



CAZ (Thailand) Public Co., Ltd.

Invitation to the 2021 Annual General Meeting of Shareholders

CAZ (Thailand) Public Company Limited

Friday, 22 April 2022 at 1.30 p.m.

Open for registration at 12.30 p.m.

At Meeting Room A in the Engineering Building
239 Huaypong-Nongbon Road, Huaypong Sub-district,
Muang Rayong District, Rayong 21150

***For convenience during registration of shareholders or proxies attending the meeting,
please bring along the meeting invitation displaying barcode or proxy form
and national identification card or identification document issued by
government agencies as proof of identification.***

*(No complimentary gifts will be given out In order to comply with the policy on transparency
and the guideline for good corporate governance campaigned by the supervising authorities
in relation to the decrease or cancellation of token giving at the annual general meeting of shareholders).*



CAZ (Thailand) Public Co., Ltd.

25 March 2022

Subject: The Annual General Meeting of Shareholder for the year 2022

Attention: The Shareholders of CAZ (Thailand) Public Company Limited

According to the Annual General Meeting of Shareholder for the year 2022 of CAZ (Thailand) Public Company Limited (“the Company”) will be held on Friday 22 April 2022, at Meeting Room A in the Engineering Building, of the Company’s Headquarters 239 Huaypong-Nongbon Road, Huaypong Sub-district, Muang Rayong District, Rayong 21150.

Please Note Due to COVID-19 epidemic, the Company encourages shareholders to authorize Mr. Natie Tabmanie, the Company’s Independent Directors to act as your proxy at the meeting and to vote for you instead of attending the meeting in person. In the event that shareholders attend the meeting in person, the Company asks all shareholders to strictly comply with the recommendations of the Department of Disease Control, Ministry of Public Health regarding “the control of Corona Virus Disease 2019 (COVID-19). And Recommendations for participants at meeting as Follows;

1. Should not attend the meeting if you are sick or have a fever or have symptoms of a respiratory system diseases such as cough, sore throat, sneezing, runny nose, breathe racers.
2. **All participants must wear face masks at all time while attending the meeting** and clean their hands with sanitizer.
3. If you feel you sick, or have a fever or respiratory symptoms; do not attend meetings, seminars or other mass gatherings, and promptly seek medical attention.
4. If you observe that other participants have symptoms like fever, cough and runny nose, advise them to promptly seek attention.
5. Avoid contact with people who are sick, especially patients with respiratory diseases who are not wearing face masks.

For the safety of everyone, the Company has set up screening process to check the temperature of all attendees before the meeting. **The Company reserves the right to not allow people with fever above 37.5 degrees to attend the meeting.** And also no food and beverages will be served to reduce the risk of the spread of virus.



CAZ (Thailand) Public Co., Ltd.

If there are any changes in the situation or additional AGM-related measures from the Government Official, the Company will inform Shareholders via the Company's website www.caz.co.th or www.set.or.th. Please closely follow all news and information via mentioned channels.

Please be informed accordingly.

Yours Sincerely

Mr. Chung Sik Hong

Chief Executive Officer

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25 March 2022

Subject: Invitation to the 2022 Annual General Meeting of Shareholders

To: Shareholders of CAZ (Thailand) Public Company Limited

- Enclosures**
1. 2021 Annual Report including the statement of financial position and income statement in QR Code format which presented on the meeting invitation form
 2. Information on individuals proposed for directorship in replacement for those due to retire by rotation
 3. The Company's Articles of Association relating to shareholders' meetings
 4. Information on independent directors currently in position proposed as proxy for shareholders
 5. Explanation on the registration process, appointment of proxies, and vote casting
 6. Registration form for meeting attendance
 7. Map of the 2022 Annual General Meeting venue
 8. 2021 Annual Report (hard copy) request form
 9. Proxy forms (Form A, Form B, and Form C) in QR Code format. In accordance with the specifications of the Department of Business Development, Ministry of Commerce

The Board of Directors of CAZ (Thailand) Public Company Limited (the "Company") deemed it appropriate to convene the 2022 Annual General Meeting of Shareholders on Friday, 22 April 2022 at 1.30 pm. at Meeting Room A located in the Engineering Building, located on 239 Huaypong-Nongbon Road, Huaypong Sub-district, Muang Rayong District, Rayong 21150 to consider the following meeting agendas.



Agenda 1 To acknowledge the report on the Company’s operating results for the year 2021

Facts and Rationale: Article 35 (1) of the Company’s Articles of Association states that the Annual General Meeting of shareholders shall “consider the Board of Directors’ report with regards to the Company’s operations for the past year”. The Board of Directors summarized the Company’s operating results for the year 2021 (according to the QR code on the meeting invitation form).

The Company operates its business on the basis of transparency, ethics, adherence to good corporate governance principles, and compliance with laws relating to anti-corruption measures and bribery given to officers of the state or the private sector. The Company’s organization structure was designed such that responsibilities are clearly defined by operating process and chain of command so as to achieve appropriate balance of power and checks and balance. Thus, the Company specified anti-corruption measures to serve as a guideline for directors, executives, and personnel of the Company and its subsidiaries.

Opinion of the Board: The Board of Directors deemed it appropriate to propose the acknowledgement of the Company’s operating results for the year 2021, as disclosed in the 2021 Annual Report.

Voting Requirement: This agenda is for acknowledgement and voting is not required.

Agenda 2 To consider and approve the financial statements for the year 2021 ended 31 December 2021

Facts and Rationale: Section 112 of the Public Limited Companies Act B.E. 2535 states that “The Board of Directors shall prepare the statement of financial position and income statement as at the last day of the Company’s accounting period to be proposed to the Annual General Meeting of shareholders for consideration and approval.” and Article 36 (2) of the Company’s Articles of Association states that the Annual General Meeting of shareholders shall “consider and approve the statement of financial position and statement of comprehensive income”. Details on the Company’s operating results appear in the 2021 Annual Report in QR Code format accompanying this meeting invitation form.

Opinion of the Board: The Board of Directors deemed it appropriate to propose the consideration and approval of consolidated financial statements of the Company and its subsidiary and separate financial statements of the Company comprising of the consolidated and separate statements of



financial position as at 31 December 2021, consolidated and separate statements of comprehensive income, consolidated and separate statements of changes in equity, and consolidated and separate cash flow statements for the accounting period ended 31 December 2021, which have been audited and signed by the Company's external auditor, KPMG Phoomchai Audit Limited, reviewed by the Audit Committee, and approved by the Board of Directors. Key information on the Company's financial position and operating results for the year 2021 can be summarized as follows.

Summary of the Company's Financial Statements

Unit: Baht

Statement of Financial Position	Consolidated Financial Statements	Separate Financial Statements
Total assets	1,972,523,515	2,039,506,158
Total liabilities	1,311,234,307	1,394,379,011
Authorised share capital	147,000,000	147,000,000
Paid-up capital	146,999,876	146,999,876
Total equity attributable to owners of the parent	654,073,482	645,127,147
Statement of Comprehensive Income	Consolidated Financial Statements	Separate Financial statements
Total revenues	2,199,234,841	2,202,455,728
Net profit attributable to owners of the parent	136,513,353	133,004,632
Earnings per share (Baht per share)	0.46	0.45

Voting Requirement: This agenda requires the approval of the meeting by a majority vote of shareholders attending and possessing voting rights.

Agenda 3 To consider and approve the appropriation of the Company's net profit for the year 2021 and for dividend payment

Facts and Rationale: The Company's dividend payment policy states that the Company shall pay dividends of no less than 40% of net profit from separate financial statements of the Company after deduction of corporate income tax and statutory reserve and dividend payment shall not pose



significant impact on the Company's normal business operations. However, the aforementioned dividend payment may change depending on the business performance and financial status, liquidity, business expansion plan. Necessity and other suitability in the future of the company and as Section 115 of the Public Limited Companies Act B. E. 2535 and Article 44 of the Company's Articles of Association states that "Dividends shall be paid within (1) month from the date of the shareholders' meeting or Board of Directors' Meeting resolution, as may be the case, and written notice shall be sent to shareholders as well as advertised in newspapers regarding such dividend payment for a period of at least (3) consecutive days." Moreover, Section 116 of the Public Limited Companies Act B.E. 2535 and Article 45 of the Company's Articles of Association states that "The Company shall appropriate no less than 5% of its net profit for the year deducted by accumulated losses (if any) as legal reserve until the amount of legal reserve is no less than 10% of registered capital."

