April 18 – 25, 2024 at 08.30– 17.30 hours

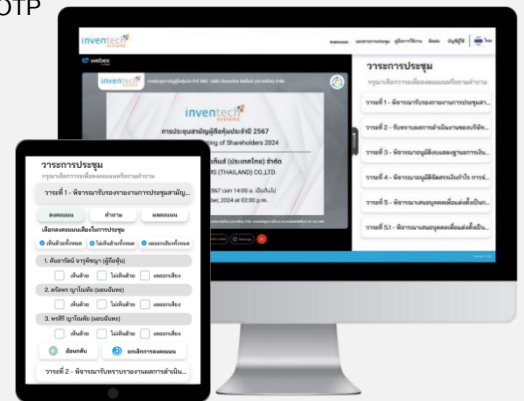
(Specifically excludes holidays and public holidays)



Report a problem

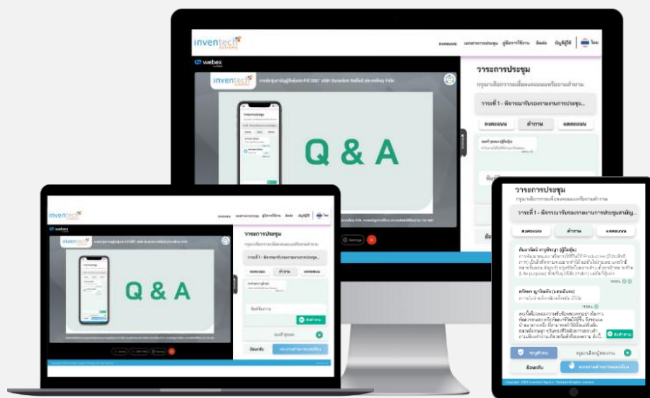
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

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



To cancel the latest vote, please press the button “Cancel latest Vote” (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result). Shareholders can change your votes until the voting system is closed on each agenda.

Step to ask questions via Inventech Connect



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

How to use Inventech Connect



User Manual e-Request



User Manual e-Voting

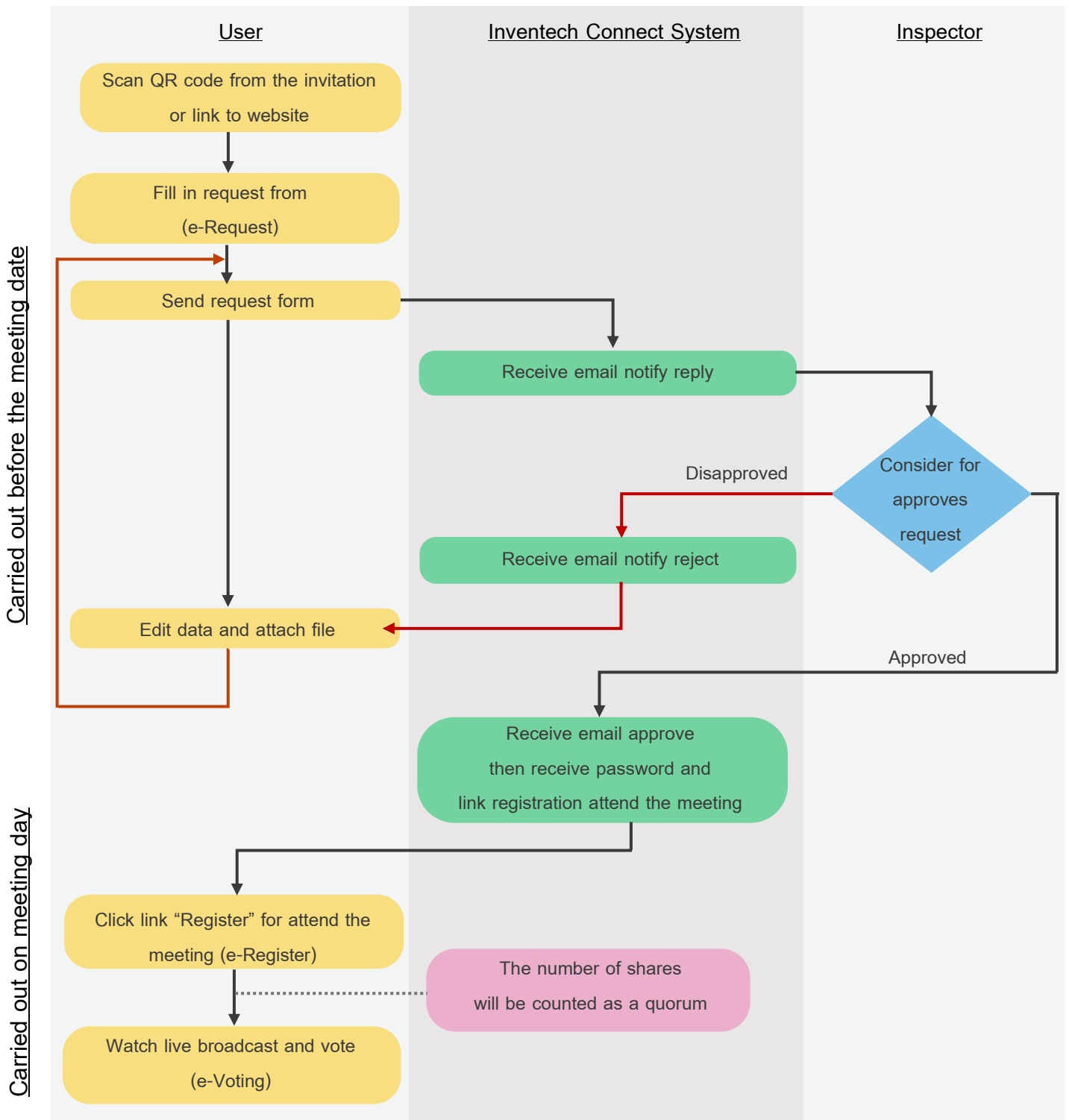


Video of using Inventech Connect

Remark: Operation of the E-AGM conference system and Inventech Connect systems will be subject to the shareholders / proxies supporting internet system, including equipment and/or program that can use for best performance. Please use the following equipment and/or program:

