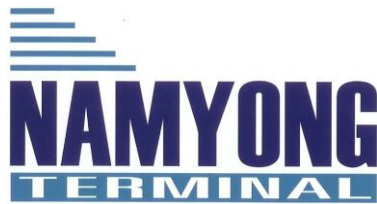


Notice of 2021 Annual General Meeting of Shareholders



Namyong Terminal Public Company Limited

**Wednesday 28 April 2021 at 15.00 hrs.
at Grand Ballroom 1-2, Rama Gardens Hotel,
No. 9/9 Vibhavadi Rangsit Road, Laksi, Bangkok 10210**

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- Translation -

25 March 2021

To: The Shareholders
Namyong Terminal Public Company Limited

The Board of Directors of **Namyong Terminal Public Company Limited** (the “**Company**”) passed a resolution to convene 2021 Annual General Meeting of Shareholders on Wednesday 28 April 2021 at 15:00 hours at Grand Ballroom 1-2, Rama Gardens Hotel, No. 9/9 Vibhavadi Rangsit Road, Laksi, Bangkok 10210 to consider the following agendas:

Agenda 1 To consider and certify Minutes of the 2020 Annual General Meeting of Shareholders which was held on Friday 9 October 2020

Background and Reason The Company has prepared the minutes of the 2020 Annual General Meeting of Shareholders held on Friday 9 October 2020 and submitted to the shareholders, together with this Notice as Attachment No. 1.

Board’s opinion It is considered appropriate for the Shareholders’ Meeting to certify the minutes of the 2020 Annual General Meeting of Shareholders held on Friday 9 October 2020 which the Board of Directors has deemed that it was properly recorded.

Vote required Majority of the total number of shares held by the shareholders attending the meeting and casting votes at the meeting.

Agenda 2 To acknowledge the Company’s operational results for the fiscal year ended 31 December 2020

Background and Reason The report on the operational results of the Company for the fiscal year ended 31 December 2020 is provided in the 56-1 One report / Annual Report 2020. QR Code of the 56-1 One report/Annual Report 2020 is submitted to the Shareholders together with this Notice as Attachment No. 2. The summary of the Company’s 2020 operational results will also be presented to the Shareholders during the 2021 Annual General Meeting of Shareholders.

Board’s opinion It is considered appropriate to report the Company’s operational results for the fiscal year ended 31 December 2020 to the Meeting of Shareholders for acknowledgement.

Vote required This agenda is for acknowledgement; therefore, voting is not required.

Agenda 3 To consider the auditors’ report and approve the Company’s and its subsidiary company’s report and consolidated financial statements for the fiscal year ended 31 December 2020

Background and Reason According to the Public Company Limited Act B.E. 2535 (1992) (as amended), and Article 36 (2) and 39 of the Company’s Articles of Association, the Board of Directors is required to arrange for the preparation of the statements of financial position and statements of

comprehensive income at the end of the fiscal year of the Company and propose the same to the Annual General Meeting of Shareholders for approval.

Audit Committee's opinion

The Audit Committee has considered the statements of financial position and the statements of income for the fiscal year ended 31 December 2020 as duly audited and certified by the certified auditor from EY Office Limited, Ms. Sumana Punpongsanon, and agreed that the Board of Directors shall propose the Annual General Meeting of Shareholders for consideration of the Auditor's Report and approval of the financial statements of the Company and its subsidiary company for the fiscal year ended 31 December 2020. The financial statements are provided in the Company's 56-1 One report/Annual Report 2020, in which QR Code has been submitted to the shareholders together with the Notice as Attachment No. 2.

Following is a summary of the Consolidated Financial Statements:

Details	Amounting (THB million)
Total Assets	5,693.47
Total Liabilities	2,400.18
Total Shareholders' Equity	3,293.29
Service income and other service income	1,194.61
Total revenues	1,199.47
Total expenses	795.26
Profit for the year	227.41
Earning per share (THB : share)	0.18

Board's opinion

It is considered appropriate for the Shareholders' Meeting to consider the Auditor's Report and approve the consolidated financial statements of the Company and its subsidiary company for the fiscal year ended 31 December 2020 which have been audited and certified by the certified auditor, and approved by the Audit Committee and the Board of Directors.

Vote required

Majority of the total number of shares held by the shareholders attending the meeting and casting votes at the meeting.

Agenda 4

To consider and approve the distribution of dividend payment derived from operational results for the year 2020

Background and Reason

Based on the Company's operating results for the fiscal year 2020, the Company has net profit as stated in the Company's separated financial statement, in the amount of THB 252,576,360. In addition, the Company has sufficient cash flows to pay the dividends to the shareholders. Therefore, the Company considers to pay the 2020 year ended dividend at the amount of THB 248,000,000 which is equivalent to the rate of THB 0.20 per share (twenty satang), it shall be paid to the shareholders based on the par value of THB 0.50 (fifty satang) per share which is in accordance with the

Company's dividend policy. Dividend payment policy and the comparison of dividend payments are as appeared in Attachment No.3.

In this regard, the date for determining the eligible shareholders for dividend payment (Record Date) shall be on 10 May 2021 and the dividend payment date shall be on 27 May 2021.

Board's opinion

It is considered appropriate for the Shareholders' Meeting to approve the dividend payment for the fiscal year 2020 at the amount of THB 248,000,000 for 1,240,000,000 ordinary shares or equivalent to the rate of THB 0.20 per share (twenty satang), it shall be paid to shareholders based on the par value of THB 0.50 (fifty satang) per share whose names appeared on the record date as at 10 May 2021, whereby the dividend shall be paid on 27 May 2021.

As of 31 December 2020, Company's legal reserve was to THB 62,000,000 which fulfills requirements to set aside legal reserve for 10% of the registered capital. No legal reserve needs to be set up from 2020 operational results.

Vote required

Majority of the total number of shares held by the shareholders attending the meeting and casting votes at the meeting.

Agenda 5 To consider and approve the election of directors to replace those who are due to retire by rotation

Background and Reason

According to Section 71 of the Public Company Limited Act B.E. 2535 (1992) (as amended) and Articles 17 and 36 (4) of the Company's Articles of Association, one-third of the total number of directors who have been in office for longest period shall retire by rotation in the Annual General Meeting of Shareholders. For this 2021 Annual General Meeting of Shareholders, 4 directors who have served the office for the longest period and due to retire by rotation are:

- | | |
|------------------------------------|---|
| 1. Mr. Chaisawasd Kittipornpaiboon | Director /
Independent |
| 2. Mrs. Sunee Pongpud | Director /
Member of the Audit
Committee/
Independent |
| 3. Mr. Vallop Tiasiri | Director /
Member of the
Nomination,
Compensation and
Corporate
Governance
Committee /
Independent |
| 4. Mr. Pongthep Leungsuwan | Director |

The Company also gave the opportunity to the shareholders to propose the list of persons to be

considered and elected as directors in the 2021 Annual General Meeting of Shareholders via the Company's website within 29 January 2021 according to the good governance practice of the listed companies, however, there was no shareholder proposing the list of persons to be considered and elected as directors of the Company.

**Nomination,
Compensation and
Corporate Governance
Committee's opinion**

The Nomination, Compensation and Corporate Governance Committee without participation by the directors having interests therein has considered the qualifications, knowledge, capabilities, experience, performance, meeting attendance and meeting participation of the directors and recommended the Board of Directors to propose to the 2021 Annual General Meeting of Shareholders to re-elect all the 4 directors to be directors for another term.

Board's opinion

The Board of Directors, without participation by any of the directors having interests therein, carefully considered and was of an opinion that all the 4 directors have good knowledge, managerial skill and have qualification as required by law.

In this regard, the 3 directors who are nominated to be Independent director, namely;

Name-Surname	Date of Appointment as independent director	Tenure as independent director (as of the shareholders' meeting date)
1. Mr. Chaisawasd Kittipornpaiboon	25 February 2016	5 years 2 months
2. Mrs. Sunee Pongpud	26 February 2014	7 years 2 months
		In case the shareholders' meeting approves the re-election for another term until the end of the term, the total tenure shall be 10 years 2 months
3. Mr. Vallop Tiasiri	25 February 2016	5 years 2 months

The Board of Directors has carefully considered that the 3 nominated independent directors are capable of expressing their opinions independently and align with all qualifications as stipulated in the relevant regulations, whereby the independent director whose office is more than 9 years (until end of the term) has applied knowledge, expertise as well as provided usual recommendations for business operation of the Company, the Board of Directors therefore agreed with

the proposal made by the Nomination, Compensation and Corporate Governance Committee to propose to the 2021 Annual General Meeting of Shareholders that all these 4 directors should be re-elected, namely:

- | | |
|------------------------------------|---|
| 1. Mr. Chaisawasd Kittipornpaiboon | Director /
Independent
Director |
| 2. Mrs. Sunee Pongpud | Director /
Member of the Audit
Committee /
Independent
Director |
| 3. Mr. Vallop Tiasiri | Director /
Member of the
Nomination,
Compensation and
Corporate
Governance
Committee /
Independent
Director |
| 4. Mr. Pongthep Leungsuwan | Director |

The profile of the proposed persons to be elected as the directors by the Shareholders' Meeting, the definition of Independent Directors and criteria on director nomination are provided in Attachment No. 4 pages 32-40.

Vote required

Majority of the total number of shares held by the shareholders attending the meeting and casting votes at the meeting.

Agenda 6

To consider and approve the directors' remuneration for the year 2021

Background and Reason

Pursuant to Section 90 of the Public Company Limited Act B.E. 2535 (1992) (as amended) and Article 22 of the Company's Articles of Association, directors are entitled to receive remunerations from the Company in the form of rewards, meeting allowance, gratuity, bonus or other benefits in accordance with the Company's Articles of Association or the resolution of the Shareholders' Meeting.

**Nomination,
Compensation and
Corporate Governance
Committee's opinion**

The Nomination, Compensation and Corporate Governance Committee has carefully considered the remuneration for the directors and the sub-committees, by taking into account the operating result of the Company, number of factors compared with those of the same industry, the business expansion as well as knowledge, capabilities and also the experience of directors, and proposed to the Board of Directors for approval and further reference to the Shareholders' Meeting for approval to maintain the meeting allowance of the Board of Directors and its sub-committees for the year 2021 **at the rate same** as for the year 2020. Details on remuneration of directors and its sub-committees are provided in Attachment No. 5.

Board's opinion

The Board of Directors considered and agreed with the proposal made by the Nomination, Compensation and

Corporate Governance Committee and then resolved to propose to the Shareholders' Meeting to consider the directors' and its sub-committees' remuneration for year 2021 as so proposed.

Vote required

Not less than two-third (2/3) of the total number of shares held by the shareholders attending the meeting.

Agenda 7

To consider and approve the appointment of auditors and to fix the audit fee for the year 2021

Background and Reason

Pursuant to Section 120 of the Public Company Limited Act B.E. 2535 (1992) (as amended) and Article 36 (5) of the Company's Articles of Association, the Annual General Meeting of Shareholders shall appoint auditors and determine the fee of the auditors.

Audit Committee's opinion

The Audit Committee proposed to appoint the following auditors from EY Office Limited to be the auditors of the Company for the fiscal year 2021:

- | | |
|----------------------------------|--|
| 1. Mrs. Gingkarn Atsawarangsalit | Certified Public Accountant
No. 4496 and/or |
| 2. Ms. Sumana Punpongsanon | Certified Public Accountant
No. 5872 and/or |
| 3. Mr. Chayapol Suppasedtanon | Certified Public Accountant
No. 3972 and/or |
| 4. Ms. Rosaporn Decharkom | Certified Public Accountant
No. 5659 and/or |
| 5. Ms. Pimjai Manitkajohnkit | Certified Public Accountant
No. 4521 |

The Audit Committee has selected the auditors in accordance with the criteria of the Public Company Limited Act B.E. 2535 (1992) (as amended) and the relevant Notification of the Capital Market Supervisory Board and was of the opinion that EY Office Limited owns the network which covers various countries and is well-recognized for being selected to be auditors for other listed companies in the Stock Exchange of Thailand. The Audit Committee also found that auditors from EY Office Limited are knowledgeable, capable, independent and appropriate, as well as having performed their duties with responsibilities and have in-depth knowledge of the Company's nature of business.

For the audit fee for the fiscal year ended 2021 in amount of THB 1,360,000, the Audit Committee considered that the audit fee offered by EY Office Limited is reasonable comparing to the scope of work and, therefore, proposed to the Board of Directors to consider and thereafter propose to Shareholders' Meeting for approval.

Moreover, to ensure that EY Office Limited will provide the financial statements within the timeframe, the auditors from EY Office Limited are also proposed to be an auditor of the Company's subsidiary in 2021. Details on auditor fees, list of the Company's subsidiaries retaining the

same auditor and the profile and experiences of the proposed auditors are provided in Attachment No. 6.

Board's opinion

The Board of Directors considered and agreed with the proposal of the Audit Committee and then considered appropriate to propose to the Shareholders' Meeting to appoint the following auditors from EY Office Limited:

- | | |
|---------------------------------|---|
| 1. Mrs. Gingkarn Atsawarangsali | Certified Public Accountant No. 4496 and/or |
| 2. Ms. Sumana Punpongsanon | Certified Public Accountant No. 5872 and/or |
| 3. Mr. Chayapol Suppasertanon | Certified Public Accountant No. 3972 and/or |
| 4. Ms. Rosaporn Decharkom | Certified Public Accountant No. 5659 and/or |
| 5. Ms. Pimjai Manitkajohnkit | Certified Public Accountant No. 4521 |

To be the auditors of the Company and to express his/her opinion on the 2021 financial statements and approve for audit fees for the year 2021 totaling THB 1,360,000.

Vote required

Majority of the total number of shares held by the shareholders attending the meeting and casting votes at the meeting.

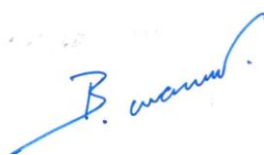
Agenda 8 To consider other business (if any)

Please note that the Company has fixed the Record Date, for recording list of eligible shareholders to attend the 2021 Annual General Meeting of Shareholders, to be on 9 March 2021. The Company therefore would like to invite all shareholders to attend the 2021 Annual General Meeting of Shareholders on the date, time and venue mentioned above. The commencement for the registration to attend the Meeting will be from 13:00 hours onwards.

For your convenience, if any shareholder of the Company wishes to appoint a person to attend and vote at the Meeting as Proxy-holder, such shareholder is requested to complete and duly execute Proxy Form B as attached in the Attachment No. 13, or alternatively download one of the three Proxy Forms: Form A, Form B or Form C (Form C is only for foreign investors who authorize the custodian in Thailand to keep and safeguard their shares) from www.namyongterminal.com.

Your Sincerely,

Namyong Terminal Public Company Limited



(Dr. Borwornsak Uwanno, Professor Emeritus)
Chairman of the Board of Directors

(-Translation-)

**Namyong Terminal Public Company Limited
Minutes of the 2020 Annual General Meeting of Shareholders**

Date, Time, and Venue:

The meeting was convened on 9 October 2020 at 10.00 hrs., at Grand Ballroom 1-2, Rama Gardens Hotel, No. 9/9 Vibhavadi Rangsit Road, Laksi, Bangkok 10210.

Beginning of Meeting

Dr. Borwornsak Uwanno, Professor Emeritus, acted as the Chairman of the Meeting (“**the Chairman**”) and Ms. Sopana Paraphuti, the Corporate Secretary, acted as the Secretary of the Meeting.

The Chairman informed the 2020 Annual General Meeting of Shareholders (“**the Meeting**”) the information regarding the shareholders of Namyong Terminal Public Company Limited (“**the Company**”) who were presented in person and by proxy as follow:

Shareholders presented in person	39 persons	Representing	279,493,814 shares
Shareholders presented by proxy	58 persons	Representing	677,025,462 shares
Total	97 persons	Representing	956,519,276 shares
Percentage	77.1387	Total paid-up capital	1,240,000,000 shares

The quorum was duly formed according to Article 33 of the Company’s Articles of Association, which states that there shall be at least 25 shareholders or not less than one-half (1/2) of the total number of shareholders, presented in person or by proxy, attending the Meeting, and shall collectively hold not less than one-third (1/3) of the total issued shares of the Company.

The Chairman officially declared the Meeting duly convened and introduced the following directors and management who attended the Meeting. In this regard, there were 12 directors attended the Meeting which was equivalent to 100% of the total directors.