Opinion of the Board: In 2021, the Company's net profit for separate financial statement of Baht 133 Million with no accumulated losses. The Board's resolution approved to allocate the Company's 2021 net profit of separate financial statement as following:

3.1 Allocated net profit of the year ended 2021 as legal reserve amounting to Baht 2.75 Million. (As at 31 December 2021, the Company has the amount of legal reserve not less than 10% of registered capital).

3.2 Dividend payment for the operating result of the period 1 January – 31 December 2021 at the rate of Baht 0.16 per share, the total of dividend payment value is totaling of Baht 47.04 Million. Reflecting to the dividend payout ratio of 36.11%.

The Company will use the record date to determine the name of shareholders who are entitled to receive the dividend is on Friday 18 March 2022. The dividend will be paid on Friday 20 May 2022.

**Comparison table of dividend payment rates in the past year**

Description	1 Jan 2021 – 31 Dec 2021	1 Jan 2020 – 31 Dec 2020
Net profit of separate financial statement (Baht)	133,004,632	56,061,067
Number of shares (share)	293,999,752	280,000,000
Number of stock dividends (share)	-	14,000,000
Stock dividend ration (Existing : New) (Baht/share)	-	20 : 1 0.0250
Fraction of the existing shares after the stock dividend allocation (Baht/share)	-	0.0250
Cash dividend will pay at the rate (Baht/share)	0.16	0.02278
Total dividend rate (Baht / share)	0.16	0.04778
Note	Portion of dividend payment lower than the Company' s dividend payment policy. Regarding to maintain the Company's working capital.	Portion of dividend payment lower than the Company' s dividend payment policy. Regarding to maintain the Company's working capital.

Voting Requirement: This agenda requires the approval of the meeting by a majority vote of shareholders attending and possessing voting rights.

Agenda 4 To consider and approve the appointment of directors in replacement of those due to retire by rotation

Facts and Rationale: The Public Limited Companies Act B.E. 2535 and Article 15 of the Company's Articles of Association states that "In the Annual General Meeting held each year, one-third (1/3) of directors shall vacate position. If the number of directors is not a multiple of (3), the number of directors closest to one-third shall vacate position. In the first and second year after registration of the Company, directors who will vacate position shall be determined by drawing lots, with directors holding the longest duration in position to vacate position in subsequent years. Directors vacating position may be reelected for position." In addition, Article 14 of the Company's Articles of Association states that the Annual General Meeting of shareholders shall "consider the appointment of directors in



replacement of those due to retire by rotation”. In the 2022 Annual General Meeting, 3 directors due to retire are as follows.

1. Mr. Prasert Treeveeranuwat Director / Executive Committee Member / Risk Management Committee Member
2. Mr. Somchai Kanbuakaew Director / Executive Committee Member / Risk Management Committee Member / Chairman of the Nomination and Remuneration Committee
3. Mr. Yeong Cheol Choi Director

Opinion of the Board: (Excluding directors with stake in the matter) The Board of Directors agree with the Nomination and Remuneration Committee’s proposal and deemed it appropriate to propose the consideration and approval of appointment of 3 directors, namely, Mr. Prasert Treeveeranuwat, Mr. Somchai Kanbuakaew, and Mr. Yeong Cheol Choi, for reelection for another term. The Board of Directors are of the opinion that such individuals are qualified, knowledgeable, capable, and experienced, able to contribute benefits to the Company’s business operations. In addition, such individuals undertake their duties with responsibility, caution, honesty, and possess complete qualifications in accordance with the Public Limited Companies Act B. E. 2535 and comply with SEC and SET regulations, with information as shown in **Enclosure 2**.

Moreover, the Company gives shareholders the opportunity to nominate persons who are considered suitable and qualified. In order to be considered as a director according to the criteria disclosed on the Company's website from 15 October 2021 to 13 January 2022, but no one propose nominated for director any names.

Shareholding of Individuals Proposed for Directorship (Shareholders’ book closing as at 18 March 2022)

Names of Individuals Proposed for Directorship	Number of Shares	Voting Rights
Mr. Prasert Treeveeranuwat	2,119,141	2,119,141
Mr. Somchai Kanbuakaew	210	210
Mr. Yeong Cheol Choi	7,497,560	7,497,560

Voting Requirement: This agenda requires the approval of the meeting by a majority vote of shareholders attending and possessing voting rights.



Agenda 5 To consider and approve remuneration for the Board of Directors for the year 2022

Facts and Rationale: Section 90 of the Public Limited Companies Act B.E. 2535 states that “the Company shall not pay to directors’ cash or assets except for remuneration in accordance with the Company’s Articles of Association” and Article 16 of the Company’s Articles of Association states that “directors are entitled to remuneration from the Company in the form of gratuity, meeting allowance, pension, bonus, or other forms of remuneration”.

Opinion of the Board: The Board of Directors deemed it appropriate to propose the consideration and approval of director remuneration for the year 2022 in the form of monthly compensation, meeting allowance and other compensation amounting not more than Baht 2,500,000 (Two million five hundred thousand), based on consideration of appropriateness to the nature of business and relationship to the Company’s operating results consistent with market and industry norms and roles and responsibilities of the Board of Directors, with the following details.

Comparison of Director Remuneration in the Previous Year

Committee	2022	2022	2021	2021
	(Proposed)	(Proposed)		
	Monthly compensation / Person	Meeting Allowance / Meeting / Person	Monthly compensation / Person	Meeting Allowance / Meeting / Person
Chairman of the Board of Directors	35,000	-None-	35,000	-None-
Chairman of the Audit Committee	30,000	-None-	30,000	-None-
Independent Director	25,000	-None-	25,000	-None-
Chairman of the Nomination and Remuneration Committee	-None-	12,500	-None-	12,500
Director	-None-	12,000	-None-	12,000



In 2021, the Company paid director remuneration in the form of meeting allowance totaling Baht 2,000,000 with details as follows.

Names	2021	2020
1. Mr. Narongrit Tavorvisitporn	479,445	420,000
2. Mr. Natie Tabmanie	419,445	360,000
3. Mr. Yingyong Techarungnirun	359,445	300,000
4. Mr. Yeong Cheol Choi ¹	119,445	48,000
5. Mr. Chung Sik Hong	119,440	60,000
6. Ms. Nita Treeweeranuwat	119,445	60,000
7. Mr. Prasert Treeveeranuwat	119,445	60,000
8. Mr. Somchai Kanbuakeaw	144,445	85,000
9. Ms. Kanchana Rimpanichayakij	119,445	60,000
Total	2,000,000	1,453,000

Note: ¹The Board of Directors' meeting No. 1/2020 appointed Mr. Yeong Cheol Choi as director, effective from 29 February 2020.

Voting Requirement: This agenda requires the approval of the meeting by no less than two-thirds of total votes of shareholders attending the meeting.

Agenda 6 **To consider and approve the appointment of the Company's external auditor and the determination of audit fees for the year 2022**

Facts and Rationale: Section 120 of the Public Limited Companies Act B.E. 2535 states that "the Annual General Meeting held each year shall appoint the Company's auditor and determine audit fees, and the former auditor may be reappointed" and Section 121 of the Public Limited Companies Act B.E. 2535 states that "the auditor shall not be director, personnel, employee, or undertake any position in the Company". In addition, Article 42 of the Company's Articles of Association specifies that the Annual General Meeting held each year shall appoint the Company's auditor and determine audit fees, and the former auditor may be reappointed. The auditor shall not be director, personnel, employee, or undertake any position in the Company. However, the Company shall arrange for the rotation of auditors in accordance with the Securities and Exchange Law and/or other related laws.

