
Invitation to the 2022 Annual General Meeting of Shareholders
Scan Inter (Public) Company Limited (“SCN”)

Wednesday, 27 April 2022 at 10.00 hours

Meeting Type : Electronic Meeting (E-AGM)

Preventive Measures for COVID-19

As the company is concerned for the safety of shareholders, and in order to prevent the spread of Coronavirus infection (COVID-19), the Company, therefore, will hold the Extraordinary General Meeting of Shareholders via electronic platforms only. In addition, the company will not provide onsite registration.

-Translations-

28 March, 2022

- Subject:** Invitation to the 2022 Annual General Meeting of Shareholders
- Attention:** Scan Inter (Public) Company Limited (“SCN”, “the Company”) Shareholders
- Enclosure:**
1. The registration form with 2021 Annual Report (Form 56-1 One Report) and invitation letter in QR Code format
 2. A copy of the Minutes of the Extraordinary General Meeting of Shareholders No.1/2021, held on 24 December 2021
 3. Profiles of directors who will retire by rotation and will be nominated for another term
 4. Information of Independent Directors for shareholders proxies
 5. The Company’s Articles of Association concerning the Shareholder’s Meeting
 6. Registration procedures, meeting attendance and proxy giving
 7. Proxy forms A., B. and C.
 8. QR Code downloading procedures for the 2021 Annual Report (Form 56-1 One Report) and invitation letter
 9. Guideline for attending the 2022 General Meeting of Shareholders through electronic media (E-AGM)
 10. Acceptance form for attending the 2022 Annual General Meeting of Shareholders through electronic media (E-AGM) of Scan Inter Public Company Limited
 11. Advance Questionnaire form for the General Meeting of Shareholders 2022 through electronic media (E-AGM)

According to the Board of Directors’ Meeting 2/2022, held on 24 February 2022 reached a resolution to hold the 2022 Annual General Meeting of Shareholders on **Wednesday, 27 April 2022 at 10.00 hours through electronic media (E-AGM)** according to Emergency Decree on Electronic Meetings B.E. 2563 (2020) broadcasting from the meeting room, 23rd floor, Scan Inter Public Company Limited, Le Concorde Building, Bangkok Ratchada, 202 Ratchadaphisek Road, Dindaeng, Bangkok to consider these following agendas.

Agenda 1: To acknowledge the Minutes of the Extraordinary General Meeting of Shareholders No.1/2021, held on 24 December 2021

Objectives and reasons SCN held the Extraordinary General Meeting of Shareholders No.1/2021, held on 24 December 2021. Minutes of Meeting are enclosed along with this meeting invitation (*enclosure 2*).

Opinions of the Board Agrees that the Minutes of Meeting are correct and accurate, therefore should be proposed for the shareholders to acknowledge the Extraordinary General Meeting of Shareholders No.1/2021, held on 24 December 2021

Note This agenda item requires no voting as it is a matter for acknowledgment.

Agenda 2 : To acknowledge the Company’s operational results in 2021, ended on 31 December 2021

Objectives and reasons The Company has composed a report on the operational results in 2021. Details are in the Annual Report 2021 (*enclosure 1*) enclosed along with this meeting invitation. Operational results in 2021 are concluded as are follows:

Significant Events

Scan Inter Public Company Limited (SCN) has entered into a business transfer and share purchase agreement with a large energy company from Japan “Shizuoka Gas Company Limited (SZG)”, a company listed in Tokyo Stock Exchange. To jointly operate natural gas

business which aims to expand the business internationally. On 5 August 2021, SZG has entering into Share Sale and Purchase Agreement to acquire company shares of Thai-Japan Gas Co., Ltd. (TJN), a subsidiary of SCN that operates iCNG and iLNG business. SZG will acquire 49% of the total issued shares in TJN. With a total project value of THB 639.0 million, registered capital of THB 412.0 million, After joining the investment, it will enlarge the customer base of iCNG and iLNG users which is expected to increase the sales volume of iCNG from 5,000 MMBTU per day to be 10,000 MMBTU per day.