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

Flowchart for the Meeting Attendance via e-Meeting



Condition of use

In case Merge account/change account

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

In case Exit the meeting

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

Profiles of the Independent Directors to be the Proxy for Shareholders

Name - Surname: Mr. Udomsakdi Apichatthanapath

Age: 44 years

Position: Independent Director / Member of the Audit Committee /
Chairman of the Risk Management Committee /
Member of the Nomination and Remuneration Committee

Address: Beryl 8 Plus Public Company Limited
33/4, the 9th Tower Grand Rama 9 Building (Tower B),
19th Floor, Rama 9 Road, Huai Khwang, Bangkok 10310



Working experience during the past 5 years

Position in Other Listed Companies: -None-

Position in Other Companies / Organizations (Non-Listed Companies):

Period	Position	Company
2019 – Present	Chairman of the Board of Directors	Thousand Keys Company Limited
2018 – Present	Director	Fatima Development 2018 Company Limited
2015 – Present	Director	Fatima Development Company Limited
2006 – Present	Managing Director	Fatima R.B.D.S International Company Limited

➤ **Family relationship between Executives or major shareholder of the Company or Subsidiaries**

- None -

➤ **Conflict of interest which is different from other directors in any agenda of the 2024 Annual General Meeting of Shareholders:**

- None -

หนังสือมอบฉันทะ (แบบ ก.)

Proxy Form (Form A)

อากรแสตมป์ 20 บาท Duty Stamp 20 Baht

เขียนที่ _____

Written at _____

วันที่ _____ เดือน _____ พ.ศ. _____

Date _____ Month _____ Year _____

(1) ข้าพเจ้า

I/We

อยู่บ้านเลขที่ _____

Address

สัญชาติ _____

Nationality

(2) เป็นผู้ถือหุ้นของ

บริษัท เบริล 8 พลัส จำกัด (มหาชน) (“บริษัทฯ”)

As a shareholder of

Beryl 8 Plus Public Company Limited (“The Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม

holding the total amount of

 หุ้นสามัญ

ordinary share

 หุ้นบุริมสิทธิ

preferred share

หุ้น

shares

หุ้น

shares

หุ้น

shares

และออกเสียงลงคะแนนได้เท่ากับ

and have the rights to vote equal to

ออกเสียงลงคะแนนได้เท่ากับ

and have the rights to vote equal to

ออกเสียงลงคะแนนได้เท่ากับ

and have the rights to vote equal to

เสียง ดังนี้

votes as follows:

เสียง

votes

เสียง

votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทฯ ได้ โดยมีรายละเอียดตามสิ่งที่ส่งมาด้วย 8)

Hereby appoint (The shareholder may appoint the independent director of the Company of which details as in Attachment 8)

 (1) ชื่อ (Name) _____ อายุ (Age) _____ ปี (Years)

อยู่บ้านเลขที่ (Residing at) _____ ถนน (Road) _____ ตำบล/แขวง (Tambol/Kwaeng) _____

อำเภอ/เขต (Amphur/Khet) _____ จังหวัด (Province) _____ รหัสไปรษณีย์ (Postal Code) _____ หรือ (or)

 (2) ชื่อ (Name) _____ อายุ (Age) _____ ปี (Years)

อยู่บ้านเลขที่ (Residing at) _____ ถนน (Road) _____ ตำบล/แขวง (Tambol/Kwaeng) _____

อำเภอ/เขต (Amphur/Khet) _____ จังหวัด (Province) _____ รหัสไปรษณีย์ (Postal Code) _____ หรือ (or)

 (3) ชื่อ (Name) _____ อายุ (Age) _____ ปี (Years)

อยู่บ้านเลขที่ (Residing at) _____ ถนน (Road) _____ ตำบล/แขวง (Tambol/Kwaeng) _____

อำเภอ/เขต (Amphur/Khet) _____ จังหวัด (Province) _____ รหัสไปรษณีย์ (Postal Code) _____

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ของบริษัทฯ ในวันพฤหัสบดีที่ 25 เมษายน 2567 เวลา 10.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E – AGM) ตามพระราชกำหนดว่าด้วยการประชุมผ่านสื่ออิเล็กทรอนิกส์ พ.ศ. 2563 และหลักเกณฑ์ที่เกี่ยวข้อง หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote in the Annual General Meeting of Shareholders for the Year 2024 of the Company Thursday, April 25, 2024, at 10:00 hrs. through electronic means (E-AGM) in accordance with the Emergency Decree on Electronic Meeting, B.E. 2563 (2020) and other related regulations or at any adjournment thereof to any other date, time, and venue.

Attachment 9

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำการทุกประการ

For any act performed by the proxy at the Meeting, it shall be deemed as such acts had been done by me/us in all respects.

ลงชื่อ _____ ผู้มอบฉันทะ

Signature (_____) Shareholder

ลงชื่อ _____ ผู้รับมอบฉันทะ

Signature (_____) Proxy

ลงชื่อ _____ ผู้รับมอบฉันทะ

Signature (_____) Proxy

ลงชื่อ _____ ผู้รับมอบฉันทะ

Signature (_____) Proxy

หมายเหตุ / Remarks

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและการออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

Shareholders shall appoint only one proxy to attend and vote at the meeting. Shareholders may not split number of shares and appoint more than one proxy in order to split votes.