Opinion of the Audit Committee: The Audit Committee deemed it appropriate to propose to the Board of Directors for proposal to the Annual General Meeting the consideration and approval of the appointment of Ms. Vipavan Pattavanvivek, Certified Public Accountant No. 4795, Ms. Nawarat Nitikeatipong, Certified Public Accountant No. 7789, and Ms. Chanarat Chanwa, Certified Public Accountant No. 9052 from KPMG Phoomchai Audit Limited as the Group of Companies' external auditor with one of the above-mentioned individuals performing the audit and expression of opinion on the Company's financial statements. In case such individuals are unable to undertake such proceedings, KPMG Phoomchai Audit Limited shall arrange for other auditors from KPMG Phoomchai Audit Limited to undertake such duties in replacement.

In addition, after consideration of the amount of work and audit fees of companies the same level, it is evident that the fees proposed by KPMG Phoomchai Audit Limited are appropriate. One of the above-mentioned individuals or other auditors from KPMG Phoomchai Audit Limited on the list of auditors approved by the Securities and Exchange Commission shall perform the audit and expression of opinion on the Group of Companies' financial report.

Name of Auditor	License No.	Number of Years Serving as the Company's Auditor
Ms. Vipavan Pattavanvivek	4795	2
Ms. Nawarat Nitikeatipong	7789	-
Ms. Chanarat Chanwa	9052	-

Comparison of Audit Fees with the previous year

Company	Audit Fees	
	2022 (proposed)	2021
CAZ (Thailand) Public Company Limited	2,700,000	2,700,000
A Subsidiary	400,000	400,000
Total	3,100,000	3,100,000

* Excluding actual miscellaneous expense incurred in the provision of audit service

KPMG Phoomchai Audit Limited and the above-mentioned 3 auditors have no relationship and/or interest with the Company, executives, major shareholders, or any related persons of such individuals and do not hold shares in the Company, and thus are independent in



the audit and expression of opinion on the Company's financial statements. As such, the Audit Committee deemed it appropriate to propose the determination of audit fees for the year 2022 to the Board of Directors. The audit fees are as follows: CAZ (Thailand) Public Company Limited at Baht 2,700,000 and its subsidiary (1 company) at Baht 400,000, totaling Baht 3,100,000, excluding actual miscellaneous expense incurred in the provision of audit service.

Opinion of the Board: The Board of Directors deemed it appropriate to propose the consideration and approval of the appointment of Ms. Vipavan Pattavanvivek, Certified Public Accountant No. 4795, Ms. Nawarat Nitikeatipong, Certified Public Accountant No. 7789, and Ms. Chanarat Chanwa, Certified Public Accountant No. 9052 from KPMG Phoomchai Audit Limited as the Group of Companies' external auditor with one of the above-mentioned individuals performing the audit and expression of opinion on the Company's financial statements. In case such individuals are unable to undertake such proceedings, KPMG Phoomchai Audit Limited shall arrange for other auditors from KPMG Phoomchai Audit Limited to undertake such duties in replacement. The audit fees are as follows: CAZ (Thailand) Public Company Limited at Baht 2,700,000 and its subsidiary (1 Company) at Baht 400,000, totaling Baht 3,100,000, excluding actual miscellaneous expense incurred in the provision of audit service.

Voting Requirement: This agenda requires the approval of the meeting by a majority vote of shareholders attending and possessing voting rights.

Agenda 7 Other business (if any)

Facts and Rationale: Section 105 Paragraph 2 of the Public Limited Companies Act B.E. 2535 states that "Shareholders representing at least one-third in aggregate of outstanding shares may request the Meeting to consider other matters than those specified in the invitation to the Meeting."

Opinion of the Board: The Board of Directors deemed it appropriate to include this matter to allow for shareholders to propose matters other than what the Board of Directors has specified in this Meeting.

Shareholders of CAZ (Thailand) Public Company Limited are cordially invited to the Annual General Meeting of Shareholders to be held on Friday, 22 April 2022 at 1.30 p.m. at Meeting Room A in the Engineering Building, located on 239 Huaypong-Nongbon Road, Huaypong Sub-district, Muang Rayong District, Rayong 21150. For convenience during registration, the Company will arrange for shareholders to be able to register from 12.30 p.m. onwards.



The Company has published this Invitation to the 2022 Annual General Meeting of Shareholders, 2021 Annual Report, enclosures to the meeting invitation, and Proxy Form A, B, and C on the Company website at www.caz.co.th.

For shareholders attending the Meeting in person, please bring along your national identification card. For shareholders unable to attend the Meeting in person, the Company has published Proxy Form A (general form), Proxy Form B, and Proxy Form C (for foreign investors who appoint Thailand Securities Depository Company Limited (TSD) as custodian) as shown in **Enclosure 9** with Baht 20 stamp duty on the Company website for shareholders to download as deemed appropriate. Documents or evidence indicating shareholding or representation of a shareholder eligible to attend the Meeting shall be attached along and presented to staff before commencement of the Meeting.

Foreign shareholders who appoint Thailand Securities Depository Company Limited (TSD) as custodian may use either one of Proxy Form A, Proxy Form B, or Proxy Form C (for Proxy Form C, please contact the Company Secretary or download from the Company website at www.caz.co.th),

The Company recommends the use of Proxy Form B, which specifies various particulars with clear and concise details.

Shareholders may grant proxy to one of the Company's independent directors to attend and vote on the shareholders' behalf. The independent director proposed as proxy for shareholders is as follows.

(1) Mr. Natie Tabmanie Independent Director

Please refer to details on the independent director proposed as proxy for shareholders as shown in **Enclosure 4**.

For shareholders who wish to grant proxy to the Company's independent director to attend and vote on the shareholders' behalf, please submit proxy form along with a certified true copy of the national identification card in advance before the date of the Meeting.

Shareholders who wish to request the 2021 Annual Report in hard copy may fill out the form as shown in **Enclosure 8** and submit to the Company in person on the date of the Meeting, through fax at 038- 606- 166, or through email to the Company Secretary at nattiya.p@caz.co.th.



CAZ (Thailand) Public Co., Ltd.

The Company would like to inform shareholders for acknowledgement and conformance to the registration process, appointment of proxies, and vote casting as shown in **Enclosure 5** and for convenience during registration, please bring along the Invitation to the Meeting and registration form as proof of identification to attend the Meeting as shown in **Enclosure 6**.

For the greatest benefit of shareholders in attending the Meeting and the preservation of shareholders' rights, shareholders may send questions which require clarification with regards to the agenda in this Meeting in advance through email at nattiya.p@caz.co.th or through fax at 038-606-166.

In addition, to facilitate shareholders, the Company has prepared a map of the Meeting venue as shown in **Enclosure 7**.

Sincerely yours,

A handwritten signature in blue ink, appearing to read 'Narongrit Tavorntisitporn', is written over a faint rectangular background.

Mr. Narongrit Tavorntisitporn

Chairman of the Board of Directors

More information, please contact: Ms. Nattiya Charusombat / Company Secretary

Telephone no. 038-606-242

Enclosure 2

Mr. Prasert Treeveeranuwat

Type of Directorship Proposed	<ul style="list-style-type: none"> - Director - Executive Committee Member - Risk Management Committee Member
Age	- 61 years
Educational Background	- High School Diploma from Bodindecha (Sing Singhaseni) School
Director Training Course Attended	- Director Accreditation Program (DAP) Batch of 103/2013
Work Experience	<ul style="list-style-type: none"> - 2016 - Present : Director / Executive Committee Member / Risk Management Committee Member, CAZ (Thailand) Public Company Limited - 2008 - Present : Director / Chairman of Risk Management Committee / Chairman of Anti-Corruption Committee, Takuni Group Public Company Limited - 2008 - 2021 : Chairman of the Executive Committee / Chief Executive Officer, Takuni Group Public Company Limited - 2003 - 2018 : Managing Director, Takuni (Thailand) Company Limited
Holding directorship / executive positions in other companies which could cause conflicts of interest	-none-
Number of Years in Position as Director	6 years
Meeting Attendance for the Year 2021	1. Attended the Board of Directors' Meetings 5/5 times