Directors present at the Meeting

Dr. Borwornsak Uwanno, Professor Emeritus	Chairman of the Board of Directors and Independent Director
Dr. Theparak Leungsuwan	Director and Chief Executive Officer
Ms. Pimkarn Leungsuwan	Director and Chief Financial Officer
Mr. Dhananant Leungsuwan	Director
Ms. Pensri Leungsuwan	Director
Mr. Pongthep Leungsuwan	Director and Chief Administrative Officer
Dr. Sunee Sornchaitanasuk	Chairwoman of the Audit Committee and Independent Director
Mrs. Benchawan Srangnitra	Chairwoman of the Nomination, Compensation and Corporate Governance Committee, Member of the Audit Committee and Independent Director
Mr. Vallop Tiasiri	Member of the Nomination, Compensation and Corporate Governance Committee and Independent Director
Mr. Chaisawas Kittipornpaiboon	Independent Director
Mrs. Sunee Pongpud	Member of the Audit Committee and Independent Director
Dr. Vichya Kreangam	Member of the Audit Committee , Member of the Nomination, Compensation and Corporate Governance Committee and Independent Director

Management present at the Meeting

Mr. Amornnat Janyong	Chief Operating Officer
Mr. Poolsak Boonchoo	Legal advisor of the Company
Mr. Pravitt Anankoosri	Assistant Director of Accounting and Finance

The Chairman introduced **the auditor and legal advisor** who attended the Meeting as follows:

Mr. Chayapol Suppasdtanon	Auditor from EY Office Limited
Ms. Yingrak Treesaranuwattana and	Legal Advisors from R&T Asia (Thailand) Limited
Mr. Pannatat Kocharin	

Ms. Yingrak Treesaranuwattana, a legal advisor, attended as an inspector for the votes counting in order to promote the Company's good corporate governance. The Chairman invited minor shareholders to volunteer as witnesses for the votes counting, but no one volunteered.

The Secretary of the Meeting informed the Meeting of rules and procedures of the Meeting, voting procedures, vote counting, and rights in the Meeting.

Procedures of the Meeting

The meeting and voting will be conducted in accordance with the agenda prescribed in the invitation of this Meeting. The resolution on a general agenda shall be approved by the majority votes of the shareholders present and voting at the Meeting. The other agenda shall be approved according to the laws and the Company's Articles of Association. After counting process is completed, the Chairman shall inform the Meeting on the vote counting result in every agenda and shall give the Meeting an opportunity to make inquiries and express opinions on issues relating to the meeting agenda. The shareholders who make inquiries and express opinions shall inform his/her name and surname for minutes records.

In addition, from November 2019 to January 2020, the Company granted shareholders the right to propose a matter to the agenda and to nominate an individual to be appointed as a director. However, none of minority shareholders made any proposal or nomination. The Board of Directors has considered to fix meeting's agendas and proposed the re-election of the directors who are due to retire by rotation to serve the Company for another term.

Voting Process

The shareholders have one share equals one vote, and shareholders shall vote in one opinion of approved or disapproved or abstained, split of vote is not allowed except for voting by the custodian. If there is no show of any votes from the shareholders, it would be resolved that the shareholders are in favor of the proposal of the Board of Directors of the Company. The shareholders shall vote by marking "X" on the voting cards that received from registration desk.

Counting Process

Votes shall be counted according to the voting cards after each agenda by deducting the votes of the shareholders who vote disapproved and abstained from the total votes in each agenda.

Vote counting in the agendas fixed for the 2020 Annual General Meeting of Shareholders is divided into 3 methods, pursuant to the Public Company Limited Act B.E. 2535 and the Company's Articles of Association as follows:

1. The agendas that require a majority vote of the shareholders attending the meeting and voting are agendas 1, 4, 5 and 7, whereby the Company will count the votes of shareholders who cast their votes to approve or disapprove only. The abstention of voting of shareholders and the Voided Voting Card(s) shall not be counted.

2. The agenda that requires not less than two-thirds (2/3) of the vote of the shareholders attending the meeting is agenda 6, whereby the Company will count the votes of shareholders who cast their vote to approve or disapprove or abstain from voting.
3. The agenda that requires not less than three-fourths (3/4) of the vote of the shareholders attending the meeting is agenda 8, whereby the Company will count the votes of shareholders who attended the Meeting and entitled to cast vote to approve or disapprove or abstain from voting.

To facilitate the Meeting be properly conducted, after the officers have completed gathering the voting cards in each agenda, the Chairman shall ask the Meeting to consider the next agenda. When the vote counting of the previous agenda is completed, the Chairman shall inform the Meeting the voting result.

Void Voting Card(s)

1. Voting cards with more than one voting opinion (except for the voting of custodian authorized by foreign investors which the allocation of the vote is allowed);
2. Edited or crossed out voting opinions without endorsement by the shareholder or proxy;
3. Crossed out voting card entirely; and
4. Defected voting cards which the vote is illegible.

Void voting cards shall not be counted as the calculation base.

Rights of Shareholders

Any shareholder attending the Meeting after the Meeting is commenced, such shareholder would still be entitled to attend the Meeting and vote as from the agenda that he/she was present onwards. Before voting for each agenda, the Chairman will provide opportunities for the shareholders to inquire and comment. The shareholders who wish to inquire or comment must notify their name and last name for the record of minutes.

The Chairman then proceeded so that the Meeting consider the agendas as follows:

Agenda 1 To consider and certify the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2019 held on Thursday, 27 June 2019

The Chairman informed the Meeting that the Extraordinary General Meeting of Shareholders No. 2/2019 was held on Thursday, 27 June 2019, the copy of which was submitted to the Stock Exchange of Thailand and also uploaded on the Company's website within the period as required by the law. The Board of Directors expressed opinion that such minutes were correctly recorded, the copy of the meeting minutes was shown as attachment 1 of the invitation for proposing to the shareholders' meeting consideration.

The Chairman gave the Meeting an opportunity to express opinions and make inquiries about this agenda; however, no shareholders expressed opinions or made inquiries on this agenda. The Chairman then requested the Meeting to cast the votes for this agenda.

Voting The resolution on this agenda shall be approved by the majority votes of the shareholders attending the Meeting and casting their votes.

Resolution The Meeting certified the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2019 held on Thursday, 27 June 2019, as so proposed, with the voting results as follows:

Shareholders voting	Number of Votes	Percentage
Approved	956,537,189	100.0000
Disapproved	0	0.0000
Abstained	0	Not being counted
Voided Voting card(s)	0	Not being counted
Total	956,537,189	100.0000

Remark: In this agenda, the number of shareholders attended the Meeting increased by 7 persons whereby the total number of shares increased by 17,913 shares.

Agenda 2 To acknowledge the Company's operational results for the fiscal year ended 31 December 2019

Dr. Theparak Leungsuwan, Director and the Chief Executive Officer, presented to the Meeting the result of business operation for the fiscal year ended 31 December 2019.

Terminal Service

The total number of cars imported and exported via A5 Terminal was 946,769 units in 2017, 973,854 units in 2018 and 909,491 units in 2019 or decreased by approximately 7% from 2018.

Warehouse Service

The total area of warehouse service is 270,027 square meters whereby approximately 90% of the total area is occupied.

COVID-19 situation

The situation of COVID-19 affects the business operations in respect of the terminal management. The number of cars passing through the A5 Terminal in the first half of 2020 decreased by approximately 33.18%. However, during the COVID-19 situation, the Company has followed the health measure of the government including providing security for employees, customers and business partners and work planning in order to ensure that the Company's business will continue to operate without any interruptions.

According to the long term framework of the Company, the Company has added new business opportunity to generate income by expanding its business to other areas of businesses, which can be seen from the addition to the business objectives of the Company in the previous meeting of Shareholders as preparation.

Currently, the Company has invested 51% in Seahorse Ferries Company Limited ("**Seahorse**"), which provides logistic and transportation services by RORO Passenger (ROPAX) vessels between the East coast and the South of Thailand as seen in news releases notified to shareholders via The Stock Exchange of Thailand. It is expected that Seahorse will start operations within November 2020 and revenue is expected to be recognized around the first quarter of 2021.

Corporate Governance

- Being in the Thailand Sustainability Investment list or "Sustainable Stock".
- Achieved 5 stars or "Excellent" according to the Good Corporate Governance Report (CGR) for the fourth year.

- Received a perfect score of 100 percent according to criteria of AGM checklist for the fourth year.

Anti-corruption and participation in Thailand's Private Sector Collective Action Coalition Against Corruption (CAC)

- Even though the Company has not participated in the Thailand's Private Sector Collective Action Coalition Against Corruption or CAC, the Company has continuously arranged the activities to achieve the solid results by conducting educational trainings to the employees and extended the training in business ethics, corporate governance policy, anti-corruption policy and whistle-blowing policy to the key trading partners and business partners of the Company to set understanding, as well as to build participation on the said issues to be in the same direction of the Company.
- There was a signing between the Company and Toyota to demonstrate that the two companies have complied with the consistent business ethics guidelines.
- The result of the test on the employees' and business partners' understanding in respect of Anti-Corruption indicated that "in addition to the normal working responsibility, honesty and refraining from corruption are the priority that must do."

Ms. Pimkarn Leungsuwan, Director and Chief Financial Officer, presented to the Meeting the report on the Discussion and Analysis of Financial performance and operational result of the Management regarding the changes of figures in the financial statement and other factors that affected the Company's financial status as follows:

- The total revenue was THB 1,422 million in 2017, THB 1,469 million in 2018 and THB 1,462 million in 2019, which decreased by 0.5% from 2018. The main reason was that the throughput decreased and affected in the decreasing of the revenue from the terminal service.
- The revenue from the terminal service was THB 1,160 million in 2017, THB 1,180 million in 2018 and THB 1,129 million in 2019, which decreased by 4.3% from 2018 as a result of the decreasing in volume of exported cars which were partially compensated by the increasing in volume of imported cars.
- The revenue from the warehouse service was THB 213 million in 2017, THB 248 million in 2018 and THB 290 million in 2019, which increased by 36% from 2017. The revenue has continually increased because, currently, most of all of the areas are occupied.
- The service cost was THB 764 million in 2017, 795 million in 2018 and 782 million in 2019 as the result of a direct cost e.g. incremental concession charge and the cost of cars-moving was decreased since the quantity of throughput was decreased.
- Costs categorized by business types
 - Costs incurred from terminal services were 57% and the gross profit was 43% whereby the revenue decreased by 4% and costs decreased by 3% from the previous year.
 - Costs incurred from warehouse services were 48% and the gross profit was 52% whereby the revenue increased by 17% and costs increased by 3% from the previous year.

- Selling and administrative expenses was THB 157 million in 2017, THB 166 million in 2018 and THB 161 in 2019, which decreased from 2018 due to the doubtful accounts of seized cargos in 2018.
- Net profit amounted to THB 377 million which decreased from the previous year by THB 28 million or approximately 7%.

Factors which affect the net profit

- The decrease of profit in an amount of THB 28 million was a result from the recognition in affiliated company's shared loss in an amount of THB 36 million.
- The main reasons affecting an increase of profits in an amount of THB 10 million were as follows:
 1. The decrease of quantity of cars exported was partially compensated by the increase of quantity of imported cars;
 2. The increase of revenue from warehouse services;
 3. The decrease of the direct cost of services, e.g., incremental concession charge and the cost of cars-moving which was decreased since the quantity of throughput was decreased; and
 4. Selling and administrative expenses due to the doubtful accounts of seized cargos in 2018.

Assets, Liabilities, Equities

- Total assets are equivalent to THB 4,355 million, which decreased by THB 63 million or 1.43% from 2018. The main reason was the amortization of the concession charge under the Terminal Service Concession Agreement for the period of the Agreement.
- Total liabilities are equivalent to THB 563 million, which decreased by THB 68 million or 10.77% from 2018. The main reason was the decreased of provision for port remuneration which the Company pays pursuant to the Terminal Service Concession Agreement.
- The shareholder's equity is equivalent to THB 3,792 million, which increased by THB 5 million or 0.13% from 2018, resulting from the Company's net profit after being deducted by the interim dividend payment.

The Chairman gave the Meeting an opportunity to express opinions and make inquiries about the agenda. The Shareholders who expressed opinions and made inquiries were as follows:

Q: Mr. Adirek Pipatpattama, a shareholder present in person

1. Due to the significant increase in the proportion of revenue from warehouse services, in this regard, will the customer who previously rented the warehouse continue to rent the warehouse in the future? In addition, does the Company plan to expand the warehouse service area? Due to investment in expanding service areas, it depends on the demand of customers. Do the customers currently demand for additional areas of warehouse?
2. Is there any update of the fire truck case?

A: Dr. Theparak Leungsuwan, Director and Chief Executive Officer

1. Currently, the warehouse space is occupied by the customers for most of all of the areas or equivalent to 90% of the total areas which is a long term rental. The customers using the service nowadays tend to use the service continuously. In addition, the Company plans to expand the service area in order to meet demand of the customers in the Rayong province.

A: Mr. Poolsak Boonchoo, Director and Chief Executive Officer

2. The Company, as plaintiff, filed a lawsuit against Bangkok Metropolitan Administration (“BMA”) to the Central Intellectual Property and International Trade Court (“Court”) with the charge in respect of international trade, carriage of goods by sea and asset deposit amounts THB 1,041 million requesting the court to compel BMA to pay the said amount with 7.5% of interest per year and compel BMA to pay for cargo deposit including VAT on a daily basis for an amount of THB 270,000 as calculated from the 1st date following to the filing date until BMA takes all the fire trucks out of the Company's authorized Terminal.

Later on, the BMA, by the prosecutor, submitted a statement of defense and counterclaim with the charge in respect of tort in an amount of THB 110 million and a unilateral request to the Court to impose the interim measure before the judgement. The Court ordered the interim measure. However, the Court also specified as a condition for BMA to pay a collateral in an amount of THB 200 million.

On 26 December 2019, the Court dismissed the case as filled by the Company due to the reason that BMA is not a party under the Deposit Agreement with the Company. For the BMA's counterclaim, claiming that the Company has no rights to retain the fire trucks since the Company was not allowed to possess ammunition, the Court also dismissed such counterclaim and canceled the interim measure of BMA.

The Company filed an appeal against the judgment of the trial Court in March 2020 and BMA filed an appeal against the Court's judgment dismissing the counterclaim and the Company submitted the statement of defense against this appeal on 27 August 2020. BMA also filed an appeal against the order of the Court cancelling the interim order and the Company submitted the statement of defense against this appeal on 17 August 2020.

Q: Mr. Anu Wongsarnkij, a shareholder present in person

1. What is the Company's utilization rate regarding import and export?
2. Is there any update on the Concession Agreement renewal next year?
3. Expanding the warehouse service area tends to take time before earning revenue, how does the Company plan to deal with this situation?
4. How will the new business, Seahorse Ferry, generate revenue?

A: Dr. Theparak Leungsuwan, Director and Chief Executive Officer

1. The utilization rate in 2019 was 60% approximately, in 2020, it slightly decreases to 50% approximately.
2. The Company expects that the Concession Agreement will be renewed for at least 5 years.

3. Warehouse services was continuously expanded, the expansion was in the Rayong industrial estate at earlier of the year and to find new area in Laem Chabang industrial estate. In this regards, the Company will have customers prior to construction's investment and to expect revenue from warehouse service tends to increase continually.

In addition, the Company has invested in Seahorse Ferry Company Limited which operates the ROPAX ferry service by acquiring 51% of shares. Having shipping route from the East to the South. The target customer group is truck. The Company expects to start providing service from late November to early December 2020 and the revenue will be recognized in early 2021.

Q: Weerawat Jirasapanan, a shareholder present in person

1. What is the service of Seahorse Ferry Company Limited?
2. How many years does the Company expect that the overall investment in Seahorse Ferry Company Limited would pay off?

A: Dr. Theparak Leungsuwan, Director and Chief Executive Officer

1. It is the RoRo Passenger (ROPAX) service. RoRo is the truck-carrying service which can accommodate more than 80 trucks. Passengers are the passengers who travel with trucks and general passengers.
2. All of the Company's investments pass the feasibility study where the Company expects an IRR of 15%. The Company expects to receive revenue from the ferry investment in early 2021.