หนังสือมอบฉันทะ (แบบ ข.) (แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว)

Proxy Form (Form B) (SPECIFIC DETAILS FORM)

อากศแสตมป์ 20 บาท Duty Stamp 20 Baht

เขียนที่ _____

Written at _____

วันที่ _____ เดือน _____ พ.ศ. _____

Date _____ Month _____ Year _____

(1) ข้าพเจ้า

I/We

อยู่บ้านเลขที่ _____

Address

สัญชาติ

Nationality

(2) เป็นผู้ถือหุ้นของ

บริษัท เบริล 8 พลัส จำกัด (มหาชน) (“บริษัทฯ”)

As a shareholder of

Beryl 8 Plus Public Company Limited (“The Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม

holding the total amount of

 หุ้นสามัญ

ordinary share

 หุ้นบุริมสิทธิ

preferred share

หุ้น

shares

หุ้น

shares

หุ้น

shares

และออกเสียงลงคะแนนได้เท่ากับ

and have the rights to vote equal to

ออกเสียงลงคะแนนได้เท่ากับ

and have the rights to vote equal to

ออกเสียงลงคะแนนได้เท่ากับ

and have the rights to vote equal to

เสียง ดังนี้

votes as follows:

เสียง

votes

เสียง

votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทฯ ได้ โดยมีรายละเอียดตามสิ่งที่ส่งมาด้วย 8)

Hereby appoint (The shareholder may appoint the independent director of the Company of which details as in Attachment 8)

 (1) ชื่อ (Name) _____ อายุ (Age) _____ ปี (Years)

อยู่บ้านเลขที่ (Residing at) _____ ถนน (Road) _____ ตำบล/แขวง (Tambol/Kwaeng) _____

อำเภอ/เขต (Amphur/Khet) _____ จังหวัด (Province) _____ รหัสไปรษณีย์ (Postal Code) _____ หรือ (or)

 (2) ชื่อ (Name) _____ อายุ (Age) _____ ปี (Years)

อยู่บ้านเลขที่ (Residing at) _____ ถนน (Road) _____ ตำบล/แขวง (Tambol/Kwaeng) _____

อำเภอ/เขต (Amphur/Khet) _____ จังหวัด (Province) _____ รหัสไปรษณีย์ (Postal Code) _____ หรือ (or)

 (3) ชื่อ (Name) _____ อายุ (Age) _____ ปี (Years)

อยู่บ้านเลขที่ (Residing at) _____ ถนน (Road) _____ ตำบล/แขวง (Tambol/Kwaeng) _____

อำเภอ/เขต (Amphur/Khet) _____ จังหวัด (Province) _____ รหัสไปรษณีย์ (Postal Code) _____

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ของบริษัทฯ ในวันพฤหัสบดีที่ 25 เมษายน 2567 เวลา 10.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E – AGM) ตามพระราชกำหนดว่าด้วยการประชุมผ่านสื่ออิเล็กทรอนิกส์ พ.ศ. 2563 และหลักเกณฑ์ที่เกี่ยวข้อง หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote in the Annual General Meeting of Shareholders for the Year 2024 of the Company Thursday, April 25, 2024, at 10:00 hrs. through electronic means (E-AGM) in accordance with the Emergency Decree on Electronic Meeting, B.E. 2563 (2020) and other related regulations or at any adjournment thereof to any other date, time, and venue.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I / We authorize the proxy to vote on my/our behalf at the Meeting as follows:

วาระที่ 1 : พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2566

Agenda 1 : To consider and certify the Minutes of the 2023 Annual General Meeting of Shareholders

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

เห็นด้วย / Approve

ไม่เห็นด้วย / Disapprove

งดออกเสียง / Abstain

วาระที่ 2 : รับทราบรายงานผลการดำเนินงานของบริษัทฯ ในรอบปี 2566

Agenda 2 : To Acknowledge the Company's Operations for the Year 2023

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

เห็นด้วย / Approve

ไม่เห็นด้วย / Disapprove

งดออกเสียง / Abstain

วาระที่ 3 : พิจารณานุมัติงบการเงินเฉพาะกิจการและงบการเงินรวมของบริษัทฯ และบริษัทย่อย สำหรับรอบบัญชีสิ้นสุด ณ วันที่ 31 ธันวาคม 2566

Agenda 3 : To consider and approve the Financial Statements for the year ended December 31, 2023

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

เห็นด้วย / Approve

ไม่เห็นด้วย / Disapprove

งดออกเสียง / Abstain

วาระที่ 4 : พิจารณานุมัติเลือกตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ

Agenda 4 : To consider and approve the election of directors to replace those who are retired by rotation

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

การแต่งตั้งกรรมการทั้งหมด

The appointment of all directors

เห็นด้วย / Approve

ไม่เห็นด้วย / Disapprove

งดออกเสียง / Abstain

การแต่งตั้งกรรมการเป็นรายบุคคล

The appointment of each director

(1) นายชัชวาลย์ เจียรนวนนท์ / Mr. Chatchaval Jiaravanon

เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

(2) นายฉัตรพี ดันติเฉลิม / Mr. Chatrapee Tantixalerm

เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

(3) นายกฤษดา เกตุภู่งษ์ / Mr. Krisada Ketphupong

เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

วาระที่ 5 : พิจารณานุมัติค่าตอบแทนกรรมการ ประจำปี 2567

Agenda 5 : To consider and approve the remuneration to the Board of Directors for the year 2024

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

วาระที่ 6 : พิจารณานุมัติแต่งตั้งผู้สอบบัญชี และกำหนดค่าตอบแทนผู้สอบบัญชี ประจำปี 2567

Agenda 6 : To consider and approve the appointment of the Auditor and the audit fees of the group for the year 2024

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

วาระที่ 7 : พิจารณานุมัติการจัดสรรเงินกำไรจากผลการดำเนินงานของบริษัทฯ สำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2566 และการจ่ายเงินปันผล

Agenda 7 : To consider and approve the allocation of profit from the operating results of the Company for the year ended December 31, 2023, and the dividend payment

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

วาระที่ 8 : พิจารณานุมัติการเปลี่ยนแปลงตราประทับของบริษัทฯ

Agenda 8 : To consider and approve the amendment of the Company seal

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

วาระที่ 9 : พิจารณานุมัติการแก้ไขเพิ่มเติมข้อบังคับของบริษัทฯ

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

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

วาระที่ 10 : พิจารณานุมัติการออกและเสนอขายหุ้นสามัญที่ออกใหม่ของบริษัท เบย์ คอมพิวติ้ง จำกัด (มหาชน) ให้แก่กรรมการผู้บริหารและพนักงานของบริษัท เบย์ คอมพิวติ้ง จำกัด (มหาชน)

Agenda 10: To consider and approve the Offering of the New Ordinary Shares of Bay Computing Public Company Limited to Directors, Executives and Employees of Bay Computing Public Company Limited

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

วาระที่ 11 : พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 11 : Any other matter (if any)

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

A proxy's vote in any agenda which does not comply with those specified in this Proxy Form, shall be considered as invalid and not my/our voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณา หรือลงมติในเรื่องใด นอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลง หรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I have not declared a voting intention in any agenda or my determination is not clear or in case the meeting consider or passes resolution in any matters apart from those agendas specified above, including the case that there is any amendment or addition of any fact, the proxy shall have the rights to consider and vote as to his/her consideration.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

I / We shall be fully liable for any action taken by the proxy at the meeting, except for the case that the proxy does not cast the vote as specified in this Proxy Form.