On 7 January 2022 SCN completed the transaction under the Share Purchase Agreement which sold 49% of TJN's share to SZG and SCN earn THB 313.1 million in cash. However, the company doesn't record the revenue this year.

SCN has entered into NGV service station maintenance contracts of PTT, it worth more than THB 195 million

The period of the contract is 2 years, and it is worth approximately THB 195 million. The company will start operations and revenue recognition on 1 January 2021. This shows the potential of SCN that continues to gain trust from alliance and partners as an executive, managing, operating, controlling, and supervising operations and maintenance work to enable PTT to continually distribute natural gas. It has fully complied with the law, requirements and engineering standards for maximum efficiency to natural gas service stations which is a maintenance and repair contract for PTT NGV service station covering Bangkok Metropolis and Vicinity area, totaled 150 stations.

SCN won two bidding of PTT transport project, it worth more than THB 179 million

Both contracts are for the transporter of natural gas for vehicles (NGV) from PTT Lad Lum Kaew (Mother Station) and PTT Sam Kok to the Daughter Station covering Bangkok Metropolis and Vicinity area. The period of the contract is 2 years, and it is worth THB 179 million. The company will start the operations and revenue recognition from this contract in July 2021 and December 2021, respectively. To demonstrates the potential of being a leader in the transportation of natural gas for motor vehicles (NGV) and the expertise of NGV production and service.

Scan Advanced Power Company Limited (SAP), a subsidiary of SCN has started its official Commercial Operation Date (COD) for 7 Solar Rooftop projects (Private PPA) with a total capacity 10 MW

In 2021, the Solar Rooftop projects, Private PPA (P-PPA), have achieved additional COD for 7 projects with a total capacity of 10 Megawatt. At the end of 2021, SAP has Private PPA totaled 19 Megawatt. In addition, SCN received SAP's share of profit in the amount of THB 13 million.

In 2021, SCN has established Scan ICT Company Limited to provide comprehensive information technology services.

On 18 January 2021, Scan Inter Plc., and its partner jointly established SCN ICT Co., Ltd. or "Scan ICT" with SCN holding 51% of the shares. The objective is to support the expansion of information technology systems relating to computers, information technology equipment, internet, and televisions which are constantly evolving and expanding in all business sectors. The company has recorded SCAN ICT revenue of THB 31.4 million in 2021.

<u>KEY FINANCIAL HIGHLIGHT</u>	2020	2021	% YoY
Revenue from sales and services	1,495.7	1,685.9	12.7%
EBITDA	303.9	314.2	3.4%
Net Profit	43.4	69.0	59.0%
EBITDA Margin (%)	20.3%	18.6%	-1.7%
Net Profit Margin (%)	2.9%	4.1%	1.2%

Revenue

Revenue from sales and services in 2021 increased by 12.7% from the previous year to THB 1,685.9 million, the main reasons were due to

- (1) increase in oil price resulting to increase in demand for iCNG
- (2) increase in NGV service station maintenance revenue was from new NGV service station maintenance contract that the company won bidding from PTT
- (3) increase in transport volumes from the increasing demand for gas, including the company won bidding for PTT natural gas transport.
- (4) begin recognition of revenue from automotive spare parts selling since Q1'2021
- (5) increase in revenue from Solar Rooftop spare parts selling, and
- (6) begin recognition of revenue from SCAN ICT since Q2'2021, all of these affected the significant increase in revenue and service

EBITDA

EBITDA in 2021 increased by 3.4% from the previous year to THB 314.2 million, consistent with the significantly higher revenue from sales and services, including increased profitability in gas-related and logistic business as a result of increasing demand for natural gas and also effective cost management in the natural gas business more than the previous year as well as increased profitability from starter operation in automotive spare parts selling and ICT business through SCAN ICT. Moreover, SCN got flourish amount of shared profit contribution from GEP and SAP which affected the EBITDA rose THB 10.3 million from with previous year.