Q: Mr. Hangchai Akkawassakul, a shareholder attending by proxy

1. How long does the sail route take from Songkla to Chonburi?
2. How many creditors which could request for debt sharing regarding the fire truck case?

A: Dr. Theparak Leungsuwan, Director and Chief Executive Officer

1. The sail rout takes approximately 18 hours.
2. There is only one creditor which is the Company.

Q: Mr. Wicha Chokephongpan, a shareholder present in person

Did the Company buy an advertising service in the newspaper regarding the ferry service?

A: Dr. Theparak Leungsuwan, Director and Chief Executive Officer

No, the Company did not.

Q: Mr. Adirek Pipatpattama, a shareholder present in person

Does the Company have information regarding the effect arising from Great Wall buying General Motor's business and how?

A: Mr. Vallop Tiasiri, Member of the Nomination, Compensation and Corporate Governance Committee and Independent Director and Independent Director

Great Wall is in the process of applying for an investment promotion. It has its factory located in the Hemaraj Eastern Sea Board Industrial Estate which is expected to start operations in 2021. The factory in Thailand will be a production base of right-hand drive cars.

Voting This agenda was for acknowledgement and there was no casting of votes.

Resolution The Meeting acknowledged the Company's operational results for the fiscal year ended 31 December 2019.

Agenda 3 To acknowledge the distribution of interim dividend payment

Ms. Pimkarn Leungsuwan, Director and the Chief Financial Officer, informed the Meeting that

To reduce the impact that may occur to the shareholders regarding the postponement of the 2020 Annual General Meeting of Shareholders. The Board of Directors Meeting No. 3/2020 dated 23 April 2020, therefore, passed a resolution approving an interim dividend payment instead of the 2019 annual dividend payment to the shareholders of 1,240,000,000 shares at the rate of THB 0.50 (Fifty Satang) per share from the par value of THB 0.50 (Fifty Satang), totaling THB 620,000,000. The dividend was paid on 22 May 2020.

Criteria of the interim dividend payment

- The net profit of the separated financial statement of 2019 is THB 495 million.
- Unappropriated retained earnings of the separate financial statement at 31 December 2019 is THB 1,084 million.

The above interim dividend payment was in accordance with the Company's dividend payment policy. When the Board of Directors approved the interim dividend payment, it shall be reported to the meeting of shareholders for acknowledgment in the next meeting of shareholders. In this regard, this Meeting no further proposed for annual dividend payment derived from operational result of 2019.

The Chairman gave the Meeting an opportunity to express opinions and make inquiries about the agenda. Shareholders expressed opinions and made inquiries were as follows:

Q: Mr. Hangchai Akkawassakul, a shareholder attending by proxy

I would like to thank the Company for not exploiting the shareholders by paying the interim dividend.

A: Dr. Borwornsak Uwanno, Professor Emeritus, Chairman of the Board of Directors and Independent Director

Thank you for the shareholder's kind appreciation.

Q: Mr. Anu Wongsarnkij, a shareholder present in person

1. How is the company be able to pay the dividend in higher amount than its profits?
2. As the return from debt securities is low returns, how does the company manage cash flow or will it be paid as the dividend for shareholders in the next time?

A: Ms. Pimkarn Leungsuwan, Director and Chief Financial Officer

1. The reason that the Company is able to pay a great number of dividends is that the Company receives dividends from its affiliated company which is C0 Terminal. It is considered that dividend should be paid to the shareholders and such payment does not affect the Company's working capital.
2. The company conduct the cash management by investing in various financial instruments, both short term and long term instruments.
3. Investment in financial instruments requires some investment period in order to achieve expected return. Therefore, the mentioned amount could not be withdrawn for dividend payment.

Q: Mr. Sakchai Skulsrिमontree, a shareholder present in person

The payment of interim dividend by the board of directors which was not approved by the shareholders is an act of taking advantage from the shareholders.

A: Miss Yingrak Treesaranuwattana, the Legal Advisor

The Public Limited Companies Act and the Company's Articles of Association allow the Board of Directors to consider and approve the payment of interim dividends.

Voting This agenda was for acknowledgement and there was no casting of votes.

Resolution The Meeting acknowledged the interim dividend payment.

Agenda 4 To consider the auditors' report and approve the Company and its affiliated company's report and consolidated financial statements for the fiscal year ended 31 December 2019

Ms. Pimkarn Leungsuwan, Director and Chief Financial Officer informed the Meeting that, in order to comply with the Public Company Limited Act B.E. 2535 (as amended) and Article 36 (2) and 39 of the Company's Articles of Association, the Board of Directors shall prepare a statement of financial position and statement of comprehensive income at the end of the fiscal year of the Company and propose to the general meeting of shareholders for approval.

For statement of financial position and statement of comprehensive income for the fiscal year ended 31 December 2019 which had been audited by the auditor from EY Office Limited, Mr. Chayapol Suppasdtanon and approved by the Audit Committee and the Board of Directors in order to propose to the shareholders' meeting as appears in the attachment 2 (Annual Report 2019).

Therefore, the Board of Directors was of the opinion to propose the Meeting to consider and approve the audited financial statements for the fiscal year ended 31 December 2019 of the Company and the Company's affiliate.

The Chairman gave the Meeting an opportunity to express opinions and make inquiries about the agenda. Shareholders expressed opinions and made inquiries were as follows:

Q: Mr. Anu Wongsarnkij, a shareholder present in person

1. How will the new accounting standard affect the Company?
2. Does the company prepare the reserve funds for employee?

3. Does the impairment or depreciation in the Company still exist?

A: Mr. Chayapol Suppasdtanon, auditor

1. The note to the financial statements of 2019 already explained the effect of the new accounting standard to the financial statements. In this regard, in the year 2020, the Company has to record leasehold rights as assets and liabilities. The financial statements for the first quarter have already reflected this effect.

A: Ms. Pimkarn Leungsuwan, Director and Chief Financial Officer

2. The Company is not affected from this matter.

A: Mr. Pravit Anankusri, Assistant Director of Accounting and Finance

3. Impairment is recorded in the separate financial statement as a result of the Company's receipt of dividends from the company operating the C0 Terminal in order to adjust the investment value to be close to the consolidated financial statements. Therefore, the impairment must be recorded. For depreciation, the new rental fee standard require a change in the recording method. In summary, the new standard has reduced the company's net profit for approximately THB 20 million.

4. Depreciation according to Thai Accounting Standards 16 is using the accounting method where all future service fees are taken as present value and recorded as a right to use. As for Liabilities, the calculation of the new accounting standard will result in lower service fees, but there is an increase in the account item, namely interest items.

5. There is no effect to the employee's reserved fund.

Q: Mr. Sakchai Skulsrinmontree, a shareholder present in person

1. According to the new accounting standard, which part of account shall the Company record the increase or decrease?

2. What is the cause of the impairment between the dividends that appear in the note to the financial statements number 11.1 and 11.2?

3. Why does the Company earn more profits but pay less taxes?

4. Why has the cash flow statement decreased?

A: Mr. Pravit Anankusri, Assistant Director of Accounting and Finance, Mr. Chayapol Suppasdtanon, auditor and Dr. Sunee Sornchaitanasuk, Chairwoman of the Audit Committee and Independent Director

1. The financial statements of the year 2019 have not changed since the new accounting standards were not yet enforced. However, for the financial statements of the year 2020, this part of change will be reflected in the non-current assets and current and non-current liabilities.

2. As the Company invested in LRT that operates C0 Terminal business, the Concession Agreement allows for renewals of the Agreement for another 10 years twice. However, according to the accounting principle of Conservative, it is unable to appraise the value of the Agreement extension. Therefore, there is a set for such impairment.

3. The first part is that the Company received dividend from the company's affiliate which is not taxable and the impairment has not yet been recognize for tax.
4. The cash flow statement decreased as a result of the investment in C0.

Voting The resolution on this agenda shall be approved by the majority votes of the shareholders attending the Meeting and casting their votes.

Resolution The Meeting resolved to approve as follow:

1. Acknowledged the auditor's report of the year 2019
2. Approved the financial statements of the Company and its affiliated company for the fiscal year ended 31 December 2019 which was audited by Mr. Chayapol Suppasdtanon, the Certified Public Accountant (Thailand) from EY Office Limited, with voting results as follows:

Shareholders voting	Number of Votes	Percentage
Approved	957,547,359	100.0000
Disapproved	0	0.0000
Abstained	0	Not being counted
Voided Voting card(s)	0	Not being counted
Total	957,547,359	100.0000

Remark: In this agenda, the number of shareholders attended the Meeting increased by 34 persons whereby the number of shares increased by 1,010,170 shares.

Agenda 5 To consider and approve the election of directors to replace those who are due to retire by rotation

Mrs. Benchawan Srangnitra, Chairwoman of the Nomination, Compensation and Corporate Governance Committee informed the Meeting that according to Section 71 of the Public Limited Companies Act B.E. 2535 (as amended) and Articles 17 and 36 (4) of the Company's Articles of Association, the Meeting is required to elect the directors to replace those who are due to retire by rotation by one-thirds (1/3) of the total number of directors annually. For the 2020 Annual General Meeting of Shareholders, the number of the directors who are due to retire by rotation consists of 4 directors based on the longest term in office are as follows:

- | | |
|--|--|
| 1. Dr. Borwornsak Uwanno, Professor Emeritus | Chairman of the Board of Directors /
Independent Director |
| 2. Mrs. Benchawan Srangnitra | Chairwoman of the Nomination, Compensation
and Corporate Governance Committee /
Member of the Audit Committee/
Independent Director |
| 3. Mr. Dhananant Leungsuwan | Director |
| 4. Ms. Pensri Leungsuwan | Director |

In this regard, the Company allowed the shareholders to nominate the individual to be elected as the Company's directors on the Company's website from November 2019 to January 2020 but none of the shareholders nominated any person to be elected as the Company's directors. Therefore, the Committee considered the former 4 directors, the details of which appeared in the attachment 4.

In this regard, there were 2 directors who were being nominated to be Independent Director, namely:

- Dr. Borwornsak Uwanno, Professor Emeritus who has been in the position for 4 years and 7 months
- Mrs. Benchawan Srangnitra who has been in the position for more than 9 consecutive years

The Nomination, Compensation and Corporate Governance Committee perceived that all 4 directors have qualifications and have used their experience for the benefit the Company all along. It is viewed that the nominated independent directors are able to provide opinions independently and their qualifications are aligned with all the qualifications specified in the relevant regulations. For the director who has been in the position for more than 9 consecutive years (including the tenure upon approval), such director has used her knowledge, proficiency and beneficial suggestion for the Company. The Committee then proposed to the Board of Directors to propose the Meeting for the approval of re-election of all 4 directors.

The Chairman asked Mr. Chaisawas Kittipornpaiboon, Independent Director to continue the Meeting for this agenda. The Chairman and all nominated directors who were proposed be re-elected left the meeting room before voting process.

Mr. Chaisawas Kittipornpaiboon informed the Meeting to cast the votes for each nominated director individually and separately for this agenda as to comply with the good corporate governance. To provide convenient and speedy process, the approved, disapproved and abstained voting cards will be collected at one time and the voting results of each director shall be further announced to the Meeting. Mr. Chaisawas Kittipornpaiboon gave the Meeting an opportunity to express opinions and make inquiries about this agenda; however, no shareholders expressed opinions or made inquiries on this agenda. After all voting cards are collected, Mr. Chaisawas Kittipornpaiboon invited all the nominated directors back to the meeting room to continue the Meeting.

Voting The resolution on this agenda shall be approved by the majority votes of all shareholders attending the Meeting and casting their votes.

Resolution The Meeting considered and resolved, by the votes of the shareholders attending the Meeting and casting their votes, to approve all of the 4 directors, who are due to retire by rotation, to be re-elected as the directors of the Company for another term as proposed as follows:

1. Dr. Borwornsak Uwanno, Professor Emeritus, Chairman of the Board of Directors/ Independent Director

Shareholders voting	Number of Votes	Percentage
Approved	957,557,312	100.000
Disapproved	247	0.0000
Abstained	0	Not being counted
Voided Voting card(s)	0	Not being counted
Total	957,557,559	100.0000

2. Mrs. Benchawan Srangnitra, Chairwoman of the Nomination, Compensation and Corporate Governance Committee/ Member of the Audit Committee/ Independent Director

Shareholders voting	Number of Votes	Percentage
Approved	938,109,059	97.9690
Disapproved	19,448,400	2.0310
Abstained	100	Not being counted
Voided Voting card(s)	0	Not being counted

Total	957,557,559	100.0000
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3. Mr. Dhananant Leungsuwan, Director

Shareholders voting	Number of Votes	Percentage
Approved	957,543,559	100.0000
Disapproved	0	0.0000
Abstained	0	Not being counted
Voided Voting card(s)	0	Not being counted
Total	957,557,559	100.0000

4. Ms. Pensri Leungsuwan, Director

Shareholders voting	Number of Votes	Percentage
Approved	957,543,559	100.0000
Disapproved	0	0.0000
Abstained	14,000	Not being counted
Voided Voting card(s)	0	Not being counted
Total	957,557,559	100.0000

Remark: In this agenda, the number of shareholders attended the Meeting increased by 1 person whereby the number of shares increased by 10,200 shares.

Agenda 6 To consider and approve the directors' remuneration for the year 2020

Mrs. Benchawan Srangnitra, Chairwoman of the Nomination, Compensation and Corporate Governance Committee informed the Meeting that the Committee has duly considered on the remuneration of the Board of Directors and the Sub-Committee by taking into account the Company's performance, the scope of responsibility of each committee, the comparison with the same industry standard and the knowledge, capability, and experience of the directors. The Committee therefore approved and proposed to the Board of Directors to propose to the 2020 Annual General Meeting to consider and approve the attendance fee as the only remuneration for the Board of Directors and the Sub-Committees without other forms of remuneration. As the Company's policy, the directors' remuneration shall be paid on the basis of actual attendance to the meeting of the Board of Directors and the Sub-committees. The rate of the remuneration **equals** to which of the previous year as indicated in the attachment 5, the details of which are as follows:

Meeting Allowance	2018 (THB/Meeting)	2019 (THB/Meeting)	Increased Amount (THB/Meeting)
Chairman of the Board of Directors	57,000	57,000	0
Director	26,000	26,000	0
Chairman of the Audit Committee	32,000	32,000	0
Member of the Audit Committee	21,000	21,000	0
Chairman of the Nomination, Compensation and Corporate Governance Committee	27,000	27,000	0
Member of the Nomination, Compensation and Corporate Governance Committee	16,000	16,000	0

The Chairman gave the Meeting an opportunity to express opinions and make inquiries about the agenda. Shareholders expressed opinions and made inquiries were as follows:

Q: Mr. Anu Wongsarnkij, a shareholder present in person

1. Do the directors receive other kinds of remuneration, such as bonus?
2. What is the cause of the increased remuneration?

A: Mrs. Benchawan Srangnitra, Chairwoman of the Nomination, Compensation and Corporate Governance Committee and Dr. Borwornsak Uwanno, Professor Emeritus, Chairman of the Board of Directors and Independent Director

1. The directors only receive remuneration in the form of meeting allowance.
2. The remuneration in 2017 was THB 2,166,000 increased from 2016 by 171,000 because the number of meetings increased. In 2018, the remuneration was THB 2,403,000 increased from 2017 by THB 237,000 because the number of meetings increased and all directors attended the meetings. In 2019, the remuneration was THB 4,299,000 increased by 1,896,000 because there were 10 meetings of the Board of Directors and 9 meetings of the Audit Committee.

Voting The resolution on this agenda shall be approved by the votes of no less than two-thirds (2/3) of the total votes of the shareholders present at the Meeting.

Resolution The Meeting considered and resolved to approve the directors' remuneration for the year 2020 as so proposed with the voting results as follows:

Shareholders voting	Number of Votes	Percentage
Approved	957,557,559	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Voided Voting card(s)	0	Not being counted
Total	957,557,559	100.0000

Remark: In this agenda, the number of shareholders attended the Meeting equaled to the previous agenda.

Agenda 7 To consider and approve the appointment of auditors and to fix the audit fee for the year 2020

Dr. Sunee Sornchaitanasuk, Chairwoman of the Audit Committee informed the Meeting that, in order to comply with Section 120 of the Public Company Limited Act B.E. 2535 (as amended) and Article 36 (5) of the Company's Articles of Association, the shareholders' annual general meeting shall consider and approve the appointment of auditor and the determination of the audit fee.