ลงชื่อ _____ ผู้มอบฉันทะ
Signature (_____) Shareholder

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy

หมายเหตุ / Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและการออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

Shareholders shall appoint only one proxy to attend and vote at the meeting. Shareholders may not split number of shares and appoint more than one proxy in order to split votes.

2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

In agenda regarding the appointment of new directors, the ballot can be either for all the nominated candidates as a whole or for an individual nominee.

3. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

In case there are further agenda apart from specified above brought into consideration in meeting, the shareholders may use the Attachment to Proxy Form B.

ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ข.

Attachment to Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท เบริล 8 พลัส จำกัด (มหาชน) (“บริษัทฯ”) ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ในวันพฤหัสบดีที่ 25 เมษายน 2567 เวลา 10.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) ตามพระราชกำหนดว่าด้วยการประชุมผ่านสื่ออิเล็กทรอนิกส์ พ.ศ. 2563 และหลักเกณฑ์ที่เกี่ยวข้อง หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The proxy is granted by a shareholder of Beryl 8 Plus Public Company Limited (“The Company”) for the 2024 Annual General Meeting of Shareholders held on Thursday, April 25, 2024, at 10:00 hrs. through electronic means (E-AGM) in accordance with the Emergency Decree on Electronic Meeting, B.E. 2563 (2020) and other related regulations or at any adjournment thereof to any other date, time, and venue.

ระเบียบวาระที่ _____ เรื่อง _____

Agenda Item _____ Subject: _____

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) A proxy has the rights to consider and vote on my/our behalf.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) A proxy votes on my/our following purposes:
- เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

ระเบียบวาระที่ _____ เรื่อง _____

Agenda Item _____ Subject: _____

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) A proxy has the rights to consider and vote on my/our behalf.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) A proxy votes on my/our following purposes:
- เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

ระเบียบวาระที่ _____ เรื่อง _____

Agenda Item _____ Subject: _____

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) A proxy has the rights to consider and vote on my/our behalf.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) A proxy votes on my/our following purposes:
- เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

ระเบียบวาระที่ _____ เรื่อง เลือกลงตั้งกรรมการ (ต่อ)

Agenda Item _____ Subject: Election of directors (Continued)

ชื่อกรรมการ / Name of the Director _____

- เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

ชื่อกรรมการ / Name of the Director _____

- เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

ชื่อกรรมการ / Name of the Director _____

เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

ข้าพเจ้าขอรับรองว่ารายการในใบประจำต่อแบบหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

I / We certified that the details in this Attachment to Proxy Form are completely correct and totally true.

ลงชื่อ _____ ผู้มอบฉันทะ
Signature (_____) Shareholder

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy

หนังสือมอบฉันทะ (แบบ ค.) (สำหรับผู้ถือหุ้นต่างประเทศที่แต่งตั้งผู้ถือหุ้นในประเทศไทยเท่านั้น)
Proxy Form (Form C) (For foreign shareholders who have custodians in Thailand only)

อากรแสตมป์ 20 บาท
Duty Stamp 20 Baht

เขียนที่ _____

Written at _____

วันที่ _____ เดือน _____ พ.ศ. _____

Date _____ Month _____ Year _____

- (1) ข้าพเจ้า (I/We) _____ สัญชาติ (Nationality) _____ อายุ (Age) _____ ปี (Years)
อยู่บ้านเลขที่ (Residing at) _____ ถนน (Road) _____ ตำบล/แขวง (Tambol/Kwaeng) _____
อำเภอ/เขต (Amphur/Khet) _____ จังหวัด (Province) _____ รหัสไปรษณีย์ (Postal Code) _____
ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้แก่ _____
ซึ่งเป็นผู้ถือหุ้นของ บริษัท เบริล 8 พลัส จำกัด (มหาชน) (“บริษัทฯ”)

as the Custodian of _____ who is a shareholder of Beryl 8 Plus Public Company Limited (“The Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม	หุ้น	และออกเสียงลงคะแนนได้เท่ากับ	เสียง ดังนี้
holding the total amount of	shares	and have the rights to vote equal to	votes as follows:
<input type="checkbox"/> หุ้นสามัญ	หุ้น	ออกเสียงลงคะแนนได้เท่ากับ	เสียง
ordinary share	shares	and have the rights to vote equal to	votes
<input type="checkbox"/> หุ้นบุริมสิทธิ	หุ้น	ออกเสียงลงคะแนนได้เท่ากับ	เสียง
preferred share	shares	and have the rights to vote equal to	votes

- (2) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทฯ ได้ โดยมีรายละเอียดตามสิ่งที่ส่งมาด้วย 8)

Hereby appoint (The shareholder may appoint the independent director of the Company of which details as in Attachment 8)

(1) ชื่อ (Name) _____ อายุ (Age) _____ ปี (Years)
อยู่บ้านเลขที่ (Residing at) _____ ถนน (Road) _____ ตำบล/แขวง (Tambol/Kwaeng) _____
อำเภอ/เขต (Amphur/Khet) _____ จังหวัด (Province) _____ รหัสไปรษณีย์ (Postal Code) _____ หรือ (or)

(2) ชื่อ (Name) _____ อายุ (Age) _____ ปี (Years)
อยู่บ้านเลขที่ (Residing at) _____ ถนน (Road) _____ ตำบล/แขวง (Tambol/Kwaeng) _____
อำเภอ/เขต (Amphur/Khet) _____ จังหวัด (Province) _____ รหัสไปรษณีย์ (Postal Code) _____ หรือ (or)