Net Profit

Net Profit in 2021 increased by 59.0% from the previous year to THB 69.0 million, on the back of profit increasing from all businesses especially profitability in natural gas-related and Logistics business and also a huge amount of share profit contribution from the investment in Solar Power Plant - Minbu District, Myanmar, and Solar Rooftop projects through Scan Advance Co., Ltd. Moreover, SCN has started a new business, automotive spare parts selling and SCAN ICT. As a result, the Net Profit Margin increased to 4.1%

However, the overdue balance of the client due to the impact of COVID-19 situation affected the Company to record impairment loss determined in accordance with the accounting standard, TFRS 9 amount of THB 37.8 million in 2021. Also if the client has made payment, the Company is able to record revenue afterward and the company has one-time special expense THB 11.0 million from assets transfer transaction which transfer iCNG business to Thai-Japan Gas Co., Ltd. (TJN) in order to sell 49% of TJN's share to Well-known energy company from Japan "Shizuoka Gas Company Limited (SZG). Hence, if deducting the impact from impairment loss (TFRS 9) and special expense from assets transfer (TJN), the adjusted Net Profit is THB 117.8 million (increased by 171.4% YoY).

<u>NON-OPERATING ITEM</u>	2020	2021	% YoY
Other income	66.7	63.4	-4.9%
Share of gain from associates	75.8	72.0	-5.0%

Other income

Other income in 2021 decreased by 4.9% from the previous year to THB 63.9 million, mainly due to the recognition of special income from land expropriation in Q1'2020, in the amount of THB 23 million.

Share of gain from associates

Share of gain from associates decreased by 5.0% from the previous year to THB 72.0 million, mainly from the recognition of profit from investment in Solar Power Plant - Minbu district, Myanmar amount of THB 59 million (decreased by 14.0% YoY due to the special expense from the preparedness of raising fund in the stock market). However, SCN has a higher amount of share profit from the solar rooftop projects through Scan Advance Power Co., Ltd. (SAP) amount of THB 13 million (increased by 83.1% YoY due to an additional 4.9 MW to 10 MW COD capacity in 2021).

Opinions of the Board Agrees that a report on the company's operational results in 2021 should be proposed for the shareholders to acknowledge the operational results in 2021, ended on 31 December 2021.

Note This agenda item requires no voting as it is a matter for acknowledgment

Agenda 3 : To consider and approve the financial statement for the accounting period of 2021, ended on 31 December 2021

Objectives and reasons The Company's financial statement and profit-loss statement of the year 2021, ended on 31 December 2021 has passed the Company's Audit Committee and has been audited and certified by Mr. Natthaphong Tantichattanon, Certification no. 8829 of KPMG Phoomchai Audit Ltd. ("KPMG") The auditor has expressed her opinions towards the Company's and subsidiaries' financial statement that they are accurate and follow the standards of corporate financial reporting. SCN has included the information in the Annual Report 2021 (Form 56-1 One Report), disclosed on the corporate website: www.scan-inter.com and has sent to all shareholders along with this meeting invitation. Important information may be concluded are as follows:

(Unit: Thousand Baht)

Consolidated financial statements	2020	2021	Difference	%
Total assets	5,486,183	5,647,006	160,823	2.9%
Total liabilities	2,901,532	2,954,711	53,179	1.8%
Shareholding ratio	2,584,651	2,692,295	107,644	4.2%
Main Company's net profit	43,368	68,227	24,859	57.3%
Main Company's profit per share	0.04	0.06	0.02	

Separate financial statements (THB)	2020	2021	Difference	%
Total assets	5,168,697	5,172,644	3,947	0.08%
Total liabilities	2,614,149	2,655,388	41,239	1.58%
Shareholding ratio	2,554,548	2,517,256	(37,292)	(1.46)%
Main Company's net profit	(5,086)	13,708	8,622	(369.52)%
Main Company's profit per share	(0.00)	0.01	0.01	

Opinion of the Board The Company's financial statement has passed auditing and is approved from auditor of the Company and from the Audit Committee. It is agreed that the information should be presented to the meeting of shareholders to approve of the financial statement of the year 2021, ended on 31 December 2021.