The Board of Directors agreed with the Audit Committee's opinion to propose to the Annual General Meeting of Shareholders to appoint the following auditors from EY Office Limited to be the auditors of the Company for the fiscal year 2020:

- | | |
|----------------------------------|---|
| 1. Mrs. Gingkarn Atsawarangsalit | Certified Public Accountant No. 4496 and/or |
| 2. Ms. Sumana Punpongsonon | Certified Public Accountant No. 5872 and/or |
| 3. Mr. Chayapol Suppasetanon | Certified Public Accountant No. 3972 and/or |
| 4. Ms. Rosaporn Decharkom | Certified Public Accountant No. 5659 and/or |
| 5. Ms. Pimjai Manitkajohnkit | Certified Public Accountant No.4521 |

The Audit Committee has selected the auditors in accordance with the criteria specified in the Public Companies Limited Act B.E. 2535 (as amended) and the relevant Notification of the Capital Market Supervisory Board and was of the opinion that EY Office Limited owns the network which covers various countries and is well-recognized for being selected to be auditors of other listed

companies in the Stock Exchange of Thailand. The Audit Committee also found that the auditors from EY Office Limited are knowledgeable, capable, independent and appropriate, as well as, having performed their duties with responsibilities and having in-depth knowledge of the Company's nature of business.

In this regard, none of the proposed auditors mentioned above have performed the duty over 7 fiscal years as specified by the Notification of the Capital Market Supervisory Board and neither EY Office Limited nor the proposed auditors have any relationship with or any interest in the Company, its subsidiaries, management, major shareholders or the related persons of such persons in the nature that may affect the independency in performing their duty.

For the audit fee for the fiscal year ended 2020 in the amount of THB 1,360,000, the Audit Committee considered that such audit fee offered by EY Office Limited is reasonable considering the scope of work and quality. Therefore, the Committee proposed to the Board of Directors to consider proposing the Meeting for approval.

In addition, in order to ensure that the preparation of financial statements will be on time. The auditors of EY Office Limited have been nominated as the auditors of a subsidiary (Seahorse Ferry Company Limited) in 2020 (Quarter 3 - 4) in the amount of not exceeding THB 130,000.

The details of the auditor fees and profile of the auditors are provided in the attachment 6.

The Chairman gave the Meeting an opportunity to express opinions and make inquiries about the agenda. Shareholders expressed opinions and made inquiries were as follows:

Q: Mr. Anu Wongsarnkij, a shareholder present in person

1. What is the cause of the increased auditor fees?
2. Did the Company bargain the auditor fees yet?

A: Dr. Sunee Sornchaitanasuk, Chairwoman of the Audit Committee

1. The reason is that the scope of audit expands as a result of the new accounting standard.
2. The Company has bargained the auditor fees.

The Chairman then requested the Meeting to cast the votes for this agenda.

Voting The resolution on this agenda shall be approved by the majority votes of the shareholders attending the Meeting and casting their votes.

Resolution The Meeting considered and resolved to approve the appointment of auditors from EY Office Limited as the Company's auditors for the fiscal year 2020, namely;

- | | |
|----------------------------------|---|
| 1. Mrs. Gingkarn Atsawarangsalit | Certified Public Accountant No. 4496 and/or |
| 2. Ms. Sumana Punpongsanon | Certified Public Accountant No. 5872 and/or |
| 3. Mr. Chayapol Suppasetanon | Certified Public Accountant No. 3972 and/or |
| 4. Ms. Rosaporn Decharkom | Certified Public Accountant No. 5659 and/or |
| 5. Ms. Pimjai Manitkajohnkit | Certified Public Accountant No.4521 |

and resolved to approve the determination of the audit fee for the fiscal year 2020 at THB 1,360,000 as so proposed and recognized that the auditors from EY Office Limited will be the auditors for the subsidiary company for the fiscal year 2020 in the amount of not exceeding THB 130,000 with the voting results as follows:

Shareholders voting	Number of Votes	Percentage
Approved	957,557,659	100.0000
Disapproved	0	0.0000
Abstained	0	Not being counted
Voided Voting card(s)	0	Not being counted
Total	957,557,659	100.0000

Remark: In this agenda, the number of shareholders attended the Meeting increased by 1 person whereby number of shares increased by 100 shares.

Agenda 8 To consider and approve the amendment of the Company's Articles of Association

The Chairman informed the Meeting that in order to comply with the amendment of law relating to the meeting of the Board of Directors and shareholders and to facilitate the ease of doing business, it is appropriate to amend the Company's Articles of Association for 3 Clauses. The details are provided in pages 11-13 of the Notice of the Meeting.

Existing clause		Amended clause	Reason
Article 25/1	-None-	<u>The Board of Directors' Meeting may be held via electronic media, provided that such meeting shall comply with the rules and procedures as the law prescribes on such matter.</u>	To comply with the Emergency Decree on Electronic Meeting B.E. 2563 (2020)
Article 31	<p>The board of directors shall convene a shareholders' meeting which is an annual general meeting of shareholders within four (4) months from the last day of the fiscal year of the Company.</p> <p>Any other meeting of shareholders apart from paragraph one is called an "extraordinary general meeting." The board of directors may call an extraordinary general meeting at any time whenever it thinks fit.</p> <p>Shareholders holding in aggregate one-fifth (1/5) or more of the total issued shares; or twenty-five (25) shareholders or more holding in aggregate one-tenth (1/10) or more of the total issued shares may submit a written request to the board of directors to call</p>	<p>The board of directors shall convene a shareholders' meeting which is an annual general meeting of shareholders within four (4) months from the last day of the fiscal year of the Company.</p> <p>Any other meeting of shareholders apart from paragraph one is called an "extraordinary general meeting." The board of directors may call an extraordinary general meeting at any time whenever it thinks fit.</p> <p><u>One or more shareholders holding the aggregate number of shares of not less than ten (10) percent of the total number of shares sold may, by subscribing their names, request the board of directors in writing to call an extraordinary meeting at any time, but the reasons for</u></p>	To comply with the Public Company Limited Act B.E. 2535 (1992) (as amended) which has been amended by the Order of the Head of the National Council for Peace and Order No. 21/2560 RE: Amendments of Laws to Facilitate the Ease of Doing Business

Existing clause	Amended clause	Reason
an extraordinary general meeting. The request must clearly specify the purpose of such meeting. The board of directors must call a meeting of shareholders to take place within one (1) month from the date of receipt of that request.	<p><u>calling such meeting shall be clearly stated in such request. In this regard, the board of directors shall proceed to call a meeting of shareholders to be held within forty-five days (45) as from the date the request in writing from the shareholders is received.</u></p> <p><u>In case the board of directors fails to arrange for the meeting within such period under paragraph three, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five days (45) as from the date of expiration of the period under paragraph three. In such case, the meeting is deemed to be shareholders' meeting called by the board of directors and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and the Company shall reasonably provide facilitation.</u></p> <p><u>In the case where, at the meeting called by the shareholders under paragraph four, the number of the shareholders presented does not constitute quorum as prescribed by the Articles of Association, the shareholders under paragraph four shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.</u></p>	
Article -None-	<u>The Shareholders' Meeting may be held via electronic</u>	To comply with the Emergency Decree on

Existing clause	Amended clause	Reason
32/1	<u>media, provided that such meeting shall comply with the rules and procedures as the law prescribes on such matter.</u>	Electronic Meeting B.E. 2563 (2020)

The Chairman then gave the Meeting an opportunity to express opinions and make inquiries. The shareholders expressed their opinions and made inquiries were as follows:

Q: Mr. Sakchai Skulsrिमontree, a shareholder present in person

1. For the Shareholders' Meeting held via electronic media, does it require that the directors shall be in Thailand?
2. Does the Company plan to arrange the Shareholders' Meeting held via electronic media instead of physical meeting?

A: Miss Yingrak Treesaranuwattana, the Legal Advisor

1. It is not required by the law that the directors attending the meeting must be in Thailand.

A: Dr. Borwornsak Uwanno, Professor Emeritus, Chairman of the Board of Directors and Independent Director

2. In case of normal situation, the Company will continue to arrange for the physically held Shareholders' Meeting.

Voting The resolution on this agenda shall be approved by no less than three-fourths (3/4) of the shareholders attending the Meeting and casting their votes.

Resolution The Meeting approve the amendment of the Company's Articles of Association, as so proposed, with the voting results as follows:

Shareholders voting	Number of Votes	Percentage
Approved	957,557,659	100.0000
Disapproved	0	0.0000
Abstained	0	Not being counted
Voided Voting card(s)	0	Not being counted
Total	957,557,659	100.0000

Remark: In this agenda, the number of shareholders attended were equal to the previous agenda.

Agenda 9 To consider other businesses (if any)

The Chairman informed the Meeting that to consider other businesses, the law requires votes of not less than one-thirds (1/3) of the total number of shares sold. In this regard, the Company gave the shareholders an opportunity to propose an agenda via the Company's website; however, no shareholders made any proposal.

The Chairman then gave the Meeting an opportunity to express opinions and make inquiries. The shareholders expressed their opinions and made were as follows:

Q: Mr. Anu Wongsarnkij, a shareholder present in person

Does the Company plan to reduce the dependence on the main business which is the terminal service for the import and export of cars?

A: Dr. Theparak Leungsuwan, Director and Chief Executive Officer

Since cars are goods that are necessary for people, the terminal service will still be the main business for this 4-5 years period. However, the Company also studies for the possibility in other businesses.

Q: Mr. Wicha Chokepongphan, a shareholder attending in person

Mr. Wicha Chokepongphan proposed that the name of ship should be named after the Queen's name.

A: Dr. Borwornsak Uwanno, Professor Emeritus, Chairman and Independent Director

By using the Queen's name, we shall be allowed with the Royal Permission.

Q: Mr. Weerawat Jirasarpanant, a shareholder present in person

How much is the Company's licensing cost or fees per month?

A: Ms. Pimkarn Leungsuwan, Director and Chief Financial Officer

The cost related to concession cost could be categorized into 2 types which are (1) the fix concession fee and (2) the variable fee to the volume of transshipment.

The Chairman thanked all attendees and closed the Meeting at 12.45 hrs.

Signed

(Dr. Borwornsak Uwanno, Professor Emeritus)
Chairman of the Meeting

Chairman of the Board of Directors

Signed

(Ms. Sopana Paraphuti)
The Secretary to the Meeting
Minutes Recorder

Corporate Secretary

56-1 One report/ Annual Report 2020



For consideration of Agenda 4: To consider and approve distribution of dividend payment derived from operational results for the year 2020

Dividend payment policy

The Company has the policy to pay the dividend at the rate of not less than 40 percent of net profits after legal reserve, next year capital expenditure, and other reserves (if any) of the Company's separated financial statements. The dividend payment relies on the cash flow, performance, financial structure, investment plans, conditions in any agreements bound by the Company, other forthcoming necessity and suitability, and dividend payment consistency to the shareholders.

However, the Board of Directors' resolution of dividend payment shall be proposed to the Shareholders' Meeting for approval, except for interim dividend payments which the Board of Directors is authorized to approve after having considered that the Company has sufficient profits and cash flow to pay for the interim dividend. The interim dividend payment shall be informed to shareholders in the next Shareholders' Meeting.

The comparison of dividend payments

Details	Operational Results of Year		
	2018	2019	2020
Net Profit of the Separated Financial Statements (THB)	402,447,720	495,460,570	252,576,360
Net Profit of the statement of financial position is applied by equity method/the Consolidated Financial Statements (THB)	404,935,087	376,509,483	227,406,221
<u>Dividend payment</u>			
• Year-end dividend (THB per share)	0.30	-	0.20
• Interim dividend (THB per share)	-	0.50	-
Number of Shares (shares)	1,240,000,000	1,240,000,000	1,240,000,000
Par value at (THB per share)	0.50	0.50	0.50
Legal reserve (THB)	62,000,000	62,000,000	62,000,000
Total dividend payment (THB)	372,000,000	620,000,000	248,000,000
Dividends payout ratio (%) ¹	92.43	125.14	98.19

Remark:

¹ Dividend payout ratio is calculated from the total dividend payment / Net Profit of the Separated Financial statements.

For consideration of Agenda 5: To consider and approve the election of the directors who are due to retire by rotation

Profile of the proposed directors to replace those who are due to retire by rotation

Name and Surname	Mr. Chaisawasdt Kittipornpaiboon
Contact at	1168/52 (Lumpini Tower 19 th Floor) Rama IV Road, Thungmahamek, Sathorn, Bangkok 10120
Age (years)	72
Nationality	Thai
Type of appointment	<ul style="list-style-type: none"> • Director • Independent Director
Current positions	<ul style="list-style-type: none"> • Director • Independent Director
First appointment date of director	11 November 2015
Tenure (as of 30 April 2021)	5 years 5 months
First appointment date of Independent director	25 February 2016
Tenure (as of 30 April 2021)	5 years 2 months
Highest degree	Bachelor of Engineering, Chulalongkorn University
Training by Thai Institute of Directors Association (IOD)	Director Certification Program (DCP) Class 77/2006
Percent of shares held in the Company including the number of shares held by spouse and minor children, as of 31 December 2020	0 share or equivalent to 0.00%
Legal offense record in the past 10 years	-None-
Family Relations among directors and management	-None-
Other present positions in Listed Companies	-None of positions-
Positions in Non-Listed Companies	-None of positions-



Past Professional Experience	Period	Position	Companies/Other entities
	October 2008	Retirement	
	2006 - 2008	Permanent Secretary	Ministry of Transport
	2005 - 2006	Director General	Department of Highways
	2003 - 2005	Deputy Director General	Department of Highways
	2001 - 2003	Director	Office of Highways 11 (Bangkok)
	2000 - 2001	Director	Inter City Motorway Division

**Position in Rival Companies/
Connected Business that may
cause conflict of interest** -None of positions-

Skill & Expertise Engineering, Plan and Strategy

Criteria for Nominating Directors A person with proper qualification aligning with the component and structure of the director pursuant to the Company's strategy, as well as necessary skill, gender, profession and specialized expertise to fulfill the Board of Directors

Meeting Attendance in the year 2020 The Board of Directors Meeting was 7 times out of the total of 7 times, equivalent to 100%

Other information for consideration of Independent Directors' appointment

**Family Relationship with
Management and Major
Shareholders of the Company /
subsidiaries / associated
company** -None-

Relationship with the Company / Subsidiaries / Associated or Juristic Persons which may have conflict of interest in the past 2 years

- **Executive management, employee, or advisor who receives salary** -None-
- **Professional Advisor (Auditor or Legal Advisor)** -None-
- **Business Relationship that may interfere with independence** -None-

Name and Surname	Mrs. Sunee Pongpud		
Contact at	1168/52 (Lumpini Tower 19 th Floor) Rama IV Road, Thungmahamek, Sathorn, Bangkok 10120		
Age (years)	67		
Nationality	Thai		
Type of appointment	<ul style="list-style-type: none">• Director• Member of the Audit Committee• Independent Director		
Current positions	<ul style="list-style-type: none">• Director• Member of the Audit Committee• Independent Director		
First appointment date of director	26 February 2014		
Tenure (as of 30 April 2021)	7 years 2 months		
First appointment date of Independent director	26 February 2014		
Tenure (as of 30 April 2021)	7 years 2 months		
Highest degree	M.B.A.(Finance) South East Asia University		
Training by Thai Institute of Directors Association (IOD)	Director Accreditation Program (DAP) Class 111/2014		
Percent of shares held in the Company including the number of shares held by spouse and minor children as of 31 December 2020	0 share or equivalent to 0.00%		
Legal offense record in the past 10 years	-None-		
Family Relations among directors and management	-None-		
Other present positions in Listed Companies	-None of positions -		
Positions in Non-Listed Companies	-None of positions -		
Past Professional Experience	Period	Position	Companies/Other entities
	2013 - 2019	Account – Finance Manager	Brighton Development Co., Ltd.
	2011 - 2019	Account – Finance Manager (Main job)	Villa Della Co., Ltd.
	2009 - 2012	Office Manager (Finance)	Thai Rung Union Cars PLC.
Position in Rival Companies/ Connected Business that may cause conflict of interest	-None of positions -		
Skill & Expertise	Accounting and Finance, Risk management		