(3) ชื่อ (Name) _____ อายุ (Age) _____ ปี (Years)
อยู่บ้านเลขที่ (Residing at) _____ ถนน (Road) _____ ตำบล/แขวง (Tambol/Kwaeng) _____
อำเภอ/เขต (Amphur/Khet) _____ จังหวัด (Province) _____ รหัสไปรษณีย์ (Postal Code) _____

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ของบริษัทฯ ในวันพฤหัสบดีที่ 25 เมษายน 2567 เวลา 10.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E – AGM) ตามพระราชกำหนดว่าด้วยการประชุมผ่านสื่ออิเล็กทรอนิกส์ พ.ศ. 2563 และหลักเกณฑ์ที่เกี่ยวข้อง หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote in the Annual General Meeting of Shareholders for the Year 2024 of the Company Thursday, April 25, 2024, at 10:00 hrs. through electronic means (E-AGM) in accordance with the Emergency Decree on Electronic Meeting, B.E. 2563 (2020) and other related regulations or at any adjournment thereof to any other date, time, and venue.

- (3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี ดังนี้

I/We authorize the proxy to vote on my/our behalf at the Meeting as follows:

- มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือ และมีสิทธิออกเสียงลงคะแนนได้

Grant proxy the total amount of shares holding and entitled to vote.

- มอบฉันทะบางส่วน คือ หุ้นสามัญ _____ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ _____ เสียง

Grant partial shares of ordinary share _____ shares and have the rights to vote equal to _____ votes

- หุ้นบุริมสิทธิ _____ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ _____ เสียง

preference share _____ shares and have the rights to vote equal to _____ votes

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด _____ เสียง

The total number of voting rights is _____ Votes

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I / We authorize the proxy to vote on my/our behalf at the Meeting as follows:

วาระที่ 1 : พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2566

Agenda 1 : To consider and certify the Minutes of the 2023 Annual General Meeting of Shareholders

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง

Approve _____ vote: Disapprove _____ votes Abstain _____ votes

วาระที่ 2 : รับทราบรายงานผลการดำเนินงานของบริษัทฯ ในรอบปี 2566

Agenda 2 : To Acknowledge the Company's Operations for the Year 2023

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง

Approve _____ vote: Disapprove _____ votes Abstain _____ votes

วาระที่ 3 : พิจารณานุมัติงบการเงินเฉพาะกิจการและงบการเงินรวมของบริษัทฯ และบริษัทย่อย สำหรับรอบบัญชีสิ้นสุด ณ วันที่ 31 ธันวาคม 2566

Agenda 3 : To consider and approve the Financial Statements for the year ended December 31, 2023

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง

Approve _____ vote: Disapprove _____ votes Abstain _____ votes

วาระที่ 4 : พิจารณานุมัติเลือกตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ

Agenda 4 : To consider and approve the election of directors to replace those who are retired by rotation

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

การแต่งตั้งกรรมการทั้งหมด

The appointment of all directors

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง

Approve _____ votes Disapprove _____ votes Abstain _____ votes

การแต่งตั้งกรรมการเป็นรายบุคคล

The appointment of each director

(1) นายชัชวาลย์ เจียรนวนนท์ / Mr. Chatchaval Jiaravanon

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง

Approve _____ votes Disapprove _____ votes Abstain _____ votes

(2) นายฉัตรพี ดันติเฉลิม / Mr. Chatrapee Tantixalerm

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง

Approve _____ votes Disapprove _____ votes Abstain _____ votes

(3) นายกฤษดา เกตุภู่งษ์ / Mr. Krisada Ketphupong

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง

Approve _____ votes Disapprove _____ votes Abstain _____ votes

วาระที่ 5 : พิจารณานุมัติค่าตอบแทนกรรมการ ประจำปี 2567

Agenda 5 : To consider and approve the remuneration to the Board of Directors for the year 2024

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง

Approve _____ vote: Disapprove _____ votes Abstain _____ votes

วาระที่ 6 : พิจารณานุมัติแต่งตั้งผู้สอบบัญชี และกำหนดค่าตอบแทนผู้สอบบัญชี ประจำปี 2567

Agenda 6 : To consider and approve the appointment of the Auditor and the audit fees of the group for the year 2024

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

- (a) A proxy has the rights to consider and vote on my/our behalf.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) A proxy votes on my/our following purposes:
- เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
- Approve _____ vote: Disapprove _____ votes Abstain _____ votes
- วาระที่ 7 : พิจารณานุมัติการจัดสรรเงินกำไรจากผลการดำเนินงานของบริษัทฯ สำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2566 และการจ่ายเงินปันผล
- Agenda 7 : To consider and approve the allocation of profit from the operating results of the Company for the year ended December 31, 2023, and the dividend payment
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) A proxy has the rights to consider and vote on my/our behalf.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) A proxy votes on my/our following purposes:
- เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
- Approve _____ vote: Disapprove _____ votes Abstain _____ votes
- วาระที่ 8 : พิจารณานุมัติการเปลี่ยนแปลงตราประทับของบริษัทฯ
- Agenda 8 : To consider and approve the amendment of the Company seal
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) A proxy has the rights to consider and vote on my/our behalf.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) A proxy votes on my/our following purposes:
- เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
- Approve _____ vote: Disapprove _____ votes Abstain _____ votes
- วาระที่ 9 : พิจารณานุมัติการแก้ไขเพิ่มเติมข้อบังคับของบริษัทฯ
- Agenda 9 : To consider and approve the amendment to the Company's Articles of Association
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) A proxy has the rights to consider and vote on my/our behalf.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) A proxy votes on my/our following purposes:
- เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
- Approve _____ vote: Disapprove _____ votes Abstain _____ votes
- วาระที่ 10 : พิจารณานุมัติการออกและเสนอขายหุ้นสามัญที่ออกใหม่ของบริษัท เบย์ คอมพิวเตอร์ จำกัด (มหาชน) ให้แก่กรรมการผู้บริหารและพนักงานของบริษัท เบย์ คอมพิวเตอร์ จำกัด (มหาชน)
- Agenda 10: To consider and approve the Offering of the New Ordinary Shares of Bay Computing Public Company

Limited to Directors, Executives and Employees of Bay Computing Public Company Limited

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง

Approve _____ vote: Disapprove _____ votes Abstain _____ votes

วาระที่ 11 : พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 11 : Any other matter (if any)

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง

Approve _____ vote: Disapprove _____ votes Abstain _____ votes

การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

A proxy's vote in any agenda which does not comply with those specified in this Proxy Form, shall be considered as invalid and not my/our voting as a shareholder.