Mr. Somchai Kanbuakaew

<p>Type of Directorship Proposed</p>	<ul style="list-style-type: none"> - Director (Authorized Director) - Executive Committee Member - Risk Management Committee Member - Chairman of the Nomination and Remuneration Committee
<p>Age</p>	<ul style="list-style-type: none"> - 73 years
<p>Educational Background</p>	<ul style="list-style-type: none"> - Bachelor' s Degree from the School of Engineering in Mechanical Engineering, Sripatum University - Bachelor' s Degree from the Faculty of Engineering in Industrial Engineering, the Institute of Technology and Vocational Education
<p>Director Training Course Attended</p>	<ul style="list-style-type: none"> - Director Accreditation Program (DAP) Batch No. 129/2016
<p>Work Experience</p>	<ul style="list-style-type: none"> - 2015 – Present : Director / Executive Committee Member / Risk Management Committee Member / Chairman of the Nomination and Remuneration Committee, CAZ (Thailand) Public Company Limited - 2022 : Chairman of the Nomination and Remuneration Committee / Director / Executive Committee Member, Takuni Group Public Company Limited - 2016 – Oct. 2020 : Director / Executive Committee Member, Takuni Group Public Company Limited - 2015 – Present : Director, Takuni (Thailand) Company Limited - 2015 – Present : Director, G Gas Logistics Company Limited - 2015 – Present : Director, Ratchapruek Engineering Company Limited - 2015 – Present : Director, Takuni Land Company Limited - 2019 – Present : Director, Exact Real Estate Company Limited



Holding directorship / executive positions in other companies which could cause conflicts of interest	-none-
Number of Years in Position as Director	7 years
Meeting Attendance for the Year 2021	<ol style="list-style-type: none">1. Attended the Board of Directors' Meetings 5/5 times2. Attended the Nomination and Remuneration Committee Meeting 2/2 times



Mr. Yeong Cheol Choi

Type of Directorship Proposed	- Director
Age	- 58
Educational Background	- Bachelor's Degree from the Faculty of Engineering, Chung-Ang University
Director Training Course Attended	- Director Accreditation Program (DAP) Batch of 146/2018
Work Experience	<ul style="list-style-type: none"> - 2018 - Present : Director, CAZ (Thailand) Public Company Limited - 2014 - Present : Chief Operating Officer / Engineering and Procurement Division Manager, CAZ (Thailand) Public Company Limited - 2004 – 2014 : Senior Vice President, Thai Woo Ree Engineering Company Limited
Holding directorship / executive positions in other companies which could cause conflicts of interest	-none-
Number of Years in Position as Director	2 Years
Meeting Attendance for the Year 2021	1. Attended the Board of Directors' Meetings 5/5 times



Enclosure 3

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

Section 4 The Board of Directors

Article 13. The Board of Directors shall comprise of at least five (5) directors, with the number of Independent Directors and Audit Committee Members in compliance with the Securities and Exchange Law, and no less than one-half (1/2) of directors shall reside in Thailand. Directors of the Company shall have qualifications as prescribed by law and the Company's Articles of Association.

Directors shall not operate business of the same nature or in competition with the Company's business, or take on partnership in an ordinary partnership or unlimited liability partnership or undertake directorship of limited companies or public limited companies operating business of the same nature or in competition with the Company's business regardless of whether such actions constitute personal benefit or benefit for others, unless the director notifies the shareholders' meeting prior to the resolution for appointment of directorship of such director.

In the operations of the Company, directors and executives shall perform duties with responsibility, caution, mindfulness of retaining the Company's best interest, and honesty. Such actions shall be in accordance with laws, the Company's objectives and Articles of Association, resolution of the Board of Directors, and resolution of shareholders' meetings.

Directors shall immediately inform the Company in case of any conflict of interest, whether direct or indirect, in any contract executed by the Company during the accounting period or holds shares or debentures in the Company and its Group, specifying the total number of increase or decrease of shares during the accounting period.

Article 14. Directors shall be appointed by the shareholders' meeting by a majority vote of shareholders attending and possessing voting rights in accordance with the following rules and procedures.

- (1) Each shareholder shall have one (1) vote per one (1) share held
- (2) Shareholders shall vote on the appointment of directors on an individual basis
- (3) Candidates shall be ranked in order descending from the highest number of votes received to the lowest, and shall be appointed as directors in that order until all of the positions are filled. In case there is a tie in votes for candidates in descending order causing the number of directors to exceed vacant positions, the Chairman of the meeting shall cast an additional vote.



Article 15. In the Annual General Meeting held each year, one-third (1/3) of directors shall vacate position. If the number of directors is not a multiple of (3), the number of directors closest to one-third shall vacate position.

In the first and second year after registration of the Company, directors who will vacate position shall be determined by drawing lots, with directors holding the longest duration in position to vacate position in subsequent years. Directors vacating position may be reelected for position.

Article 16. Directors are entitled to remuneration from the Company in the form of gratuity, meeting allowance, pension, bonus, or other forms of remuneration in accordance with the Articles of Association or as resolved by the shareholders' meeting with no less than two-thirds (2/3) of total votes of shareholders attending the meeting. Remuneration could be specified at a certain amount or as a guideline and occasionally specified or to remain in effect until changes are made. In addition, allowances and benefits are to be provided in accordance with Company policy.

Section 5 Shareholders' Meetings

Article 30. The Board of Directors shall call for shareholders' meeting as Annual General Meeting within four (4) months from the end of the Company's fiscal year.

Any shareholders' meetings other than the aforementioned shall be called Extraordinary General Meeting which may be called by the Board of Directors at any time as deemed appropriate. One or several shareholders holding shares in aggregate representing no less than ten (10) percent of outstanding shares may subscribe their names and issue a written request to the Board of Directors to call for an Extraordinary General Meeting at any time, provided that written request must clearly state the matters and reasons for calling such meeting. In this regard, the Board of Directors shall arrange to convene the shareholders' meeting within forty-five (45) days from the date of receipt of such request.

In case the Board of Directors fails to convene the meeting within the period set out in the second paragraph, shareholders subscribing their names in the request or any other shareholder holding shares in aggregate representing the specified number of shares may call the meeting by themselves within forty-five (45) days from the expiration of the period in the second paragraph. Such meeting shall be deemed as called by the Board of Directors and the Company shall be responsible for necessary expenses incurred by such meeting and arrange for appropriate facilitation for such meeting.

In case the meeting called by shareholders pursuant to the third paragraph fails to form a quorum as specified in Article 33, shareholders in the third paragraph shall jointly reimburse any and all expenses incurred from convening such meeting to the Company.



Article 31. In the calling of shareholders' meetings, the Board of Directors shall prepare written notice specifying the venue, date, time, and agenda of the meeting as well as matters to be proposed to the meeting with appropriate details and clear indication of each matter whether the matter is for acknowledgement, approval, or consideration along with the Board of Directors' opinion on the matter. Such meeting invitation shall be disseminated to shareholders and the registrar no less than seven (7) days prior to the date of the meeting. In addition, the invitation shall be advertised in newspaper for a period of no less than three (3) consecutive days and no less than three (3) days prior to the date of the meeting.

The venue of the meeting shall be in the area where the Company's head office is located or any province throughout the country or any other place as the Board of Directors deemed it appropriate.

Article 32. At shareholders' meetings, shareholders may grant proxy to any other person to attend on vote on their behalf. The proxy form shall be dated and signed by the proxy grantor in the form prescribed by the registrar.

Such proxy form shall be handed to the Chairman of the meeting or any other person specified by the Chairman at the meeting before entrance into the meeting.

Article 33. The number of shareholders attending the Meeting in person and through proxy holders (if any) shall be no less than 25 persons representing no less than one-third of total outstanding shares or the number of shareholders attending the Meeting in person and through proxy holders (if any) shall be no less than one-half of the total number of shareholders representing no less than one-third of total outstanding shares to constitute a quorum.

In the event that a quorum of any shareholders' meeting is not formed as required after one (1) hour has passed, such meeting shall be cancelled if the meeting is called by the request of shareholders. However, if the meeting is not called by the request of shareholders, a subsequent meeting shall be convened and the invitation to the subsequent meeting shall be sent to shareholders no less than seven (7) days prior to the date of the meeting. For such subsequent meeting, no quorum shall be required.

The Chairman of the Board of Directors shall be the Chairman of the meeting. In case the Chairman of the Board of Directors is not present or unable to perform such duties, the vice-chairman shall be the Chairman of the meeting. If there is no such vice-chairman or the vice-chairman is unable to perform such duties, shareholders present shall elect one shareholder to be Chairman of the meeting.