Criteria for Nominating Directors A person with proper qualification aligning with the component and structure of the director pursuant to the Company's strategy, as well as necessary skill, gender, profession and specialized expertise to fulfill the Board of Directors

Meeting Attendance in the year 2020

- The Board of Directors Meeting was 7 times out of the total of 7 times, equivalent to 100%
- The Audit Committee Meeting was 4 times out of the total of 4 times, equivalent to 100%

Other Information for consideration of independent Directors' appointment

Family Relationship with Management and Major Shareholders of the Company / subsidiaries / associated company -None-

Relationship with the Company / Subsidiaries / Associated or Juristic Persons which may have conflict of interest in the past 2 years

- **Executive management, employee, or advisor who receives salary** -None-
- **Professional Advisor (Auditor or Legal Advisor)** -None-
- **Business Relationship that may interfere with independence** -None-

Name and Surname	Mr. Vallop Tiasiri		
Contact at	1168/52 (Lumpini Tower 19 th Floor) Rama IV Road, Thungmahamek, Sathorn, Bangkok 10120		
Age (years)	66		
Nationality	Thai		
Type of appointment	<ul style="list-style-type: none"> • Director • Member of the Nomination, Compensation and Corporate Governance Committee • Independent Director 		
Current positions	<ul style="list-style-type: none"> • Director • Member of the Nomination, Compensation and Corporate Governance Committee • Independent Director 		
First appointment date of director	6 August 2014		
Tenure (as of 30 April 2021)	6 years 8 months		
First appointment date of Independent director	25 February 2016		
Tenure (as of 30 April 2021)	5 years 2 months		
Highest degree	Master of Management, Sasin Graduate Institute of Business Administration of Chulalongkorn University		
Training by Thai Institute of Directors Association (IOD)	Director Accreditation Program (DAP) Class 113/2014		
Percent of shares held in the Company including the number of shares held by spouse and minor children as of 31 December 2020	0 share or equivalent to 0.00%		
Legal offense record in the past 10 years	-None-		
Family Relations among directors and management	-None-		
Other present positions in Listed Companies	-None of positions-		
Positions in Non-Listed Companies	-None of positions-		
Past Professional Experience	Period	Position	Companies/Other entities
	2000 - 2012	Director	Industrial Development Foundation for Thailand Automotive Institute
Position in Rival Companies/ Connected Business that may cause conflict of interest	-None of positions-		
Skill & Expertise	Industry Automotive, Risk management and Corporate Governance		



Criteria for Nominating Directors A person with proper qualification aligning with the component and structure of the director pursuant to the Company's strategy, as well as necessary skill, gender, profession and specialized expertise to fulfill the Board of Directors

Meeting Attendance in the year 2020

- The Board of Directors Meeting was 7 times out of the total of 7 times, equivalent to 100%
- The Nomination, Compensation and Corporate Governance Committee Meeting was 2 times out of the total of 2 times, equivalent to 100%

Other Information for consideration of independent Directors' appointment

Family Relationship with Management and Major Shareholders of the Company / subsidiaries / associated company -None-

Relationship with the Company / Subsidiaries / Associated or Juristic Persons which may have conflict of interest in the past 2 years

- **Executive management, employee, or advisor who receives salary** -None-
- **Professional Advisor (Auditor or Legal Advisor)** -None-
- **Business Relationship that may interfere with independence** -None-

Name and Surname Mr. Pongthep Leungsuwan

Contact at 1168/52 (Lumpini Tower 19th Floor)
Rama IV Road, Thungmahamek,
Sathorn, Bangkok 10120

Age (years) 38

Nationality Thai

Type of appointment Director

Current positions

- Director
- Member of the Executive Committee
- Executive Director
- Authorized Director
- Chief Administrative Officer
- (Acting) Director of Human Resources
- (Acting) Director of Legal Affairs



First appointment date of director 9 February 2012

Tenure (as of 30 April 2021) 9 years 2 month

Highest degree Bachelor of Law (LL.B.) Assumption University

Training by Thai Institute of Directors Association (IOD)

- Family Business Governance Class 14/2019
- IT-Governance (ITG) Class 4/2017
- Anti-Corruption : The practical Guide (ACPG) Class 28/2016
- Director Accreditation Program (DAP) Class 84/2010

Percent of shares held in the Company including the number of shares held by spouse and minor children as of 31 December 2020 0 share or equivalent to 0.00%

Legal offense record in the past 10 years -None-

Family Relations among directors and management Son of Dr. Theparak Leungsuwan

Other present positions in Listed Companies -None of positions-

Positions in Non-Listed Companies	Period	Position	Companies/Other entities
	2018 - Present	Director	NYKT International Terminal Co., Ltd.
	2017 - Present	Director	Seahorse Ferries Co., Ltd.
	2016 - Present	Director	Port Development and Service Co., Ltd.
	2012 - Present	Director	Laemchabang International Ro-Ro Terminal Limited
	2005 - Present	Director	Tsingtao Marketing (Thailand) Co., Ltd.

Past Professional Experience	Period	Position	Companies/Other entities
	2012 - 2018	Director	Sapphire Ro-Ro (Thailand) Limited
	2012 - 2015	Director	Port Development and Service Co., Ltd.
	2012 - 2015	Director	PTP Energy Co., Ltd.
Position in Rival Companies/ Connected Business that may cause conflict of interest	-None of positions-		
Skill & Expertise	Management, plan and strategy, Legal and Human management		
Criteria for Nominating Directors	A person with proper qualification aligning with the component and structure of the director pursuant to the Company's strategy, as well as necessary skill, gender, profession and specialized expertise to fulfill the Board of Directors		
Meeting Attendance in the year 2020	The Board of Directors Meeting was 7 times out of the total of 7 times, equivalent to 100%		

Definition of Independent Directors

The Company has specified the qualification of an independent director **in the equivalence of** the qualification prescribed by the regulations of the Capital Market Supervisory Board, whereby the member of the Auditor Committee shall be an independent director who complies with the qualification as follows:

1. Holding shares not exceeding 1 per cent of the total number of shares with voting rights of the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, including shares held by related persons of such independent director;
2. Neither being nor used to be an executive director, employee, staff, advisor who receives salary, or controlling person of the Company, its parent company, subsidiary company, associate company, same-level subsidiary company, major shareholder or controlling person, unless the foregoing status has ended not less than two years prior to the date of filing an application with the Office. Such prohibited characteristic shall not include the case where the independent director used to be a government official or advisor of a government unit which is a major shareholder or controlling person of the Company;
3. Not being a person related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of child, executive, major shareholder, controlling person, or person to be nominated as management or controlling person of the Company or its subsidiary company;
4. Neither having nor used to have a business relationship with the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, in the manner which may interfere with his independent judgment, and neither being nor used to be a significant shareholder or controlling person of any person having a business relationship with the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than 2 years.

The term 'business relationship' under the first paragraph shall include any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or granting or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, and any other similar actions, which result in the Company or his counterparty being subject to indebtedness payable to the other party in the amount of 3 percent or more of the net tangible assets of the Company or THB 20 million or more, whichever is lower. The amount of such indebtedness shall be calculated according to the method for calculation of value of connected transactions under the Notification of the Capital Market Supervisory Board governing rules on connected transactions mutatis mutandis. The consideration of such indebtedness shall include indebtedness occurred during the period of 1 year prior to the date on which the business relationship with the person commences.

5. Neither being nor used to be an auditor of the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than 2 years.
6. Neither being nor used to be a provider of any professional services including those as legal advisor or financial advisor who receives service fees exceeding THB 2 million per year from the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, and not being a significant shareholder, controlling person or partner of the provider of professional services, unless the foregoing relationship has ended not less than two years.
7. Not being a director appointed as representative of directors of the Company, major shareholder or shareholder who is related to major shareholder;
8. Not undertaking any business in the same nature and in competition to the business of the Company or its subsidiary company or not being a significant partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding 1 per cent of the total number of shares with voting rights of other company which undertakes business in the same nature and in competition to the business of the Company or its subsidiary company; and
9. Not having any other characteristics which cause the inability to express independent opinions with regard to the Company's business operations.

For consideration of Agenda 6: To consider and approve the directors' remuneration for the year 2021

The Board of Directors Meeting No. 1/2021 has considered and resolved to approve the directors' and sub-committees' remuneration for the year 2021 as recommended by the Nomination, Compensation and Corporate Governance Committee. The remuneration is determined based on the Company's performance and each board or committee's scope of duties and responsibilities, the current performance, experience, knowledge and capabilities of directors, comparing to those of other companies in the same industry. It is proposed that the directors' remuneration shall consist of meeting allowance only without any other forms of interest, such as, reward, pension and bonus. The meeting allowance of the Board of Directors and its sub-committees for the year 2021 shall be **at the same rate** as the year 2020 as follows:

Details on remuneration of directors and its sub-committees

Meeting Allowance	2020	2021	Increased
	(THB/Meeting)	(THB/Meeting)	Amount
			(THB)
Chairman of the Board of Directors	57,000	57,000	0
Director	26,000	26,000	0
Chairman of the Audit Committee	32,000	32,000	0
Member of the Audit Committee	21,000	21,000	0
Chairman of the Nomination, Compensation and Corporate Governance Committee	27,000	27,000	0
Member of the Nomination, Compensation and Corporate Governance Committee	16,000	16,000	0

For consideration of the Agenda 7: To consider and approve the appointment of auditors and to fix the audit fee for the year 2021

For consideration to appoint the Company's auditors for the year 2021

Pursuant to Section 120 of the Public Company Limited Act B.E. 2535 (1992) (as amended), and Article 36 (5) of the Company's Articles of Association, which states that the Annual General Meeting of Shareholders shall appoint an auditor and fix the fee of the auditor. The Board of Directors resolved as proposed by the Audit Committee, and would like to propose the Shareholders' Meeting to appoint the auditors from EY Office Limited as the auditors of the Company by having one of the following persons to audit and express his/her opinion on the 2021 financial statements:

Name	Certified Public Accountant No.	Number of years served as auditor of the Company	Number of years signed on the financial statement of the Company
Mrs. Gingkarn Atsawarangsalit	4496	7	2
Ms. Sumana Punpongsanon	5872	3	1
Mr. Chayapol Suppasedtanon	3972	5	4
Ms. Rosaporn Decharkom	5659	1	0
Ms. Pimjai Manitkajohnkit	4521	3	0

Remark:

1. Number of years is based on fiscal year started from 2014 to 2020
2. According to the Letter of the Office of the Stock and Exchange Commission No. SEC. GorSor. (Wor.) 31/2561 and Clause 23 of the Notification of the Capital Market Supervisory Board No. TorJor. 44/2556 (as amended by the Notification of the Capital Market Supervisory Board No. TorJor. 75/2561) which stipulates that listed companies shall rotate their auditor, in the case that any auditor has performed the work of reviewing or auditing and giving opinion to the financial statement of a company for 7 fiscal years, either consecutively or not, such company may appoint such auditor to be the auditor of the company after the period of 5 consecutive fiscal years has lapsed.

However, no auditors as listed above has performed the audit more than the term specified by the Notification and neither EY Office Limited nor the proposed auditors has any relationship with or any interest in the Company, subsidiaries, management, major shareholders or the related persons thereof who may interfere with the independent performance of such auditors.

For consideration to approve the Company's audit fee for the year 2021

	2020 (THB)	2021 (THB)	Changing increased (decreased) (%)
Audit fee of the company	1,360,000	1,360,000	0.00
Other fees	0	0	0.00
Totaling audit fees	1,360,000	1,360,000	0.00

For acknowledgement of Auditor fee for the year 2021 of Seahorse Ferries Co., Ltd.¹

	2020² (THB)	2021 (THB)	Changing increased (decreased) (%)
Audit fee of the company	100,000	360,000	260.00
Other fees	-	0	0.00
Totaling audit fees	100,000	360,000	260.00

Remark :

¹ As of 31 July 2020, the Company holds 51 percentage of shares in Seahorse Ferries Co., Ltd. There is the Company's subsidiary.

² Audit fees for the year 2020 (Quarter 3rd and 4th of the year 2020).

Profiles and experience of Auditors

Name- Surname	Mrs.Gingkarn Atsawarangsalit
Certified Public Accountant No.	4496
Auditor firm	EY Office Limited
Qualifications	Certified Public Accountant of Thailand
Experience of the external auditor of listed companies	<ul style="list-style-type: none"> • Home Product Center Public Company Limited • Lohakit Metal Public Company Limited • Total Access Communication Public Company Limited
Percent of shares held in the Company including the number of shares held by spouse and minor children, as of 31 December 2020	0 share or equivalent to 0.00%
Relationship with or any interest in the Company, subsidiaries, management, major shareholders or the related persons	-None-
Name- Surname	Ms. Sumana Punpongsanon
Certified Public Accountant No.	5872
Auditor firm	EY Office Limited
Qualifications	Certified Public Accountant of Thailand
Experience of the external auditor of listed companies	<ul style="list-style-type: none"> • AIRA Securities Public Company Limited • SVI Public Company Limited • NCL International Logistics Public Company Limited • Siam Wellness Group Public Company Limited • Chumporn Palm Oil Industry Public Company Limited
Percent of shares held in the Company including the number of shares held by spouse and minor children, as of 31 December 2020	0 share or equivalent to 0.00%
Relationship with or any interest in the Company, subsidiaries, management, major shareholders or the related persons	-None-

Name- Surname	Mr. Chayapol Suppasdtanon
Certified Public Accountant No.	3972
Auditor firm	EY Office Limited
Qualifications	Certified Public Accountant of Thailand
Experience of the external auditor of listed companies	<ul style="list-style-type: none"> • Crown Seal Public Company Limited • People's Garment Public Company Limited • Eastern Star Real Estate Public Company Limited • Polyplex (Thailand) Public Company Limited
Percent of shares held in the Company including the number of shares held by spouse and minor children, as of 31 December 2020	0 share or equivalent to 0.00%
Relationship with or any interest in the Company, subsidiaries, management, major shareholders or the related persons	-None-


Name- Surname	Ms. Rosaporn Decharkom
Certified Public Accountant No.	5659
Auditor firm	EY Office Limited
Qualifications	Certified Public Accountant of Thailand
Experience of the external auditor of listed companies	<ul style="list-style-type: none"> • Chumporn Palm Oil Industry Public Company Limited • Ananda Development Public Company Limited • Laguna Resorts & Hotels Public Company Limited • S. Khonkaen Foods Public Company Limited • Modernform Group Public Company Limited
Percent of shares held in the Company including the number of shares held by spouse and minor children, as of 31 December 2020	0 share or equivalent to 0.00%
Relationship with or any interest in the Company, subsidiaries, management, major shareholders or the related persons	-None-

Name- Surname	Ms. Pimjai Manitkajohnkit
Certified Public Accountant No.	4521
Auditor firm	EY Office Limited
Qualifications	Certified Public Accountant of Thailand
Experience of the external auditor of listed companies	<ul style="list-style-type: none"> • Chumporn Palm Oil Industry Public Company Limited • Laguna Resorts & Hotels Public Company Limited • S. Khonkaen Foods Public Company Limited • Modernform Group Public Company Limited
Percent of shares held in the Company including the number of shares held by spouse and minor children, as of 31 December 2020	0 share or equivalent to 0.00%
Relationship with or any interest in the Company, subsidiaries, management, major shareholders or the related persons	-None-

Profile of the Company's Independent Director being proposed to be Shareholder's proxy-holder

Name and Surname	Dr. Borwornsak Uwanno, Professor Emeritus
Age (years)	66
Contact at	1168/52 (Lumpini Tower 19 th Floor) Rama IV Road, Thungmahamek, Sathorn, Bangkok 10120
Nationality	Thai
Current positions	<ul style="list-style-type: none"> Chairman of the Board of Directors Independent Director
First appointment date of director	25 February 2016
Tenure (as of 30 April 2021)	5 years 2 months
Highest degree	Doctorate Degree in Public Law, Université de Paris X (Nanterre (mention très bien))
Training by Thai Institute of Directors Association (IOD)	Director Accreditation Program (DAP), (2004)
Percent of shares held in the Company including the number of shares held by spouse and minor children as of 31 December 2020	1,336,000 shares or equivalent to 0.11 %
Legal offense record in the past 10 years	-None-
Family relations between directors and management	-None-
Conflict of Interest	<ul style="list-style-type: none"> No special conflict of interest which is different from other directors in all of the proposed agendas in this shareholders' meeting Special conflict of interest in Agenda 6: To consider and approve the directors' remuneration for the year 2021