- (5) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณา หรือลงมติในเรื่องใด นอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลง หรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I have not declared a voting intention in any agenda or my determination is not clear or in case the meeting consider or passes resolution in any matters apart from those agendas specified above, including the case that there is any amendment or addition of any fact, the proxy shall have the rights to consider and vote as to his/her consideration.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

I / We shall be fully liable for any action taken by the proxy at the meeting, except for the case that the proxy does not cast the vote as specified in this Proxy Form.

ลงชื่อ _____ ผู้มอบฉันทะ

Signature (_____) Shareholder

ลงชื่อ _____ ผู้รับมอบฉันทะ

Signature (_____) Proxy

ลงชื่อ _____ ผู้รับมอบฉันทะ

Signature (_____) Proxy

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy

หมายเหตุ / Remarks

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศ และแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
Only foreign shareholders as registered in the registration book who have custodians in Thailand can use the Proxy Form C
2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
Evidences to be enclosed with the Proxy Form are:
 - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
Power of Attorney from shareholders authorizing a custodian to sign the Proxy Form on behalf of the shareholder.
 - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)
Letter of certification to certify that the signer in the Proxy Form have a permit to act as a custodian.
3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและการออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
Shareholders shall appoint only one proxy to attend and vote at the meeting. Shareholders may not split number of shares and appoint more than one proxy in order to split votes.
4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
In agenda regarding the appointment of new directors, the ballot can be either for all the nominated candidates as a whole or for an individual nominee.
5. ในกรณีที่มิ่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ
In case there are further agenda apart from specified above brought into consideration in meeting, the shareholders may use the Attachment to Proxy Form C.

ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ค.

Attachment to Proxy Form C

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท เบริล 8 พลัส จำกัด (มหาชน) (“บริษัทฯ”) ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ในวันพฤหัสบดีที่ 25 เมษายน 2567 เวลา 10.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) ตามพระราชกำหนดว่าด้วยการประชุมผ่านสื่ออิเล็กทรอนิกส์ พ.ศ. 2563 และหลักเกณฑ์ที่เกี่ยวข้อง หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The proxy is granted by a shareholder of Beryl 8 Plus Public Company Limited (“The Company”) for the 2024 Annual General Meeting of Shareholders held on Thursday, April 25, 2024, at 10:00 hrs. through electronic means (E-AGM) in accordance with the Emergency Decree on Electronic Meeting, B.E. 2563 (2020) and other related regulations or at any adjournment thereof to any other date, time, and venue.

ระเบียบวาระที่ _____ เรื่อง _____

Agenda Item _____ Subject: _____

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง

Approve _____ vote: Disapprove _____ votes Abstain _____ votes

ระเบียบวาระที่ _____ เรื่อง _____

Agenda Item _____ Subject: _____

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง

Approve _____ vote: Disapprove _____ votes Abstain _____ votes

ระเบียบวาระที่ _____ เรื่อง _____

Agenda Item _____ Subject: _____

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) A proxy has the rights to consider and vote on my/our behalf.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) A proxy votes on my/our following purposes:

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง

Approve _____ vote: Disapprove _____ votes Abstain _____ votes

ระเบียบวาระที่ _____ เรื่อง เลือกตั้งกรรมการ (ต่อ)

Agenda Item _____ Subject: Election of directors (Continued)

ชื่อกรรมการ / Name of the Director _____

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง

Approve _____ votes Disapprove _____ votes Abstain _____ votes

ชื่อกรรมการ / Name of the Director _____

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง

Approve _____ votes Disapprove _____ votes Abstain _____ votes

ชื่อกรรมการ / Name of the Director _____

เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง

Approve _____ votes Disapprove _____ votes Abstain _____ votes

ข้าพเจ้าขอรับรองว่ารายการในใบประจำต่อแบบหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

I / We certified that the details in this Attachment to Proxy Form are completely correct and totally true.

ลงชื่อ _____ ผู้มอบฉันทะ
Signature (_____) Shareholder

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature (_____) Proxy

The Company's Articles of Association Relating to the Shareholders' Meeting and Voting

Section 5

Board of Directors

Article 16. The election of directors shall be made by a majority vote of the shareholders' meeting in accordance with the following criteria and procedures:

- (1) each shareholder shall have one (1) vote for each share held;
- (2) each shareholder shall exercise all the votes he or she has under (1) to elect one or several persons as director(s). In case of election of several persons as directors. The shareholder may not split his/her votes to any person at any extent;
- (3) persons receiving the highest votes in descending order will be elected as directors in proportion to the number of directors who shall be elected at that time. In case the number of persons, who are elected in descending order, and received equal votes, exceeds the number of directors required or who shall be elected at that time, the Chairman shall have a casting vote.

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

The directors to retire during the first and second years following the registration of the Company shall be determined by drawing lots. In subsequent years, the director who has been in office for the longest term shall retire.

A retiring director is eligible for re-election.

Article 20. The shareholders' meeting may vote to remove any director from office before the end of the term by not less than three-quarters (3/4) of the votes of the shareholders who are present and entitled to vote, and no less than one-half (1/2) of the total number of shares held by the shareholders present and entitled to vote.

Article 21. In the case of a vacancy in the Board of Directors otherwise than by rotation, the Board of Directors shall elect one person who is qualified and possesses no prohibited attributes under the Public Limited Companies Act and the Securities and Exchange Law as a replacement director at the next Board of Directors' meeting, except where the remaining duration in office of the director is less than two (2) months. The said replacement director shall hold office only for the remaining term of the director whom he/she replaces.