Article 34. Each shareholder shall have one (1) vote per one (1) share held. Any shareholder having special interest in any matter shall have no right to vote on the matter, except for the appointment of directors. The resolution of shareholders' meeting shall comprise of the following votes.

(1) In ordinary event, majority vote of shareholders attending and possessing voting rights is required to pass a resolution. In case of a tie, the Chairman of the meeting shall cast an additional vote.

(2) In the following cases, no less than three-fourths (3/4) of votes of shareholders attending and possessing voting rights is required to pass a resolution.

- (a) Sale or transfer of the whole or substantial parts of the Company's business to other persons
- (b) Acquisition or acceptance of business transfer of other companies or private companies as part of the Company's business
- (c) Execution, amendment, or termination of any contract relating to leasing out the whole or substantial parts of the Company's business, the assignment of other persons to manage the business of the Company, or the amalgamation of the business with other persons with the intent to share profit and loss
- (d) Amendment to the Memorandum of Association or Articles of Association
- (e) Increase or decrease of registered capital of the Company, or issuance of debentures
- (f) Amalgamation or dissolution of the Company
- (g) Restructuring of debt through equity issuance to repay debtors in changing debt into equity
- (h) Other cases as specified in the Securities and Exchange Law

Casting of votes shall be done with disclosure unless no less than five (5) shareholders request the casting of votes to be done in secret prior to the casting of votes and the meeting is in agreement. Procedures on casting of votes in secret shall in accordance with specifications announced by the Chairman of the meeting.



Article 35. The Annual General Meeting shall

- (1) Consider the Board of Directors' report on the Company's operating results for the past fiscal year
- (2) Consider and approve the statement of financial position and statement of comprehensive income for the past fiscal year
- (3) Consider the appropriation of net profit for dividend payment and as legal reserve
- (4) consider the appointment of directors in replacement of those due to retire by rotation and the determination of director remuneration
- (5) Consider the appointment of auditor and determination of audit fees
- (6) Other businesses

Article 36. In case the Company or its subsidiary enters into related party transactions or acquisition or disposal of assets of the Company or its subsidiary by the definition and regulations set out in the Securities and Exchange Law on related party transactions of listed companies or acquisition or disposal of assets of listed companies (as may be the case), the Company shall proceed in compliance with the regulations and procedure as specified by such laws on that matter.

Article 37. The Chairman of the shareholders' meetings shall oversee that such meetings are in accordance with laws and the Articles of Association on that matter (if any) and proceed with the agenda in the order specified in the meeting invitation unless shareholders in aggregate representing no less than two-thirds (2/3) of total votes of shareholders attending the meeting resolve to change the order of the agenda.

Once the meeting has considered all agenda, shareholders in aggregate representing no less than one-third (1/3) of outstanding shares request the consideration of additional agenda than those specified in the meeting invitation.

In case consideration of set agenda in order and/or additional agenda proposed by shareholders are not complete (as may be the case) and it is necessary to postpone consideration, the meeting shall specify the venue, date, and time of the subsequent meeting and the invitation to such meeting shall be disseminated to shareholders no less than seven (7) days prior to the date of the meeting. In addition, the invitation shall be advertised in newspaper for a period of no less than three (3) consecutive days and no less than three (3) days prior to the date of the meeting.

Article 44. No dividend shall be paid other than out of profits. If the Company has accumulated losses, no dividend shall be paid.



Unless in the case of preferred shares in which the Articles of Association state otherwise, dividend shall be paid on the basis of number of shares with each share receiving equal amount.

Dividend payment shall be approved by shareholders' meetings.

The Board of Directors may pay interim dividend to shareholders occasionally should it be deemed that the Company has sufficient profits to do so. Such interim dividend payment shall be reported to the next shareholders' meeting.

Payment of dividends shall be made within one (1) month from the date of the shareholders' meeting or Board of Directors' Meeting resolution, as may be the case. However, written notice shall be sent to shareholders as well as advertised in newspapers regarding such dividend payment for a period of at least (3) consecutive days.

No interest shall be charged if dividend payment made by the Company is in accordance with the duration of time specified by law.

Article 45. The Company shall appropriate no less than 5% of its net profit for the year deducted by accumulated losses (if any) as legal reserve until the amount of legal reserve is no less than 10% of registered capital.

Enclosure 4**Information on Independent Director Proposed as Proxy for Shareholders**

Shareholders who are not able to attend the meeting in person may grant proxy to the Company's independent director with details as follows.

	<p>Full Name: Mr. Natie Tabmanie</p> <p>Position : Chairman of the Audit Committee / Independent Director / Nomination and Remuneration Committee Member</p> <p>Age: 63 years</p> <p>Address: 8/4 Krungthep Kreetha Soi 7, Yaek 4, Hua Mak, Bang Kapi District, Bangkok 10240</p> <p>Special interest in consideration of any agenda: -none-</p>
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Enclosure 5

Explanation on the Registration Process, Appointment of Proxies, and Vote Casting

Registration of attendees to the 2022 Annual General Meeting of CAZ (Thailand) Public Company Limited specifies verification of documents or evidence indicating shareholding or representation of a shareholder eligible to attend the Meeting. For convenience during registration, shareholders or representatives of shareholders (proxy holders) attending the Meeting are requested to bring along the form displaying QR Code accompanying the invitation to the Meeting, registration form, or proxy form as well as national identification card or identification document issued by government agencies as proof of identification.

The Company reserves the right of leniency in considering evidence indicating shareholding or representation of a shareholder eligible to attend the Meeting on a case-by-case basis as the Company deems appropriate.

1) Documents Required Before Attending the Meeting

Natural Person / Individual

1. Attendance in Person Shareholders are to present valid documentation issued by government agencies such as national identification card, government official identification card, driver license, or passport (for foreign investors). Should such shareholders previously change their name or surname, supporting documentation shall also be presented

2. Attendance by Proxy Please present the following documentation

2.1 Proxy form accompanying this invitation to the meeting (any form) completely filled out, signed by the shareholder (proxy grantor) and proxy holder, and affixed Baht 20 stamp duty which has been crossed out and dated on the day such proxy form was written

2.2 Certified true copy of documentation issued by government agencies of the shareholder (proxy grantor) in accordance with specifications in 1.

2.3 Certified true copy of documentation issued by government agencies of the proxy holder in accordance with specifications in 1.

Juristic Person

1. Attendance in Person by Authorized Director

1.1 Documentation issued by government agencies to representatives of the juristic person, as the case of a natural person in accordance with specifications in 1.

1.2 Certified true copy, by the representatives of the juristic person (directors), of the juristic person's certificate of registration (Affidavit) issued by the Department of Business Development, Ministry of Commerce for a period no longer than 30 days which contains a statement indicating that the



representative attending the Meeting is authorized to act on behalf of such juristic person who is the shareholder.

2. Attendance by Proxy

2.1 Proxy form accompanying this invitation to the meeting (any form) completely filled out, signed by representatives of the juristic person (directors) as proxy grantor and proxy holder, and affixed Baht 20 stamp duty which has been crossed out and dated on the day such proxy form was written.

2.2 Certified true copy, by the representatives of the juristic person (directors), of the juristic person's certificate of registration (Affidavit) issued by the Department of Business Development, Ministry of Commerce for a period no longer than 30 days which contains a statement indicating that the representative attending the Meeting is authorized to act on behalf of such juristic person who is the shareholder.

2.3 Certified true copy of documentation issued by government agencies to representatives of the juristic person, as the case of a natural person in accordance with specifications in 1. as proxy grantor.

2.4 Certified true copy of documentation issued by government agencies of the proxy holder, as the case of a natural person in accordance with specifications in 1.

3. Foreign Investors who Appoint Thailand Securities Depository Company Limited (TSD) as Custodian

3.1 Please prepare and present documentation as the case of juristic persons in 1. or 2.

3.2 Foreign investors who authorize Thailand Securities Depository Company Limited (TSD) to sign the proxy form on behalf of the shareholder are to present the following additional documentation.

1) Power of attorney granted by shareholder to TSD as custodian by which the custodian is appointed to sign the Proxy Form on behalf of such shareholder with affixed Baht 20 stamp duty which has been crossed out and dated on the day the proxy form was written.