Note The resolution in this agenda must be approved with the majority of shareholders who attend the meeting and cast their votes.

Agenda 4 : To consider and appropriation of Profit to Payment of dividend for 2021

Objectives and reasons According to the Public Limited Companies Act B.E. 2535 Section 116 and Company's Article of Association Clause 45, "the Company must allocate net profits of the year partially not lesser than 5% as a reserved capital from the net profit of the year, minus the collective loss amount (if any) until this reserved capital reaches an amount of no lesser than 10% of the registered capital. The Company has allocated the reserved capital totaling 60 million Baht, or 10% of the registered capital of the Company, as predetermined by the law already.

The Company has a dividend policy for shareholders to receive no lesser than 40% of the net profit of the separate financial budget, after deducing corporate tax and the reserved capital by the law."

Dividend payment comparison table, details are as follows:

Allocating net profit for the year	2019	2020	2021
Consolidated net profit (million THB)	195.90	43.37	69.01
Consolidate net profit ratio (THB per share)	0.16	0.04	0.06
Separate net profit (million THB)	219.48	(5.08)	13.71
Separate net profit ratio (THB per share)	0.18	0.00	0.01
Dividend ratio (THB per share)	0.1000	0.0425	0.0550
Paid dividend (million THB)	120.00	51.00	66.00
Dividend to net profit ratio (%) (Consolidated)	61%	118%	96%
Dividend to net profit ratio (%) (Separate)	54.7%	1,003.9%	-

Opinion of the Board Approve to propose to the shareholders' meeting for consideration and approval of the dividend payment from the Company's unappropriated retained earnings are 0.0550 Baht per share, a total of 66 million Baht. However, as the Company has already allocated its legal reserve in full to meet the requirement of the law. Shareholders who qualify to receive the dividend will be listed on 6 May 2022. and the dividend allocation date of 23 May 2022. The dividend payment as above is payable from the retained earnings, which is subject to corporate income tax of 20%. Right authorization as mentioned still is not fixed since an approval from the Ordinary Shareholder's Annual Meeting must be considered.

Note The resolution for this agenda must be approved with the majority of shareholders who attend the meeting and cast their votes.

Agenda 5 : To consider and approve the appointment of directors who were retired by rotation

Objectives and reasons According to Company's Article of Association Clause 17 which is relevant to the Public Limited Companies Act B.E. 2535, Section 71 Paragraph 2 states that "In all Annual General Meeting of shareholders, 1/3 Directors must retire from the positions. If this cannot be practiced, the amount should be nearest to 1/3.

Directors who retire may be re-appointed.

Directors must retire from the position in the first year and the second year after listing the Company, by drawing lots. As for other following years, the Director who has been appointed in the same position for the longest time must be retired."

The Annual General Meeting of Shareholder 2022 is the 8th meeting after the Company was listed as a Public Company Limited therefore 4 directors must retire by rotation are as follows:

- | | |
|---------------------------|---|
| 1. Mr. Chamnam Wangtal | Independent Director / Audit Committee / Chairman of the Risk Management Committee |
| 2. Mr. Thanchart Kitpipit | Director / President of the Executive Committee / Risk Management Committee Nomination, Remuneration and Corporate Governance Committee |
| 3. Miss Narissara Kipipit | Director / Executive Director/ Risk Management Committee |

SCN has given an opportunity for shareholders to nominate directors in advance to replace those who will retire by rotation on the corporate website: www.scan-inter.com and channels of SET on 11 November 2021. However, on the deadline of 31 December 2021, no proposals were made whatsoever.

The Board, following suggestions by the Nomination, Remuneration and Corporate Governance Committee which considered the suitability of the elements of the persons by qualifications, knowledge, experience and professionalism of each Director who are all experienced and possess experience in diverse fields which will benefit the business of the Company. Therefore, all 3 directors shall be proposed to the Annual General Meeting of Shareholder to be re-appointed for another term.