The resolution of the Board of Directors under paragraph one shall be passed by a vote of not less than three-fourths (3/4) of the number of the remaining directors.

Article 22. Directors shall be entitled to receive remuneration from the Company in the form of awards, meeting allowances, retirement pensions, bonuses or other benefits in other forms according to the approval of the shareholder's meeting requiring at least two-thirds (2/3) of the total number of votes of the shareholders attending the meeting that may designate a fixed amount of directors' remuneration or prescribe specific rules, and which may be fixed from time to time or remain effective until further change made in accordance with the resolution of the shareholder's meeting. In addition, directors are entitled to receive per diem and other welfare according to the Company's regulations.

Provisions in the first paragraph shall not affect the rights of the Company's officer or employee, who has been elected as director, in receiving remuneration and benefits as the Company's officer or employee.

Section 6

Shareholders' Meeting

Article 30. The Board of Directors shall hold an annual general meeting of shareholders within four (4) months after the last day of the Company's fiscal year. Such meeting shall be called "the General Meeting". Shareholders' meeting, other than those specified above, shall be called "the Extraordinary General Meeting". The Board of Directors may summon an Extraordinary General Meeting whenever it deems appropriate.

One or more shareholder(s) holding shares in aggregate of not less than ten (10) percent of the total number of shares sold, may, at any time, subscribe their names in a letter requesting the Board of Directors to hold an extraordinary general meeting of shareholders at any time; provided that they must clearly state the reasons for such request in the said letter. In this case, the Board of Directors shall hold the shareholders' meeting within forty-five (45) days from the date of receipt of such letter.

In the case that the Board of Directors does not hold such meeting within the period specified under Paragraph 2, shareholders who subscribe their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five (45) days from the date of expiration of the period under Paragraph 2. In such case, the meeting is deemed to be shareholder's meeting called by the Board of Directors, and the Company shall be responsible for all necessary expenses as may be incurred in the course of convening such meeting and shall reasonably provide facilitation.

In the case where, at the meeting called by the shareholders under Paragraph 3, the number of shareholders attending the meeting does not constitute a quorum as prescribed in Articles 32, the shareholders under Paragraph 3 shall jointly be responsible for the expenses arising from the arrangement of such shareholders' meeting to the Company.

Article 31. In calling the shareholder's meeting, the Board of Directors shall prepare a written notice of the meeting specifying the place, date, time, agenda of the meeting and the matters to be proposed to the meeting together with reasonable details by explicitly indicating whether they are matters proposed for acknowledgement, for approval or for consideration, as the case may be, including the opinions of the Board of Directors on the said matters, and shall send the same to the shareholders and the Registrar for their information no less than seven (7) days prior to the date of the meeting. The notice of the meeting shall also be published in a newspaper at least three (3) days prior to the date of the meeting for three (3) consecutive days.

The shareholders' meeting shall be held at the location where the Company's head office is situated or nearby provinces as specified by the Board of Directors or shall be held via electronic means as the Board of Directors deems appropriate.

In case of the shareholders' meeting convened via electronic means, the meeting shall be convened in accordance with the related criteria, procedures, regulations and/or any notifications which are effective on the date of the shareholders' meeting.

Article 32. In every shareholders' meeting, there shall be shareholders and proxies (if any) attending the meeting amounting to not less than twenty-five (25) persons or not less than half (1/2) of the total number of shareholders, holding in aggregate of not less than one-third (1/3) of the total number of shares sold, in order to constitute a quorum.

At any shareholders' meeting, if one (1) hour has passed beyond the fixed time for the meeting and the number of shareholders present is inadequate to constitute a quorum as specified in the first Paragraph, and if such shareholders' meeting was convened pursuant to a request of the shareholders, such meeting shall be cancelled. If such shareholder's meeting was not convened pursuant to the request of the shareholders, the meeting shall be summoned once again and the notice summoning such meeting shall be sent to shareholders not less than seven (7) days prior to the meeting date. In the subsequent meeting, a quorum is not required.

Article 33. In the shareholders' meeting, the Chairman of the Board of Directors shall preside over the meeting. If the Chairman is not present at the meeting or unable to perform his/her duties, the Vice-Chairman shall preside over the meeting. If the Vice-Chairman is not present at the meeting or is unable to perform his/her duties, the meeting shall elect one shareholder who attends the meeting to preside over the meeting.

Article 34. In casting votes at the shareholders' meeting, one (1) share shall represent one (1) vote, and any shareholder who has special interests in any matter, shall not be entitled to vote on such matter, except for the voting for election of directors.

Article 35. The resolution of the shareholders' meeting shall consist of the following votes:

- (1) in a normal case, a majority vote of the shareholders who attend the meeting and cast their votes. In case of a tie vote, the Chairman of the meeting shall have a casting vote;
- (2) in the following cases, resolutions shall be passed by votes of not less than three-fourths (3/4) of the total votes of the shareholders who attend the meeting and are entitled to vote;
 - (a) the sale or transfer of the whole or substantial parts of the businesses of the Company to other persons;
 - (b) the purchase or acceptance of transfer of the businesses of private limited companies or public limited companies to the Company;
 - (c) the making, amendment or termination of contracts relating to the leasing out of the whole or substantial part of the Company's business, the designation of the management of any other persons to manage the Company's business, or the consolidation of the business with other persons with an objective towards profit and loss sharing;
 - (d) the addition to or amendment of the Company's Memorandum or Articles of Association;
 - (e) the increase or reduction of the Company's registered capital;
 - (f) the issuance of debentures and other securities under the Securities and Exchange law;
 - (g) the amalgamation with other companies;
 - (h) the dissolution the Company.

Article 36. The agenda of an annual general meeting shall cover the following items:

- (1) To acknowledge the Annual Report of the Board of Directors showing the Company's performance during the previous year.
- (2) To consider and approve the financial statements and statement of profit and loss.
- (3) To consider and approve the allocation of profit and dividend payment.
- (4) To consider and approve the election of new director(s) to replace those retiring by rotation.
- (5) To consider and approve the determination of the remuneration of directors
- (6) To consider and approve the appointment of the auditor and the audit fees and
- (7) To consider other business.