2) A certification indicating that the authorized signatory of the proxy form is licensed to operate Thailand Securities Depository Company Limited (TSD).

Documents with original copies in English are to be translated into Thai, certified for translation by the shareholder or representatives of such juristic person, and attached along with.

2) Granting Proxy

The Company has attached 3 proxy forms consisting of Proxy Form A, Proxy Form B, and Proxy Form C for each shareholder in accordance with the specifications of the Department of Business Development, Ministry of Commerce Re: Prescription of Proxy Forms (No. 5) B.E 2550 with details as follows.



- Proxy Form A constitutes general form which is simple and uncomplicated
- Proxy Form B specifies various particulars with clear and concise details
- Proxy Form C is for foreign investors who appoint Thailand Securities Depository Company Limited (TSD) as custodian

Shareholders who are unable to attend the Meeting in person may grant proxy and proceed as follows.

1. Choose **only one** proxy form from the above
 - 1.1 Ordinary shareholders may choose Proxy Form A or Proxy Form B
 - 1.2 Shareholders whose names appear in the register of foreign investors who appoint Thailand Securities Depository Company Limited (TSD) as custodian may choose either one of the 3 forms (Proxy Form A, Proxy Form B, or Proxy Form C)
2. Grant proxy to an individual as per the intent of shareholders or choose to grant proxy to the Company's independent director, specifying the name and details of the proxy holder or marking the box in front of the Company's independent director's name as specified in the proxy form, granting proxy to only one person to attend the Meeting.
3. Affix Baht 20 stamp duty and cross out and date the day which the proxy form was written for legal binding. The Company facilitates in the affixing of stamp duty for proxy holders attending the Meeting.
4. Send the proxy form through post to the Company Secretary Office before Wednesday, 20 April 2022 or at least 30 minutes before the start of the Meeting to ensure that the Company's staff have sufficient time to verify documents in time for the Meeting.

Shareholders granting proxy shall not distribute to may proxy holders to vote separately, and proxy granted shall be the number of shares held by such shareholders. Granting proxy in some portion less than the shareholding is not allowed unless for the case of Thailand Securities Depository Company Limited (TSD) which foreign investors appointed as custodian in accordance with Proxy Form C.

3) Registration for the Meeting

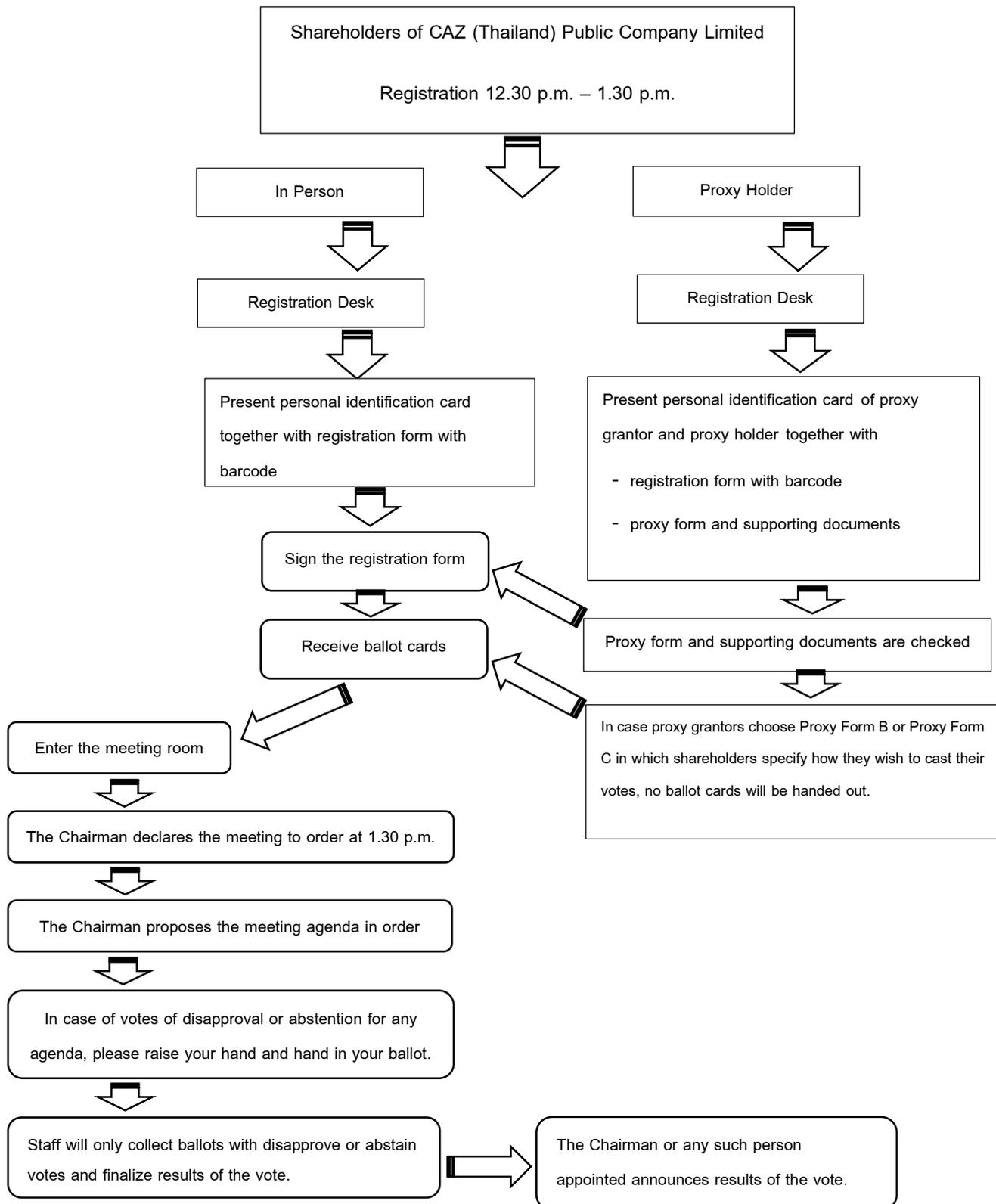
Registration for the Meeting shall commence at least 1 hour before the start of the Meeting, or from 12.30 p.m. onwards on Friday, 22 April 2022 at 1.30 p.m. at Meeting Room A in the Engineering Building, of the Company's Headquarters 239 Huaypong-Nongbon Road, Huaypong Sub-district, Muang Rayong District, Rayong 21150 with details as shown in the map of the 2022 Annual General Meeting accompanying this meeting invitation.