Details of their profiles, education and work experience of the directors who will retire by rotation who are proposed for re-appointment as a director for another term are enclosed in enclosure 3

Opinion of the Board The Board has considered the suitability of the elements of the Committee in qualifications, knowledge, experience and professionalism of each Director (the majority of the votes, excluding the Directors who will retire by rotation) agrees that this should be presented to the shareholders to approve, appoint for all 3 directors to be re-appointed for another term.

The first candidate, is an Independent Directors who could freely give opinion, having ability, experience and knowledgeable of the Company's business which shall benefit the core strategy of the Company. The second - third candidate are the Executive Director who have business knowledge, leadership, good vision and performed her duty properly during directorship.

The Directors voted in this agenda (apply to the Independent Directors No. 1 who are not Executive Director) shall receive remuneration at a rate that the shareholders' meeting approves in Agenda 6 of this meeting.

Note The resolution for this agenda must be approved with the majority of shareholders who attend the meeting and cast their votes.

Agenda 6 : To consider and approve the directors remuneration for year 2022

Objectives and reasons According to Company's Article of Association Clause 22 stated "Company Directors have the right to receive remuneration in the form of bonus, meeting allowances, allowances or benefits in other forms according to the shareholders' consideration by votes no lesser than (2/3) of the total voters of the shareholders who attend the meeting. This may be predetermined as a concrete sum or placed as criteria which will be approved from time to time or until the shareholders' meeting will reach a conclusion to change. Company Directors have the right to receive allowances and benefits according to the Company regulations.

The contents in paragraph 1 must not affect the rights of Directors who are appointed from the staff or employees of the Company as they will receive remuneration and benefits as a staff or employee of the Company".

The Board of Directors have considered and reached a conclusion to propose remunerations for the the Board of Directors and sub-committees in 2022 only for the directors who do not hold a position within the Executive Committee including remuneration for meeting allowances for all members and quarterly remunerations Directors at the same rate as 2021.

The Nomination, Remuneration and Corporate Governance Committee considered and proposed to the Board of Directors which been considered by benchmarking among listed companies in the same industry as well as the Company's performance in previous year. The Board of Directors agrees to propose to the Shareholders' 2022 Meeting as follows:

▪ **Non-Executive Directors**

(THB)	Board of Directors	Audit Committee	Risk Management Committee	Nomination, Remuneration and Corporate Governance Committee
A. Meeting allowances (THB) / time				
- Chairman	30,000	22,500	15,000	15,000
- Member	18,000	18,000	10,000	10,000
B. Quarterly remunerations				
- Chairman	120,000	80,000	-	-
- Member	64,000	-	-	-
C. Annual bonus : -none-				
D. Other compensation				

- Physical check up and/or medical expenses and/or annual health insurance not over 30,000 baht /person/ per year. According to the company's regulations.

If a Board of Director is also the Chairman of Audit Committee, that person may choose to receive quarterly remunerations either as a Board of Director or of the Chairman of Audit Committee only.

▪ **Executive Directors**

The Management Committee and Executive Directors or employees of the are not entitled to the meeting allowances and quarterly remunerations as director or any sub-committee but may entitled to the remuneration in the form of rewards as specified by the Board of Directors.

Board remuneration comparison table

Board remunerations	2017	2018	2019	2020	2021
Meeting allowances	891,000	1,280,500	1,614,500	1,607,500	1,394,500
Quarterly remunerations	1,568,000	1,554,086.85	1,568,000	1,738,870	1,824,000
Bonus	-	-	-	-	-
Total	2,459,000	2,834,586.85	3,182,500	3,346,370	3,218,500

SCN has no other remunerations for the Board apart from quarterly remunerations and meeting allowances

Opinion of the Board The Board has carefully considered and set the remuneration for the Board of Directors and sub-committees in 2022. After due consideration the Board found it appropriate to purpose to the shareholders meeting to approve to set the remuneration for Board and sub-committee for year 2022 same as year 2021.