Name and Surname	Dr. Sunee Sornchaitanasuk	
Age (years)	59	
Contact at	1168/52 (Lumpini Tower 19 th Floor) Rama IV Road, Thungmahamek, Sathorn, Bangkok 10120	
Nationality	Thai	
Current positions	<ul style="list-style-type: none"> • Director • Chairwoman of the Audit Committee • Independent Director 	
First appointment date of director	23 August 2016	
Tenure (as of 30 April 2021)	4 years 8 months	
Highest degree	Doctor, Communication Management Program, Suan Dusit University	
Training by Thai Institute of Directors Association (IOD)	<ul style="list-style-type: none"> • Role of the Chairman Program (RCP), Class 18/2008 • Monitoring the Internal Audit Function (MIA), Class 2/2008 • Monitoring the System of Internal Control and Risk Management (MIR), Class 3/2008 • Improving the Quality of Financial Reporting (QFR), Class 5/2007 • Director Certification Program (DCP), Class 53/2005 • Audit Committee Program (ACP), Class 5/2005 • Director Accreditation Program (DAP), Class 28/2004 	
Percent of shares held in the Company including the number of shares held by spouse and minor children as of 31 December 2020	0 share or equivalent to 0.00%	
Legal offense record in the past 10 years	-None-	
Family relations between directors and management	-None-	
Conflict of Interest	<ul style="list-style-type: none"> • No special conflict of interest which is different from other directors in all of the proposed agendas in this shareholders' meeting • Conflict of interest in Agenda 6: To consider and approve the directors' remuneration for the year 2021 	

Name and Surname	Mrs. Benchawan Srangnitra	
Age (years)	70	
Contact at	1168/52 (Lumpini Tower 19 th Floor) Rama IV Road, Thungmahamek, Sathorn, Bangkok 10120	
Nationality	Thai	
Current positions	<ul style="list-style-type: none"> • Director • Chairwoman of the Nomination, Compensation and Corporate Governance Committee • Member of the Audit Committee • Independent director 	
First appointment date	13 September 2011	
Tenure (as of 30 April 2021)	9 years 7 months	
Highest degree	Doctor of Public Administration, Bangkokthonburi University	
Training by Thai Institute of Directors Association (IOD)	<ul style="list-style-type: none"> • Audit Committee Program (ACP) Class 37/2011 • Successful Formulation & Execution of Strategy Program (SFE) Class 12/2011 • Director Certification Program (DCP) Class 136/2010 	
Percent of shares held in the Company including the number of shares held by spouse and minor children as of 31 December 2020	0 share or equivalent to 0.00 %	
Legal offense record in the past 10 years	-None-	
Family relations between directors and management	-None-	
Conflict of Interest	<ul style="list-style-type: none"> • No special conflict of interest which is different from other directors in all of the proposed agendas in this shareholders' meeting • Conflict of interest in Agenda 6: To consider and approve the directors' remuneration for the year 2021 	

Documents Required to be Presented Before Attending the Meeting, Proxy Appointment Requirements, Registration and Voting in the 2021 Annual General Meeting of the Shareholders

For the convenience of the registration of the 2021 Annual General Meeting of the Shareholders of Namyang Terminal Public Company Limited, shareholders and proxies, please kindly bring the Notice of the Meeting, Registration Form and Proxy Form

1. Documents Required to be Presented Before Attending the Meeting

For Individual Person

A. Attending in Person

Valid document issued by government authorities e.g., identification card, official identification card, driver license or passport; and evidence of name-surname change (if any).

B. By Appointing Proxy

- (1) The Proxy Form, as attached to the Notice of the Meeting (in either form) which has been completed correctly and signed by the Shareholder as the grantor and the proxy.
- (2) A copy of the Shareholder's valid document issued by a government authority as specified in Item A and certified by the Shareholder.
- (3) Present the proxy's valid document, issued by a government authority as specified in Item A.

For Juristic Person

C. Representative of the Shareholder (Authorized Director) Attends the Meeting

- (1) Present the valid document of the authorized director(s) issued by a government authority similar to an individual person as specified in Item A.
- (2) A copy of the shareholder's affidavit certified by its representative (authorized director(s)); which affirms that such representative, who is attending the meeting, has the authority to act on the shareholder's behalf according to the law.

D. By Appointing Proxy

- (1) The Proxy Form, as attached to the Notice to of the Meeting (in either form) which has been completed correctly and signed by the authorized director(s) of the shareholder as the grantor and the proxy.
- (2) A copy of the shareholder's affidavit certified by the authorized director(s); which affirms that such authorized director(s), who executes the Proxy Form has the authority to act on the shareholder's behalf according to the law.
- (3) A copy of a valid document, issued by a government authority, of the authorized director(s), who is the proxy grantor and certified by such proxy grantor.
- (4) Present a valid document issued by a government authority of the proxy similar to an individual person as specified in Item A.

E. In Case of a Shareholder who is a Foreign Investor and Appoints a Custodian in Thailand

- (1) All documents similar to those of a Juristic Person as specified in Item C or D.
- (2) In case of a shareholder who is a foreign investor and has authorized the Custodian to sign the Proxy Form on his/its behalf, the following additional documents are required:
 - (2.1) Power of Attorney which the shareholder, who is a foreign investor, authorizes the Custodian to sign the Proxy Form on his/its behalf.

- (2.2) Confirmation Letter affirming that the Custodian signing the Proxy Form on his/its behalf is permitted to engage in the custodian business.

The original documents which are not in English must be translated into English and certified by the shareholder or authorized representative of the shareholder as the true and correct translation for submission.

2 Proxy Appointment

The Company has prepared the Proxy Forms according to the Regulation of the Department of Business Development, Ministry of Commerce Re: Form of Proxy (No. 5) B.E. 2550 (2007) which consists of three forms as follows:

- Form A : General Proxy Form (Simple Form)
- Form B : Specific Proxy Form
- Form C : Proxy Form for a Foreign Investor appointing a Custodian in Thailand.

The Foreign Investor who will appoint the Custodian in Thailand as his/its proxy can download Form C from www.namyongterminal.com, and please bring the Proxy Form to complete registration on the date of the meeting.

The Shareholder who cannot attend the meeting may appoint a person as his/its proxy and must proceed as follows:

- A. Complete **only one** of the above Proxy Forms as follows:
 - (1) General shareholder shall select only either Form A or Form B.
 - (2) Shareholder who is registered in the share register book as a Foreign Investor and appoints a Custodian in Thailand shall select only Form C.
- B. Authorize a person or an Independent Director to attend and vote in the meeting on the shareholder's behalf by specifying the name including the details of the person, or select an Independent Director's name as specified in the Proxy Form as a proxy.
- C. Affix a THB 20 stamp duty, cross out the stamp; and specify the date of Proxy Form in order for it to be enforceable. For the proxy's convenience, the Company will facilitate in affixing the stamp duty for the proxy upon registration of the meeting.
- D. Send the completed Proxy Form in an envelope to the Company by **Tuesday 20 April 2021** or **at least 1 hour** before the meeting is commenced to allow the Company's officers to verify the documents.

Allocation of shares to several Proxies to vote in the meeting is not allowed. The Shareholder shall authorize the proxy to cast the votes by all shares held by him/it. Partial authorization of shares held by him/it is not allowed unless the Custodian is appointed by the Foreign Investor pursuant to Proxy Form C.

3 Meeting Registration

Meeting registration will begin at least 2 hours before the commencement of the meeting or from **13:00 hours** onward at **Grand Ballroom 1-2, Rama Gardens Hotel, no. 9/9 Vibhavadi Rangsit Road, Laksi, Bangkok 10210** as the map attached.

4 Voting in the Meeting of the Shareholders

Voting Requirements

A General Agenda:

- (1) Voting for each agenda shall be made openly by raising hand and one vote shall be counted for one share. The shareholder or proxy shall only vote for approval, disapproval or abstention. Partial voting is not allowed (except for the vote casted by the Custodian).
- (2) In vase of Proxy
 - (2.1) The proxy shall vote in accordance with the authorization specified by the shareholder in the Proxy Form. Any vote in an agenda which is not in accordance with the Proxy Form shall be invalid and shall not be counted as the vote of the shareholder.
 - (2.2) If the shareholder does not specify or inexplicitly specifies his/its intention for voting, or in case the meeting considers or resolves an agenda not specified in the proxy, as well as if there is any change or addition made to any fact, the proxy shall be authorized to consider and vote on such matter as deemed appropriate.

B Agenda on Appointment of Director:

The procedures for appointment of director are as follows:

- (1) Each shareholder has one vote for each share held;
- (2) Each shareholder may exercise their votes according to (1) in electing one or more persons as directors provided that they may not split their votes for any persons; and
- (3) The persons who obtain the highest number of votes will be elected as directors respectively according to the required number of directors, but if two or more persons obtain equal votes and the number of director exceeds the requirement, the Chairman of the meeting shall cast a deciding vote.

Voting Procedures for Each Agenda

The Chairman shall inform the meeting the details of voting procedures as follows:

- (1) The Chairman will propose the shareholders to consider and vote in each Agenda by asking the meeting to vote for approval, disapproval or abstention.
- (2) When the Chairman asks for consideration, a vote shall be made by a show of hand (except in the case of a secret vote); and the shareholder or proxy shall vote for either approval, disapproval or abstention (unless the Proxy Form allows the Custodian to allocate the vote).

A resolution of the meeting shall comprise of the following number of votes:

- (1) In general case: the majority vote of shareholders who attend and vote in the meeting shall constitute the resolution of the meeting.
- (2) In other cases, whereby the law or the Company's Articles of Association specifies otherwise, the resolutions of the meeting shall be in accordance with the law or the Company's Articles of Association. In this regards, the Chairman shall inform the votes required for such resolution to the shareholders in the meeting before voting on such Agenda.
 - (2.1) In case of a tie vote, the Chairman of the meeting shall cast a deciding vote.

- (2.2) A shareholder or proxy who has a special interest in any matter shall not vote on such matter and may be requested by the Chairman of the meeting to temporarily leave the meeting, except for the agenda regarding the appointment of director.

Counting and Announcement of the Vote

Prior to each meeting agenda, the Chairman shall inform the process of the vote counting to the meeting. For each agenda, the Company shall count votes from the shareholders or proxies who attend and vote in the meeting. The vote result of each Agenda shall be informed to the meeting before the meeting adjourns.

Articles of Association relating to the Shareholders' Meeting

Chapter 5 Board of Directors

17. At every annual general meeting of shareholders, one-third (1/3) of the directors, or if it is not a multiple of three, then the number nearest to one-third (1/3), must retire from office.

A retiring director is eligible for re-election.

Directors retiring in the first and second years following the registration of the Company shall be determined by drawing lots. In each subsequent year, the directors who have occupied the position for the longest period must retire.

22. Directors are entitled to remuneration from the Company in the form of award, meeting allowance, reward, bonus, or any other benefits as approved by a meeting of shareholders with an affirmative vote by not less than two-thirds (2/3) of the total votes of the shareholders attending the meeting. The remuneration may be a fixed sum or subject to specific criteria, and may be determined from time to time or effective until amended by the resolution of the shareholders' meeting. The directors may also be entitled to allowances and fringe benefits in accordance with the Company's regulations.

The provisions of the previous paragraph will not prejudice the rights of the Company's staff or employees who are appointed to be the directors of the Company with respect to their entitlements to remuneration and benefits as staff or employees of the Company.

- 25/1. The Board of Directors' Meeting may be held via electronic media, provided that such meeting shall comply with the rules and procedures as the law prescribes on such matter.

Chapter 6 Meeting of Shareholders

31. The board of directors shall convene a shareholders' meeting which is an annual general meeting of shareholders within four (4) months from the last day of the fiscal year of the Company.

Any other meeting of shareholders apart from paragraph one is called an "extraordinary general meeting." The board of directors may call an extraordinary general meeting at any time whenever it thinks fit.

One or more shareholders holding the aggregate number of shares of not less than ten (10) percent of the total number of shares sold may, by subscribing their names, request the board of directors in writing to call an extraordinary meeting at any time, but the reasons for calling such meeting shall be clearly stated in such request. In this regard, the board of directors shall proceed to call a meeting of shareholders to be held within forty-five days (45) as from the date the request in writing from the shareholders is received.

In case the board of directors fails to arrange for the meeting within such period under paragraph three, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five days (45) as from the date of expiration of the period under paragraph three. In such case, the meeting is

deemed to be shareholders' meeting called by the board of directors and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and the Company shall reasonably provide facilitation.

In the case where, at the meeting called by the shareholders under paragraph four, the number of the shareholders presented does not constitute quorum as prescribed by the Articles of Association, the shareholders under paragraph four shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.

32. To call a meeting of shareholders, the board of directors must prepare a notice indicating the place, date, time, agenda, and matters to be proposed at the meeting together with any other appropriate details. The notice must clearly specify whether the matter is for acknowledgment, approval, or consideration, as the case may be, together with the opinion of the board of directors on those matters. The notice must be sent to the shareholders and the Registrar seven (7) days or more prior to the meeting date. The notice must also be published in a newspaper at least three (3) days before the meeting date for a period of three (3) consecutive days or more.

A meeting of shareholders may be held in the province where the Company's head office is located or any other place designated by the board of directors.

- 32/1. The Shareholders' Meeting may be held via electronic media, provided that such meeting shall comply with the rules and procedures as the law prescribes on such matter.

33. A quorum of a meeting of shareholders requires twenty-five (25) shareholders or one-half (1/2) or more of the total number of shareholders, holding in aggregate one-third (1/3) or more of the total issued shares, present in person or by proxy (if any).

If, after one (1) hour from the time fixed for a meeting of shareholders, a quorum has not been constituted according to the above paragraph and such meeting was called at the request of the shareholders, the meeting must be dissolved. If the meeting was called other than at the request of the shareholders, the meeting shall be called again and a notice of the meeting must be sent to the shareholders seven (7) days or more before the date of the adjourned meeting. No quorum is required at the adjourned meeting.

34. The Chairman of the board of directors will act as the Chairman of the meeting of shareholders. If the Chairman is not present or is unable to perform his duties, the Vice Chairman will serve as the Chairman. If there is no Vice Chairman or the Vice Chairman is unable to perform its duties, the shareholders attending the meeting must elect one of them to act as the Chairman.
35. Shareholders shall have one vote per share held by them. A shareholder who has a special interest in any matter may not cast votes on that matter, except for the appointment of directors. A resolution of the shareholders' meeting shall have the following requirements.

- (1) In general cases, a resolution of shareholders must be passed by a majority of the votes cast by the shareholders attending and voting at the meeting. In case of a tie vote, the Chairman has a casting vote.
- (2) In the following cases, a resolution must be passed by three-quarters (3/4) or more of the votes cast by the shareholders attending and eligible to vote at the meeting:
 - (a) a sale or transfer of all or a substantial part of the business of the Company to any person;

- (b) a purchase or acceptance of transfer of business of other public limited companies or limited companies;
- (c) entering into, amendment or termination of any agreement concerning a lease of all or a substantial part of the business of the Company or assigning any person to have management control of the business of the Company or a merger with any person with the purpose of sharing profit and loss;
- (d) an amendment to the Memorandum of Association or Articles of Association of the Company;
- (e) an increase or reduction of capital;
- (f) a dissolution of the Company;
- (g) an issuance of debentures of the Company;
- (h) a merger or acquisition of the Company with another company; or
- (i) other operations prescribed by law to require an affirmative vote of not less than three-fourths (3/4) of the total number of shareholders attending and eligible to vote at the meeting.

36. The matters which should be considered by an annual general meeting of shareholders are as follows:

- (1) to consider the report of the board of directors concerning the Company's business in the past one-year period;
- (2) to consider and approve the balance sheet and the profit and loss accounts as of the end of the fiscal year of the Company;
- (3) to consider and approve profit allocation, dividend payment;
- (4) to consider and elect new directors in place of those who retire by rotation and to fix the remuneration of directors;
- (5) to consider and appoint an auditor and to fix the remuneration of the auditor; and
- (6) any other business.