Procedures for the 2022 Annual General Meeting of Shareholders

CAZ (Thailand) Public Company Limited

Friday, 22 April 2022

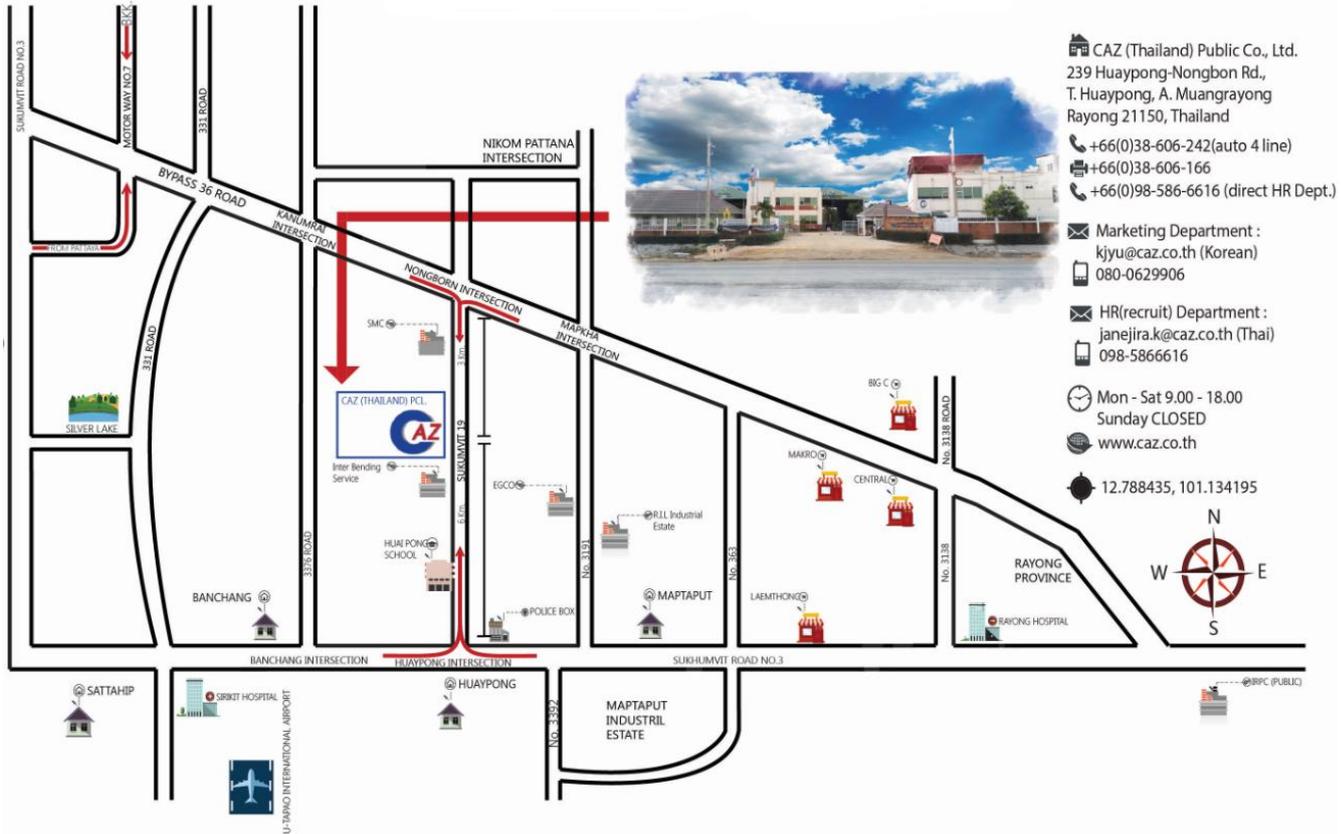




CAZ (Thailand) Public Co., Ltd.

Enclosure 7

Map of CAZ (Thailand) Public Company Limited Headquarters





Enclosure 8

2021 Annual Report (Hard Copy) Request Form

Please send the 2021 Annual Report in hard copy

Thai Version Amount copies

English Version Amount copies

At: Name of Shareholder.....holding.....shares

Residing at Building Floor No.

Road Subdistrict

District Province Postal Code

Telephone Number.....

Proxy Form A (General Form)

Attachment to the Notification of the Department of Business Development

Re: Prescription of Proxy Forms (No. 5) B.E 2550

Written at

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

(1) I/We.....Nationality
Residence No.Road Subdistrict
District..... Province Postal Code

(2) Being the shareholder of**CAZ (Thailand) Public Company Limited**.....holding the total number of shares representing a total number of votes comprising
ordinary shares shares representing votes
preferred shares shares representing votes

(3) Hereby appoint

..... **Mr. Natie Tabmanie**..... Age**63**..... years Residing at**8/4**.....**Yak**.....**4**.....**Krung Thep Kritha Khwaeng Rd**,.....**HuaMak**,.....**BangKapi**.....District,.....**Bangkok**.....Postal Code**10240**.....or

..... Age
years Residing at Alley..... Subdistrict
District Province Postal Code

..... Age
years Residing at Alley..... Subdistrict
District Province Postal Code

Provided only one of them as my/our proxy to attend and vote on my/our behalf at the 2022 Annual General Meeting of shareholders on Friday, 22 April 2022 at 1:30 p.m. at Meeting Room A in the Engineering Building, of the Company's Headquarters 239 Huaypong-Nongbon Road, Huaypong Sub-district, Muang Rayong District, Rayong 21150 or at the Meeting which may be adjourned to some other date, time, and place. Any actions carried out by the Proxy at the Meeting shall be deemed as carried out be me/us in all respects.

Signed Proxy Grantor

(.....)

Signed Proxy Holder

(.....)

Remark

The shareholder granting proxy shall grant proxy to only one proxy holder to attend and vote at the Meeting, and shall not distribute to may proxy holders to vote separately. A certified true copy of the proxy grantor and proxy holder's national identification card shall be attached accompanying with the proxy form.

Proxy Form B

(Form Specifying Various Particulars with Clear and Concise Details)

Attachment to the Notification of the Department of Business Development

Re: Prescription of Proxy Forms (No. 5) B.E 2550

Written at

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

(1) I/We.....Nationality
Residence No.Road Subdistrict
District..... Province Postal Code

(2) Being the shareholder of**CAZ (Thailand) Public Company Limited**.....holding the total
number of shares representing a total number of
votes comprising

ordinary shares shares representing
votes

preferred shares shares representing votes

(3) Hereby appoint

..... **Mr. Natie Tabmanie**..... Age **63**..... years residing at
.....**8/4**.....**Yak**.....**4**.....**Krung Thep Kritha Khwaeng Rd**,.....**HuaMak**,.....**BangKapi**.....District,.....**Bangkok**.....Postal Code
.....**10240**.....or

..... Age
years Residing at Alley..... Subdistrict District
..... Province Postal Code

..... Age
years Residing at Alley..... Subdistrict District
..... Province Postal Code

Provided only one of them as my/our proxy to attend and vote on my/our behalf at the 2022 Annual General Meeting of shareholders on Friday, 22 April 2022 at 1:30 p.m. at Meeting Room A in the Engineering Building, of the Company's Headquarters 239 Huaypong-Nongbon Road, Huaypong Sub-district, Muang Rayong District, Rayong 21150 or at the Meeting which may be adjourned to some other date, time, and place.

(4) I/We therefore would like the proxyholder to vote on my/our behalf at the Meeting as set out as follows:

Agenda 1 To acknowledge the report on the Company's operating results for the year 2021

Agenda 2 To consider and approve the financial statements for the year 2021 ended 31 December 2021

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain Invalid Ballot

Agenda 3 To consider and approve the allocation of the Company's newly issued ordinary shares for stock dividend payment

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows:

3.1 Allocated net profit of the year ended 2021 as legal reserve amounting to Baht 2.75 Million (as at 31 December 2021) the Company has the amount of legal reserve not less than 10% of registered capital.

- Approve Disapprove Abstain Invalid Ballot

3.2 Dividend payment for the operating result of the period 1 January – 31 December 2021 at the rate of Baht 0.16 per share, the total of dividend payment value is totaling of Baht 47.04 Million. Reflecting to the dividend payout ratio of 36.11%.

- Approve Disapprove Abstain Invalid Ballot

Agenda 4 To consider and approve the appointment of directors in replacement of those due to retire by rotation

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows:

- Appointment of directors as a whole

- Approve Disapprove Abstain Invalid Ballot

Appointment of individual directors

1. Mr. Prasert Treeveeranuwat

- Approve Disapprove Abstain Invalid Ballot

2. Mr. Somchai Kanbuakaew

- Approve Disapprove Abstain Invalid Ballot

3. Mr. Yeong Cheol Choi

- Approve Disapprove Abstain Invalid Ballot

Agenda 5 To consider and approve remuneration for the Board of Directors for the year 2022

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows

- Approve Disapprove Abstain Invalid Ballot

Agenda 6 To consider and approve the appointment of the Company's external auditor and the determination of audit fees for the year 2022

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows
- Approve Disapprove Abstain Invalid Ballot

Agenda 7 Other business (if any)

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows
- Approve Disapprove Abstain Invalid Ballot

(5) Votes of proxy holders for any agenda not in accordance with what I/We have specified in this Proxy Form shall be deemed improper and shall not constitute as my/our vote as shareholder.

(6) In case I/We have not specified my/our intention to vote in any agenda or my/our intention specified is unclear, or in the case that the Meeting considers or resolves any matter other than those specified above, or in the case of changes or additions to any fact, the proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.

Any actions carried out by the Proxy at the Meeting, except for votes by the proxy holder which is not in accordance with what I/We have specified in this Proxy Form, shall be deemed as carried out by me/us in all respects.

Signed Proxy Grantor

(.....)

Signed Proxy Holder

(.....)