Section 7

Accounting, Finance and Audit

Article 38. The Company shall provide and maintain books of account as well as audits as required by relevant laws and shall prepare balance sheets and profit and loss statements at least once in a twelve (12) month period of the Company's accounting year.

Article 39. The Board of Directors shall cause the balance sheets, and the profit and loss account to be prepared as of the end of the accounting period of the Company, and shall propose the same to the shareholders meeting for approval at the annual general meeting. The Board of Directors shall arrange for the auditor to complete the auditing prior to the proposal of the said balance sheet and the profit and loss account to the shareholders meeting.

Article 40. The Board of Directors shall deliver the following documents to the shareholders together with the notice of the Annual General Meeting of Shareholders:

- (1) A copy of the audited balance sheet and profit and loss statements as well as the auditor's report; and
- (2) An annual report of the Board of Directors with various supporting documents.

Article 41. An auditor shall not be a director, employee, staff, or a person holding any position of the Company.

Article 43. The auditor is obliged to attend the shareholders' meeting of the Company every time that the balance sheet, profit and loss statements, and accounting issues of the Company are considered to clarify the audit to the shareholders. The Company shall deliver to the auditor all reports and documents of the Company that the shareholders must receive at that shareholders' meeting.

Section 8

Dividends and Reserves

Article 44. No dividends shall be paid otherwise than out of profits. If the Company still has an accumulated loss, no dividends shall be paid.

Unless otherwise provided by the Company's articles of association regarding preferred shares, dividends shall be distributed according to the number of shares, with each share receiving an equal amount. Payment of dividends shall be approved by the shareholders' meeting.

The Board of Directors may from time to time pay interim dividends to the shareholders if the Board is of the view that the Company's profits justify such payment. After the dividends have been paid, such dividend payment shall be reported at the next shareholders' meeting.

Payment of dividends shall be made within one (1) month from the date of the resolution of the shareholders' meeting or the Board of Directors' Meeting, as the case may be. The shareholders shall be notified in writing of such payment of dividends, and the notice shall be published in a newspaper for at least three (3) consecutive days.

In case where the shares of the Company have not been completely sold up to the number of shares registered or where the Company has already registered an increase in capital, the Company may pay dividends in whole or in part by issuing new ordinary shares to the shareholders, provided that it has received the approval of the shareholders' meeting.

Article 45. The Company shall allocate not less than five (5) percent of its annual net profit less the accumulated loss brought forward (if any) to a legal reserve fund until this fund attains an amount not less than ten (10) percent of the registered capital. The Board of Directors may propose the shareholders' meeting to approve the allocation of other types of reserves as deemed appropriate.

Privacy Notice

Beryl 8 Plus Public Company Limited (the “Company”) realizes the importance of personal data of shareholders and/or proxy holders, the Company, thus, hereby informs you of the following information in order to comply with the Personal Data Protection Act B.E. 2562 (2019). This privacy notice shall be applied for the collection, use, disclosure, and processing of personal data to identify and authenticate the identity of shareholders and/or proxy holders directly and/or indirectly. Shareholders are kindly requested to study the information and rights for your clear understanding.

1. Personal Data to be Collected by the Company

The company will receive and collect personal data directly obtained from shareholders and/or proxy holders and from Thailand Securities Depository Company Limited (TSD), assigned by the Company as the company's share registrar. Personal data consists of:

- 1.1 General Personal Data, such as name, surname, identification number, date of birth, gender, nationality, shareholder registration number, number of shares, image, video recording, information related to electronic systems access and usage such as Email, IP Address etc.
- 1.2 Contact Information, such as address, telephone and e-mail address etc.

2. Purpose of Collection, Use and Disclosure of Personal Data of the Company

The Company gathers, uses, and discloses personal data for the following purposes:

- 2.1 To convene, arrange and conduct the shareholders’ meeting of the company in accordance with the company’s Articles of Association as well as applicable laws, notifications and rules for meeting arrangement stipulated by the government agencies, including a preparation of minutes of the meeting and a delivery of annual report;
- 2.2 To probably disclose personal data to persons or agencies related to items 2.1 including but not limited to, meeting consultants or government agencies or pursuant to any order of the governmental authorities.

3. Rights of Data Owner

The data owners have the rights, pursuant to the Personal Data Protection Act B.E. 2562 (2019), which includes the right to revoke a consent, the right to request for accessing and obtaining a copy of personal data relevant thereto, or to request for the disclosure of the acquisition of the personal data without consent, the right to request for transferring the personal data to other person as specified by laws, the right to object the collection, use, or disclosure of the personal data, the right to request for deletion or destruction of their personal data or make the information unidentifiable of the owner, or the right to cease to use the personal data, the right

to make the personal data to be accurate, up-to-date, complete, and not misleading, and the right to file a complaint in the event that the data controller or the data processor does not comply with the data protection laws and relevant laws.

4. Personal Data Retention Period

The company shall keep personal data under item 1 throughout the period specified by relevant laws and/ or as deemed necessary to achieve the purpose under item 2.

5. Contact Information for Exercise of Rights of Data Owner

Beryl 8 Plus Public Company Limited

Corporate Secretary Department

33/4, the 9th Tower Grand Rama 9 Building (Tower B),

19th Floor, Rama 9 Road, Huai Khwang, Bangkok 10310

Telephone: 02-116-5081

Question Form for 2024 Annual General Meeting of Shareholders
Beryl 8 Plus Public Company Limited
Thursday, April 25, 2024 at 10.00 hrs.

To Corporate Secretary, Beryl 8 Plus Public Company Limited

I/We, (Name-Surname/Company Name/Fund Name)

Telephone..... email.....

Please indicate with ✓ in the blank ()

() being a shareholder of Beryl 8 Plus Public Company Limited

() being a proxy of who is a shareholder of Beryl 8 Plus
Public Company Limited

wish to submit question(s) relating to the agenda item(s) for the 2024 Annual General Meeting of Shareholders
as follows:

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