Chapter 7

Accounting, Finance, and Audit

39. The board of directors must prepare the balance sheet and the profit and loss accounts at the end of the fiscal year of the Company and propose the same to the annual general meeting of shareholders for approval. The balance sheet and profit and loss accounts must be audited by the auditors before they are proposed to the meeting of shareholders for consideration and approval.
41. The Company shall not pay any other kinds of dividend apart from dividends from earnings. If the Company has incurred accumulated losses, no dividend may be paid.

Dividends must be paid equally in proportion to the number of shares and their payment must be approved by a resolution of shareholders.

The board of directors may declare interim dividends payable to all shareholders from time to time if they consider that the amount of profits justifies the declaration of interim dividends. After the interim dividends are paid, the board of directors must report the payment thereof to the shareholders at the next meeting of shareholders.

The payment of dividends must be made within one (1) month after the meeting of shareholders or the date on which the resolution is passed, as the case may be. A written notice of dividend distribution must be sent to all shareholders and advertised in a newspaper for a period of three (3) consecutive days.

**Guidelines for attending the 2021 Annual General Meeting of Shareholders
regarding the outbreak of the new Coronavirus 2019 (COVID-19)**

The company deeply concerned for the safety and well-being of all shareholders who will be participating in the meeting. Therefore, the Company strongly requests your cooperation to strictly follow the precautionary measures and guidelines for holding the Annual General Meeting of Shareholders under the circumstance of coronavirus 2019 (COVID-19) outbreak.

Meeting by proxy

Shareholders are able to appoint the Company's independent director as proxy to attend and cast votes on their behalf. Please send the proxy together with evidences to Namyong Terminal Plc. at 1168/52 (Lumpini Tower 19th floor), Rama IV Road, Thungmahamek, Sathorn, Bangkok 10120 Thailand.

Meeting by person

1. Only 80 seats will be available in the meeting room by arranging the seat with appropriate social distancing measures, shareholders who want to attend the meeting in person can inform the Company that in advance via csnyt@namyongterminal.com until **Tuesday 20 April 2021**.

If the seats are all taken by the prior attendees, shareholders to grant a proxy to the Company's Independent Directors to attend the Meeting instead of participating in persons.

2. The Company will set Health screening, body temperature and hands sanitizer for all attendees prior to attend the meeting.
3. Shareholders who are at high risk of COVID-19 infection, i.e. having recently returned from any high risk both domestic and abroad less than 14 days or suffering any respiratory symptom, are entitled to vote in the meeting by proxy to their proxy holder or independent director, (details as attachment no. 8 and attachment no. 13)
4. Shareholders who will attend the meeting should bring sanitary mask and wear it along the meeting.

Sending questions in advance

Shareholders can submit relevant questions of 2021 AGM 's agenda in advance until Monday **Tuesday 20 April 2021** through 3 channels :

- | | | |
|------------------------------|---|--|
| 1. Email | : | csnyt@namyongterminal.com |
| 2. Fax | : | 66 (0) 2285 6642 |
| 3. The Company 's website at | : | IR Contact |

Request Form for the Hard Copy of 56-1 One report/Annual Report 2020

To Shareholders,

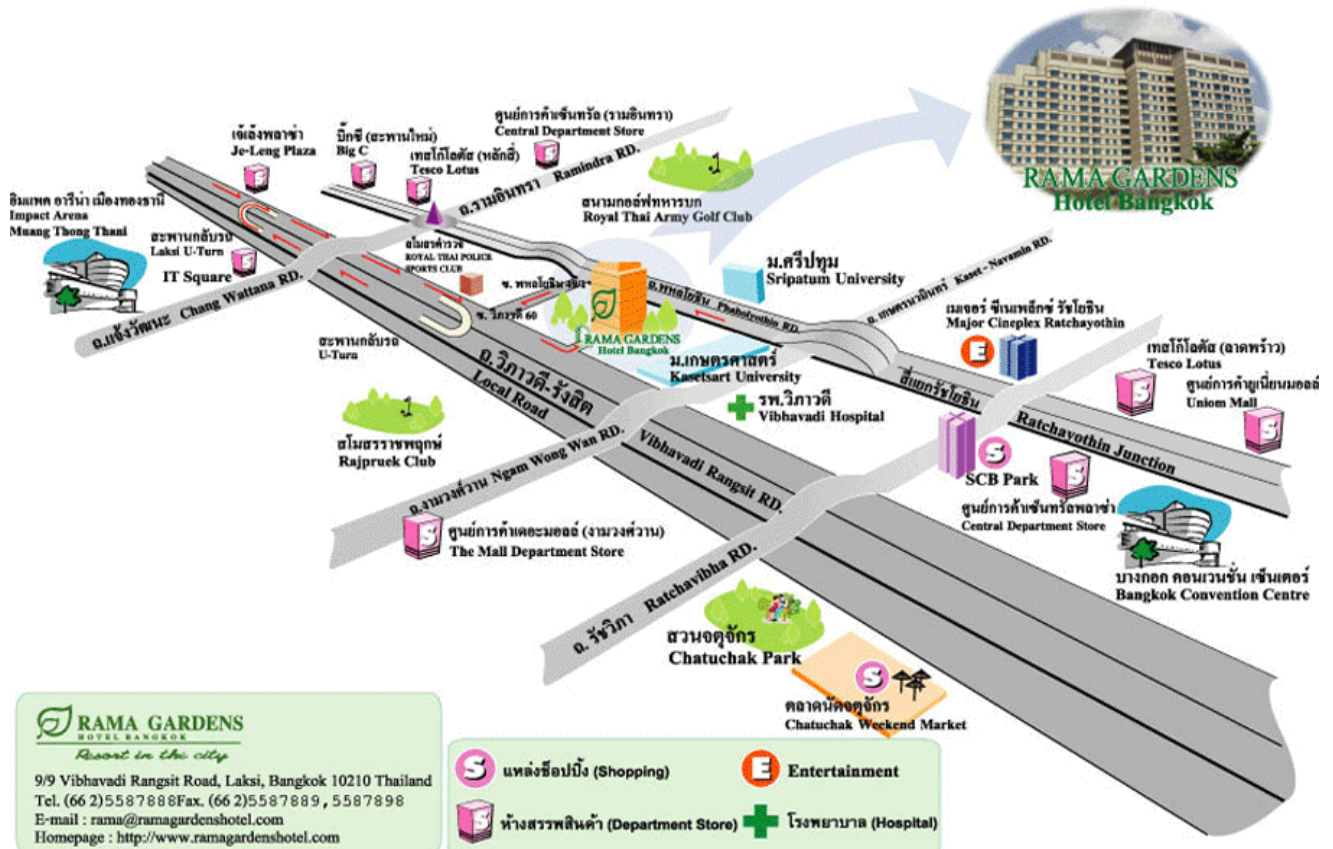
Any shareholder who would like to have a hard copy of 56-1 One report/Annual Report 2020, please complete your name and address below and fax the request form to the Company at Fax No. 66 (0) 2285 6642 or send to email address: csnyt@namyongterminal.com. The Company will send such hard copy of the Annual Report to you, accordingly.

Name and Address of the Shareholder

Name.....
.....

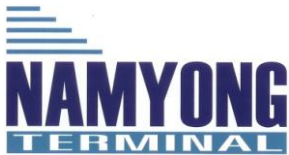
Address.....
.....
.....
.....

แผนที่สถานที่ประชุม Meeting Location map



ห้องแกรนด์บอลรูม 1-2 โรงแรมราม่า การ์เด็นส์
เลขที่ 9/9 ถนนวิภาวดีรังสิต หลักสี่
กรุงเทพมหานคร 10210

At Grand Ballroom 1-2, Rama Gardens Hotel
No. 9/9 Vibhavadi Rangsit Road, Laksi,
Bangkok 10210



Namyong Terminal Public Company Limited

Head Office Address 1168/52 (Lumpini Tower 19th Floor) Rama IV Road, Thungmahamek, Sathorn, Bangkok 10120

Tel. 66 (0) 2679 7357

Fax. 66 (0) 2285 6642

www.namyongterminal.com

หนังสือมอบฉันทะ (แบบ ก.)
Proxy (Form A.)เลขทะเบียนผู้ถือหุ้น
Shareholders Registration No.เขียนที่ _____
Written atวันที่ _____ เดือน _____ พ.ศ. _____
Date Month Yearข้าพเจ้า
I/We
อยู่บ้านเลขที่
Addressสัญชาติ
Nationality

เป็นผู้ถือหุ้นของ บริษัท นามยง เทอร์มินัล จำกัด (มหาชน) ("บริษัท")

being a shareholder of **Namyong Terminal Public Company Limited** (the "Company")

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
 holding a total of _____ shares and having the right to vote equal to _____ votes, as follows:
☐ หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
 ordinary share _____ shares and having the right to vote equal to _____ votes

ขอมอบฉันทะให้
hereby appoint

☐ 1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
 Name _____ age _____ years, residing at No. _____
 ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
 Road _____ Tambol/Subdistrict _____ Amphur/District _____
 จังหวัด _____ รหัสไปรษณีย์ _____ หรือ _____
 Province _____ Postal Code _____ or _____

☐ 2. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
 Name _____ age _____ years, residing at No. _____
 ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
 Road _____ Tambol/Subdistrict _____ Amphur/District _____
 จังหวัด _____ รหัสไปรษณีย์ _____ หรือ _____
 Province _____ Postal Code _____ or _____

☐ 3. ชื่อ ศาสตราจารย์กิตติคุณ ดร. บวรศักดิ์ อุวรรณโณ อายุ 66 ปี อยู่บ้านเลขที่ บมจ. นามยง เทอร์มินัล เลขที่ 1168/52 (อาคารลุมพินีทาวเวอร์ ชั้น 19) ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 ประเทศไทย
 Name Dr. Borwornsak Uwanno, Professor Emeritus Age 66 years, residing at No. Namyong Terminal Pcl. at 1168/52 (Lumpini Tower, 19th Floor) Rama IV Rd., Thungmahamek, Sathorn, Bangkok 10120, Thailand.

☐ 4. ชื่อ ดร. สุนีย์ ศรีไชยชนะ อายุ 59 ปี อยู่บ้านเลขที่ บมจ. นามยง เทอร์มินัล เลขที่ 1168/52 (อาคารลุมพินีทาวเวอร์ ชั้น 19) ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 ประเทศไทย
 Name Dr. Sunee Sornchaitanasuk Age 59 years, residing at No. Namyong Terminal Pcl. at 1168/52 (Lumpini Tower, 19th Floor) Rama IV Rd., Thungmahamek, Sathorn, Bangkok 10120, Thailand.

☐ 5. ชื่อ นางเบญจวรรณ สร้างนิทร อายุ 70 ปี อยู่บ้านเลขที่ บมจ. นามยง เทอร์มินัล เลขที่ 1168/52 (อาคารลุมพินีทาวเวอร์ ชั้น 19) ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 ประเทศไทย
 Name Mrs. Benchawan Srangnitra Age 70 years, residing at No. Namyong Terminal Pcl. at 1168/52 (Lumpini Tower, 19th Floor) Rama IV Rd., Thungmahamek, Sathorn, Bangkok 10120, Thailand.

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุม และออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2564 ในวันพุธที่ 28 เมษายน 2564 เวลา 15.00 น. ณ ห้องแกรนด์บอลรูม 1-2 โรงแรมราม่า การ์เด้นส์ เลขที่ 9/9 ถนนวิภาวดีรังสิต หลักสี่ กรุงเทพมหานคร 10210 หรือที่จะพึงเลื่อนไป ในวัน เวลา และสถานที่อื่นด้วย

Any and only one person to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2021 on Wednesday 28 April 2021 at 15.00 hours, at Grand Ballroom 1-2, Rama Garden Hotel, No. 9/9 Vibhavadi Rungsit Road, Laksi, Bangkok 10210, or at any adjournment thereof to any other date, time and place.

ผู้ที่มาประชุมด้วยตนเอง โปรดนำหนังสือฉบับนี้มาแสดงต่อพนักงานลงทะเบียนในวันประชุมด้วย
 Shareholders to attend the meeting in person shall bring and present this proxy to the registrar on the meeting date.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

All acts undertaken by the proxy holder at the meeting, shall be deemed as if they have been undertaken by myself/ourselves in all respects.

ลงชื่อ/Signedผู้มอบฉันทะ/Proxy Grantor
()

ลงชื่อ/Signedผู้รับมอบฉันทะ/Proxy Holder
()

ลงชื่อ/Signedผู้รับมอบฉันทะ/Proxy Holder
()

ลงชื่อ/Signedผู้รับมอบฉันทะ/Proxy Holder
()

หมายเหตุ / Remark

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing proxy holder must authorize only one proxy holder to attend and vote at the meeting and may not split the number of shares to several proxy holders for splitting votes.

หนังสือมอบฉันทะ (แบบ ข.)
Proxy (Form B.)

เลขทะเบียนผู้ถือหุ้น

Shareholders Registration No.

เขียนที่ _____

Written at

วันที่ _____ เดือน _____ พ.ศ. _____

Date Month Year

(1) ข้าพเจ้า
I/We
อยู่บ้านเลขที่
Addressสัญชาติ
Nationality

(2) เป็นผู้ถือหุ้นของ บริษัท นามยง เทอร์มินัล จำกัด (มหาชน) (“บริษัทฯ”)

being a shareholder of Namyong Terminal Public Company Limited (the “Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
 holding a total of _____ shares and having the right to vote equal to _____ votes, as follows:
☐ หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
 ordinary share _____ shares and having the right to vote equal to _____ votes

(3) ขอมอบฉันทะให้
hereby appoint

☐ 1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
 Name Age years, residing at No.
 ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
 Road Tambol/Subdistrict Amphur/District
 จังหวัด _____ รหัสไปรษณีย์ _____ หรือ _____
 Province Postal Code or

☐ 2. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
 Name Age years, residing at No.
 ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
 Road Tambol/Subdistrict Amphur/District
 จังหวัด _____ รหัสไปรษณีย์ _____ หรือ _____
 Province Postal Code or

☐ 3. ชื่อ ศาสตราจารย์กิตติคุณ ดร. บวรศักดิ์ อุวรรณโณ อายุ 66 ปี อยู่บ้านเลขที่ บมจ. นามยง เทอร์มินัล เลขที่ 1168/52 (อาคารลุมพินีทาวเวอร์ ชั้น 19) ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 ประเทศไทย
 Name Dr. Borwornsak Uwanno, Professor Emeritus Age 66 years, residing at No. Namyong Terminal Pcl. at 1168/52 (Lumpini Tower, 19th Floor) Rama IV Rd., Thungmahamek, Sathorn, Bangkok 10120, Thailand.

☐ 4. ชื่อ ดร. สุนีย์ ศรีไชยชนะ อายุ 59 ปี อยู่บ้านเลขที่ บมจ. นามยง เทอร์มินัล เลขที่ 1168/52 (อาคารลุมพินีทาวเวอร์ ชั้น 19) ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 ประเทศไทย
 Name Dr. Sunee Sornchaitanasuk Age 59 years, residing at No. Namyong Terminal Pcl. at 1168/52 (Lumpini Tower, 19th Floor) Rama IV Rd., Thungmahamek, Sathorn, Bangkok 10120, Thailand.

☐ 5. ชื่อ นางเบญจวรรณ สร้างนิทร อายุ 70 ปี อยู่บ้านเลขที่ บมจ. นามยง เทอร์มินัล เลขที่ 1168/52 (อาคารลุมพินีทาวเวอร์ ชั้น 19) ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 ประเทศไทย
 Name Mrs. Benchawan Srangnitra Age 70 years, residing at No. Namyong Terminal Pcl. at 1168/52 (Lumpini Tower, 19th Floor) Rama IV Rd., Thungmahamek, Sathorn, Bangkok 10120, Thailand.

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุม และออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2564 ในวันพุธที่ 28 เมษายน 2564 เวลา 15.00 น. ณ ห้องแกรนด์บอลรูม 1-2 โรงแรมราม่า การ์เด้นส์ เลขที่ 9/9 ถนนวิภาวดีรังสิต หลักสี่ กรุงเทพมหานคร 10210 หรือที่จะพึงเลื่อนไป ในวัน เวลา และสถานที่อื่นด้วย

Any and only one person to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2021 on Wednesday 28 April 2021 at 15.00 hours, at Grand Ballroom 1-2, Rama Garden Hotel, No. 9/9 Vibhavadi Rungsit Road, Laksi, Bangkok 10210, or at any adjournment thereof to any other date, time and place.