Remark

1. The shareholder granting proxy shall grant proxy to only one proxy holder to attend and vote at the Meeting, and shall not distribute to may proxy holders to vote separately.
2. In the agenda of appointment of directors, directors as a whole or individual directors can be considered for appointment.
3. In case additional agenda other than those specified above are considered, the proxy grantor may vote on such items in the Attachment to Proxy Form B.

Attachment to Proxy Form B

Granting of proxy as a shareholder of **CAZ (Thailand) Public Company Limited**

The 2022 Annual General Meeting of shareholders on Friday, 22 April 2022 at 1:30 p.m. at Meeting Room A in the Engineering Building, of the Company's Headquarters 239 Huaypong-Nongbon Road, Huaypong Sub-district, Muang Rayong District, Rayong 21150 or at the Meeting which may be adjourned to some other date, time, and place

AgendaSubject

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows:
 - Approve Disapprove Abstain Invalid Ballot

AgendaSubject

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows:
 - Approve Disapprove Abstain Invalid Ballot

AgendaSubject Allocated net profit (continued)

- Approve Disapprove Abstain Invalid Ballot

AgendaSubject Dividend payment (continued)

- Approve Disapprove Abstain Invalid Ballot

AgendaSubject

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows:
 - Approve Disapprove Abstain Invalid Ballot

AgendaSubject Appointment of directors (continued)

Name of director

- Approve Disapprove Abstain Invalid Ballot

Name of director

- Approve Disapprove Abstain Invalid Ballot

Name of director

- Approve Disapprove Abstain Invalid Ballot

AgendaSubject

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows:
 - Approve Disapprove Abstain Invalid Ballot

Agenda**Subject**

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows:
 - Approve
 - Disapprove
 - Abstain
 - Invalid Ballot

Agenda**Subject**

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows:
 - Approve
 - Disapprove
 - Abstain
 - Invalid Ballot

Proxy Form C

(To be used specifically by foreign shareholders for whom a custodian in Thailand is appointed)

Written at

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

(1) I/We.....Nationality
Residence No.Road Subdistrict
District..... Province Postal Code

(2) Being the shareholder of**CAZ (Thailand) Public Company Limited**.....holding the total
number of shares representing a total number of
votes comprising

ordinary shares shares representing votes

preferred shares shares representing votes

(2) Hereby appoint

..... **Mr. Natie Tabmanie**..... Age**63**..... years residing at
.....**8/4**.....**Yak**.....**4**.....**Krung Thep Kritha Khwaeng Rd**,.....**HuaMak**,.....**BangKapi**.....District,.....**Bangkok**.....Postal Code
.....**10240**.....or

..... Age
years Residing at Alley..... Subdistrict District
..... Province Postal Code

..... Age
years Residing at Alley..... Subdistrict District
..... Province Postal Code

Provided only one of them as my/our proxy to attend and vote on my/our behalf at the 2022 Annual General Meeting of shareholders on Friday, 22 April 2022 at 1:30 p.m. at Meeting Room A in the Engineering Building, of the Company's Headquarters 239 Huaypong-Nongbon Road, Huaypong Sub-district, Muang Rayong District, Rayong 21150 or at the Meeting which may be adjourned to some other date, time, and place.

(3) I/We grant proxy to the proxy holder to attend and vote at the Meeting as set out as follows.

Voting rights of all voting shares held by me/us

Voting rights in part of all voting shares held by me/us as follows

Ordinary shares shares Representing votes

Preferred shares shares Representing votes

Constituting a total of votes

(4) I/We therefore would like the proxyholder to vote on my/our behalf at the Meeting as set out as follows.

Agenda 1 To acknowledge the report on the Company's operating results for the year 2021

Agenda 2 To consider and approve the financial statements for the year 2021 ended 31 December 2021

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows
- Approve Disapprove Abstain Invalid Ballot

Agenda 3 To consider and approve the appropriation of the Company's net profit for the year 2021 and for dividend payment

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows:

3.1 Allocated net profit of the year ended 2021 as legal reserve amounting to Baht 2.75 Million (as at 31 December 2021) the Company has the amount of legal reserve not less than 10% of registered capital.

- Approve Disapprove Abstain Invalid Ballot

3.2 Dividend payment for the operating result of the period 1 January – 31 December 2021 at the rate of Baht 0.16 per share, the total of dividend payment value is totaling of Baht 47.04 Million. Reflecting to the dividend payout ratio of 36.11%.

- Approve Disapprove Abstain Invalid Ballot

Agenda 4 To consider and approve the appointment of directors in replacement of those due to retire by rotation

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows

Appointment of directors as a whole

- Approve Disapprove Abstain Invalid Ballot

Appointment of individual directors

1. Mr. Prasert Treeveeranuwat

- Approve Disapprove Abstain Invalid Ballot

2. Mr. Somchai Kanbuakaew

- Approve Disapprove Abstain Invalid Ballot

3. Mr. Yeong Cheol Choi

- Approve Disapprove Abstain Invalid Ballot

Agenda 5 To consider and approve remuneration for the Board of Directors for the year 2022

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows
- Approve Disapprove Abstain Invalid Ballot

Agenda 6 To consider and approve the appointment of the Company's external auditor and the determination of audit fees for the year 2022

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows
- Approve Disapprove Abstain Invalid Ballot

Agenda 7 Other business (if any)

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows
- Approve Disapprove Abstain Invalid Ballot

(5) Votes of proxy holders for any agenda not in accordance with what I/We have specified in this Proxy Form shall be deemed improper and shall not constitute as my/our vote as shareholder.

(6) In case I/We have not specified my/our intention to vote in any agenda or my/our intention specified is unclear, or in the case that the Meeting considers or resolves any matter other than those specified above, or in the case of changes or additions to any fact, the proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.

Any actions carried out by the Proxy at the Meeting, except for votes by the proxy holder which is not in accordance with what I/We have specified in this Proxy Form, shall be deemed as carried out by me/us in all respects.

Signed Proxy Grantor

(.....)

Signed Proxy Holder

(.....)

Remark

1. This Proxy Form C is applicable only to shareholders whose name appear in the shareholder registration book as foreign investors and a custodian in Thailand is appointed therefor.
2. Evidence of documents required to be attached to the Proxy Form are:
 - (1) a Power of Attorney executed by each of the shareholders authorizing the custodian to execute the proxy from on behalf of such shareholder: and
 - (2) a letter confirming that the person executing the proxy from has obtained a license for being a custodian.
3. A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the votes on its behalf and the number of shares held by such a shareholder may not be split for more than one proxy in order to separate the votes.
4. Either all or each nominees to the Board of Directors may be appointed as the director(s) in the agenda of appointment and election of the directors.

Attachment to Proxy Form C

Appointment of proxy as a shareholder of CAZ (Thailand) Public Company Limited

Provided only one person may act as my/our proxy at the 2022 Annual General Meeting of shareholders on Friday, 22 April 2022 at 1:30 p.m. at Meeting Room A in the Engineering Building, of the Company's Headquarters 239 Huaypong-Nongbon Road, Huaypong Sub-district, Muang Rayong District, Rayong 21150 or at the Meeting which may be adjourned to some other date, time, and place

Agenda **Subject**

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows
 - Approve Disapprove Abstain Invalid Ballot

Agenda **Subject**

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows

Agenda **Subject** Allocated net profit (continued)

- Approve Disapprove Abstain Invalid Ballot

Agenda **Subject** Dividend payment (continued)

- Approve Disapprove Abstain Invalid Ballot

Agenda **Subject**

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows
 - Approve Disapprove Abstain Invalid Ballot

Agenda **Subject** Appointment of directors (continued)

Name of director

- Approve Disapprove Abstain Invalid Ballot

Name of director

- Approve Disapprove Abstain Invalid Ballot

Name of director

- Approve Disapprove Abstain Invalid Ballot

Agenda **Subject**

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows
 - Approve Disapprove Abstain Invalid Ballot

Agenda **Subject**

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows
 - Approve
 - Disapprove
 - Abstain
 - Invalid Ballot

Agenda **Subject**

- (a) The proxy holder shall have the right to consider and vote on my/our behalf as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my/our intention as follows
 - Approve
 - Disapprove
 - Abstain
 - Invalid Ballot