ผู้ที่มาประชุมด้วยตนเอง โปรดนำหนังสือฉบับนี้มาแสดงต่อพนักงานลงทะเบียนในวันประชุมด้วย
 Shareholders to attend the meeting in person shall bring and present this proxy to the registrar on the meeting date.

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
I/We hereby authorize the proxy holder to vote on my/our behalf in this meeting as follows:-

- วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2563 ซึ่งประชุมเมื่อวันศุกร์ที่ 9 ตุลาคม 2563
Agenda 1 To consider and certify Minutes of the 2020 Annual General Meeting of Shareholders which was held on Friday 9 October 2020
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To have the proxy holder vote as per my/our intention as follows:-
- ☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ จดออกเสียง/Abstain
- วาระที่ 2 เพื่อทราบผลการดำเนินงานสำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2563
Agenda 2 To acknowledge the Company's operational results for the fiscal year ended 31 December 2020
- วาระที่ 3 พิจารณารายงานการตรวจสอบของผู้สอบบัญชีและอนุมัติงบการเงินของบริษัทและบริษัทย่อยสำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2563
Agenda 3 To consider the auditor's report and approve the Company's and its subsidiary company's report and consolidated financial statements for the fiscal year ended 31 December 2020
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To have the proxy holder vote as per my/our intention as follows:-
- ☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ จดออกเสียง/Abstain
- วาระที่ 4 พิจารณานำมติการจ่ายเงินปันผลสำหรับผลการดำเนินงานประจำปี 2563
Agenda 4 To consider and approve distribution of dividend payment derived from operational results for the year 2020
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To have the proxy holder vote as per my/our intention as follows:-
- ☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ จดออกเสียง/Abstain
- วาระที่ 5 พิจารณานำมติการแต่งตั้งกรรมการแทนกรรมการที่ออกตามวาระ
Agenda 5 To consider and approve the election of the directors to replace those who are due to retire by rotation
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To have the proxy holder vote as per my/our intention as follows:
- ☐ การแต่งตั้งกรรมการทั้งชุด
Vote for all the nominated candidates as a whole
- ☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ จดออกเสียง/Abstain

☐ การแต่งตั้งกรรมการเป็นรายบุคคล/ appointment of certain directors

1. นายชัยสวัสดิ์ กิตติพรไพบูลย์

Mr. Chaisawasd Kittipornpaiboon

☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

2. นางสุนีย์ ฝ่องผุด

Mrs. Sunee Pongpud

☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

3. นายวัลลภ เตียศิริ

Mr. Vallop Tiasiri

☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

4. นายพงศ์เทพ เหลืองสุวรรณ

Mr. Pongthep Leungsuwan

☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

วาระที่ 6

พิจารณาอนุมัติการกำหนดค่าตอบแทนกรรมการประจำปี 2564

Agenda 6

To consider and approve the directors' remuneration for the year 2021

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To have the proxy holder vote as per my/our intention as follows:-
- ☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

วาระที่ 7

พิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีและการกำหนดค่าตอบแทนแก่ผู้สอบบัญชีประจำปี 2564

Agenda 7

To consider and approve the appointment of auditors and to fix audit fee for the year 2021

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To have the proxy holder vote as per my/our intention as follows:-
- ☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

วาระที่ 8

พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 8

To consider other business (if any)

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To have the proxy holder vote as per my/our intention as follows:-
- ☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

The proxy holder's vote in any agenda, which is not in accordance with my/our intention as specified in this Proxy, shall be deemed invalid and shall not be treated as my/our vote, as shareholder.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

All acts undertaken by the proxy holder at the meeting, except where the proxy holder does not vote according to my/our intention as specified herein, shall be deemed as if they have been undertaken by myself/ourselves in all respects.

ลงชื่อ/Signedผู้มอบฉันทะ/Proxy Grantor
()

ลงชื่อ/Signedผู้รับมอบฉันทะ/Proxy Holder
()

ลงชื่อ/Signedผู้รับมอบฉันทะ/Proxy Holder
()

ลงชื่อ/Signedผู้รับมอบฉันทะ/Proxy Holder
()

หมายเหตุ / Remark

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing proxy holder must authorize only one proxy holder to attend and vote at the meeting as a whole or individually and may not split the number of shares to several proxy holders for splitting votes.

2. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

If there is any other agenda to be considered in the meeting other than to those specified above, the attached Supplement to Proxy Form B. shall be used.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Supplement to Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท นามยง เทอร์มินัล จำกัด (มหาชน)

The appointment of proxy holder by the shareholder of **Namyong Terminal Public Company Limited**

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2564 ในวันพุธที่ 28 เมษายน 2564 เวลา 15.00 น. ณ ห้องแกรนด์บอลรูม 1-2 โรงแรมรามาร การ์เด้นส์ เลขที่ 9/9 ถนนวิภาวดีรังสิต หลักสี่ กรุงเทพมหานคร 10210 หรือที่จะพึงเลื่อนไป ในวัน เวลา และสถานที่อื่นด้วย

At the 2021 Annual General Meeting of Shareholders on Wednesday 28 April 2021 at 15.00 hours, at Grand Ballroom 1-2, Rama Garden Hotel, No. 9/9 Vibhavadi Rungsit Road, Laksi, Bangkok 10210, or at any adjournment thereof to any other date, time and place.

วาระที่.....เรื่อง.....

Agenda Item

Subject :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To have the proxy holder vote as per my/our intention as follows:
- ☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

วาระที่.....เรื่อง.....

Agenda Item

Subject :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To have the proxy holder vote as per my/our intention as follows:
- ☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

วาระที่.....เรื่อง.....

Agenda Item

Subject :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To have the proxy holder vote as per my/our intention as follows:
- ☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

วาระที่.....เรื่อง.....

Agenda Item

Subject :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
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- ☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

วาระที่.....เรื่อง.....เลือกตั้งกรรมการ (ต่อ).....

Agenda Item

Subject : To consider electing directors (continued)

ชื่อกรรมการ.....
Name of director

☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

ชื่อกรรมการ.....
Name of director

☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

ชื่อกรรมการ.....
Name of director

☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

ชื่อกรรมการ.....
Name of director

☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

หนังสือมอบฉันทะ (แบบ ค.)

Proxy (Form C.)

(สำหรับผู้ถือหุ้นต่างประเทศที่แต่งตั้งคัสโตเดียนในประเทศไทยเท่านั้น)
(For foreign shareholders who have custodians in Thailand only)

เลขทะเบียนผู้ถือหุ้น
Shareholders Registration No.

เขียนที่ _____
Written at

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

(1) ข้าพเจ้า

I/We

อยู่บ้านเลขที่

Address

สัญชาติ

Nationality

(2) เป็นผู้ถือหุ้นของ บริษัท นามยง เทอร์มินัล จำกัด (มหาชน) (“บริษัท”)

being a shareholder of **Namyong Terminal Public Company Limited** (the “Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
holding a total of _____ shares and having the right to vote equal to _____ votes, as follows:
☐ หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share _____ shares and having the right to vote equal to _____ votes

(3) ขอมอบฉันทะให้
hereby appoint



1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name _____ Age _____ years, residing at No. _____
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road _____ Tambol/Subdistrict _____ Amphur/District _____
จังหวัด _____ รหัสไปรษณีย์ _____ หรือ _____
Province _____ Postal Code _____ or _____



2. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name _____ Age _____ years, residing at No. _____
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road _____ Tambol/Subdistrict _____ Amphur/District _____
จังหวัด _____ รหัสไปรษณีย์ _____ หรือ _____
Province _____ Postal Code _____ or _____



3. ชื่อ ศาสตราจารย์กิตติคุณ ดร. บวรศักดิ์ อุวรรณโณ อายุ 66 ปี อยู่บ้านเลขที่ บมจ. นามยง เทอร์มินัล เลขที่ 1168/52 (อาคารลุมพินีทาวเวอร์ ชั้น 19) ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 ประเทศไทย
Name Dr. Borwornsak Uwanno, Professor Emeritus Age 66 years, residing at No. Namyong Terminal Pcl. at 1168/52 (Lumpini Tower, 19th Floor) Rama IV Rd., Thungmahamek, Sathorn, Bangkok 10120, Thailand.



4. ชื่อ ดร. สุนีย์ ศรีไชยชนะ อายุ 59 ปี อยู่บ้านเลขที่ บมจ. นามยง เทอร์มินัล เลขที่ 1168/52 (อาคารลุมพินีทาวเวอร์ ชั้น 19) ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 ประเทศไทย
Name Dr. Sunee Sornchaitanasuk Age 59 years, residing at No. Namyong Terminal Pcl. at 1168/52 (Lumpini Tower, 19th Floor) Rama IV Rd., Thungmahamek, Sathorn, Bangkok 10120, Thailand.



5. ชื่อ นางเบญจวรรณ สร้างนิทร อายุ 70 ปี อยู่บ้านเลขที่ บมจ. นามยง เทอร์มินัล เลขที่ 1168/52 (อาคารลุมพินีทาวเวอร์ ชั้น 19) ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 ประเทศไทย
Name Mrs. Benchawan Srangnitra Age 70 years, residing at No. Namyong Terminal Pcl. at 1168/52 (Lumpini Tower, 19th Floor) Rama IV Rd., Thungmahamek, Sathorn, Bangkok 10120, Thailand.

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุม และออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2564 ในวันพุธที่ 28 เมษายน 2564 เวลา 15.00 น. ณ ห้องแกรนด์บอลรูม 1-2 โรงแรมราม่า การ์เด้นส์ เลขที่ 9/9 ถนนวิภาวดีรังสิต หลักสี่ กรุงเทพมหานคร 10210 หรือที่จะพึงเลื่อนไป ในวัน เวลา และสถานที่อื่นด้วย

Any and only one person to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2021 on Wednesday 28 April 2021 at 15.00 hours, at Grand Ballroom 1-2, Rama Garden Hotel, No. 9/9 Vibhavadi Rungsit Road, Laksi, Bangkok 10210, or at any adjournment thereof to any other date, time and place.

ผู้ที่มาประชุมด้วยตนเอง โปรดนำหนังสือฉบับนี้มาแสดงต่อพนักงานลงทะเบียนในวันประชุมด้วย
Shareholders to attend the meeting in person shall bring and present this proxy to the registrar on the meeting date.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We hereby authorize the proxy holder to vote on my/our behalf in this 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, entitled to vote right _____ votes

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2563 ซึ่งประชุมเมื่อวันศุกร์ที่ 9 ตุลาคม 2563
Agenda 1 To consider and certify Minutes of the 2020 Annual General Meeting of Shareholders which was held on Friday 9 October 2020

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To have the proxy holder vote as per my/our intention as follows:
- ☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

วาระที่ 2 เพื่อทราบผลการดำเนินงานสำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2563
Agenda 2 To acknowledge the Company's operational results for the fiscal year ended 31 December 2020

วาระที่ 3 พิจารณารายงานการตรวจสอบของผู้สอบบัญชีและอนุมัติงบการเงินของบริษัทและบริษัทย่อยสำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2563
Agenda 3 To consider the auditor's report and approve the Company's and its subsidiary company's report and consolidated financial statements for the fiscal year ended 31 December 2020

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To have the proxy holder vote as per my/our intention as follows:-
- ☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

วาระที่ 4 พิจารณานำมติการจ่ายเงินปันผลสำหรับผลการดำเนินงานประจำปี 2563
Agenda 4 To consider and approve distribution of dividend payment derived from operational results for the year 2020

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To have the proxy holder vote as per my/our intention as follows:-
- ☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

วาระที่ 5 พิจารณานำมติการแต่งตั้งกรรมการแทนกรรมการที่ออกตามวาระ
Agenda 5 To consider and approve the election of the directors who are due to retire by rotation

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To have the proxy holder vote as per my/our intention as follows:

☐ การแต่งตั้งกรรมการทั้งชุด

Vote for all the nominated candidates as a whole

☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

☐ การแต่งตั้งกรรมการเป็นรายบุคคล/ appointment of certain directors

1. นายชัยสวัสดิ์ กิตติพรไพบูลย์

Mr. Chaisawasdt Kittipornpaiboon

☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

2. นางสุนีย์ ฝองผุด

Mrs. Sunee Pongpud

☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

3. นายวัลลภ เตยศิริ

Mr. Vallop Tiasiri

☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

4. นายพงศ์เทพ เหลืองสุวรรณ

Mr. Pongthep Leungsuwan

☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

วาระที่ 6

พิจารณาอนุมัติการกำหนดค่าตอบแทนกรรมการประจำปี 2564

Agenda 6

To consider and approve the directors' remuneration for the year 2021

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To have the proxy holder vote as per my/our intention as follows:-
- ☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

วาระที่ 7

พิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีและการกำหนดค่าตอบแทนแก่ผู้สอบบัญชีประจำปี 2564

Agenda 7

To consider and approve the appointment of auditors and to fix audit fee for the year 2021

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To have the proxy holder vote as per my/our intention as follows:-
- ☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

วาระที่ 8

พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 8

To consider other business (if any)

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To have the proxy holder vote as per my/our intention as follows:
- ☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

The proxy holder's vote in any agenda, which is not in accordance with my/our intention as specified in this Proxy, shall be deemed invalid and shall not be treated as my/our vote, as shareholder.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

กิจการใดที่ผู้รับมอบฉันทะได้กระทำการไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำการเองทุกประการ

All acts undertaken by the proxy holder at the meeting, except where the proxy holder does not vote according to my/our intention as specified herein, shall be deemed as if they have been undertaken by myself/ourselves in all respects.

ลงชื่อ/Signedผู้มอบฉันทะ/Proxy Grantor
()

ลงชื่อ/Signedผู้รับมอบฉันทะ/Proxy Holder
()

ลงชื่อ/Signedผู้รับมอบฉันทะ/Proxy Holder
()

ลงชื่อ/Signedผู้รับมอบฉันทะ/Proxy Holder
()

หมายเหตุ / Remark

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศ และแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทย เป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น

Only foreign shareholders as registered in the registration book who have custodian in Thailand can use the Proxy Form C.

2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ

Evidence to be enclosed with the proxy form are:

- (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน

Power of Attorney from shareholder authorizes a custodian to sign the Proxy Form on behalf of the shareholder.

- (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน

Letter of Certification to certify that the signer in the Proxy Form have a permit to act as a Custodian

3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing proxy holder must authorize only one proxy holder to attend and vote at the meeting as a whole or individually and may not split the number of shares to several proxy holders for splitting votes.

4. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบปะจําต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ

If there is any other agenda to be considered in the meeting other than to those specified above, the attached Supplement to Proxy Form C. shall be used.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.
Supplement to Proxy Form C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท นามยง เทอร์มินัล จำกัด (มหาชน)

The appointment of proxy holder by the shareholder of **Namyong Terminal Public Company Limited**

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2564 ในวันพุธที่ 28 เมษายน 2564 เวลา 15.00 น. ณ ห้องแกรนด์บอลรูม 1-2 โรงแรมรามาร การ์เด้นส์ เลขที่ 9/9 ถนนวิภาวดีรังสิต หลักสี่ กรุงเทพมหานคร 10210 หรือที่จะพึงเลื่อนไป ในวัน เวลา และสถานที่อื่นด้วย

At the 2021 Annual General Meeting of Shareholders on Wednesday 28 April 2021 at 15.00 hours, at Grand Ballroom 1-2, Rama Garden Hotel, No. 9/9 Vibhavadi Rungsit Road, Laksi, Bangkok 10210, or at any adjournment thereof to any other date, time and place.

วาระที่.....เรื่อง.....

Agenda Item

Subject :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To have the proxy holder vote as per my/our intention as follows:
- ☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

วาระที่.....เรื่อง.....

Agenda Item

Subject :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
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วาระที่.....เรื่อง.....

Agenda Item

Subject :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
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วาระที่.....เรื่อง.....

Agenda Item

Subject :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
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วาระที่.....เรื่อง.....เลือกตั้งกรรมการ (ต่อ).....

Agenda Item

Subject : To consider electing directors (continued)

ชื่อกรรมการ.....
Name of director

☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

ชื่อกรรมการ.....
Name of director

☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

ชื่อกรรมการ.....
Name of director

☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain

ชื่อกรรมการ.....
Name of director

☐ เห็นด้วย/Approve ☐ ไม่เห็นด้วย/Disapprove ☐ งดออกเสียง/Abstain