Note The conclusion in this agenda must be approved with more than 2/3 votes from the total voters of the shareholders who attend the meeting.

Agenda 7 : To consider and approve the appointment of the auditor for the year 2022 and fixing of the audit fee

Objectives and reasons The Company's Article of Association related to the appointment of auditor and audit fee setting follow the Public Limited Companies Act B.E. 2535 as follows:

Section 120 regulates that "The Annual General Meeting of Shareholder of the year must appoint the auditor and predetermine the amount of money for the audit fee of the Company yearly and the same auditor may be appointed."

Section 121 regulates that "the auditor must not be a director, staff, employee or hold any other positions within the company"

Audit Committee has considered and chosen the auditors and proposed towards the Board of Directors to appoint auditors from KPMG Phoomchai Audit Ltd. ("KPMG") as auditor of the Company and subsidiaries from their professionalism and independence, fairness and has standards in international auditing and is suitable to appoint as the financial statement auditors for the Company and subsidiaries. Any of the following auditors can conduct the audit and express an opinion on the financial statements of the Company and subsidiaries in case if the following auditors are unable to performs their duties, KPMG Phoomchai Audit Ltd. may assign another of its auditor to auditing in their replace.

Auditors	Certification number	Amount of years the auditor signed the Company's financial statements within the past 5 years
1) Miss Pornthip Rimdusit	5565	--
2) Mr.Natthaphong Tantichattanon	8829	1
3) Miss Thanyalux Keadkeaw	8179	--

The auditors mentioned above are independent, hold no relationship to /or is not a stakeholder of the Company and subsidiaries, are not members of the Board, major shareholders or any related person as mentioned.

KPMG will provide services to the Company and subsidiaries.

The auditing fee of the Company, subsidiaries, and consolidated financial statement auditing fee for quarters 1, 2 and 3 in 2021 along to the auditing fee for the financial statement for the year 2022 ended on 31 December 2022 totals 4,900,000 THB (Four million nine hundred thousand THB only), which had decreased from 2021 by 300,000 THB as following details:

Auditing fee	2019	2020	2021	2022
Audit fee	6,260,000	5,900,000	5,200,000	4,900,000
Non-Audit fee	n/a	n/a	n/a	n/a
Total	6,260,000	5,900,000	5,200,000	4,900,000

Opinion of the Board Agrees to present to the shareholders' meeting to consider, approve and appoint Miss Pornthip Rimdusit, Certified Public Accountant No. 5565 and/or Mr. Natthaphong Tantichattanon Certified Public Accountant No. 8829 and/or Miss Thanyalux Keadkeaw Certified Public Accountant No. 8179 of KPMG Phoomchai Audit Ltd. to act as the Company's auditors in 2022. One person shall review and provide his/her opinion on the financial statements of the Company. In the case that the assigned auditor cannot fulfill their role, KPMG Phoomchai Audit Ltd. must replace the Company with another licensed auditor from KPMG Phoomchai Audit Ltd. auditing fees of the year for separate, subsidiaries and consolidate financial statement for auditing the financial statement for the year, ended on 31 December 2022 and for auditing the financial statement for quarters 1, 2 and 3 in 2022 totaling 4,900,000 THB (Four million nine hundred thousand THB only)

Note The resolution for this agenda must be approved by the majority of shareholders who attend the meeting and cast their votes.

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SCN shareholders have the right to propose meeting agendas to the Company on the corporate website: www.scan-inter.com and from the SET channel on 11 November 2021. By the deadline on 31 December 2021, no agendas were proposed whatsoever.

The Company set the date for listing of shareholders who have the right to attend the 2022 Annual General Meeting of Shareholders (Record date) on 11 March 2022.

The Company has disclosed the meeting invitation along with enclosures related to the meeting on the corporate website: www.scan-inter.com. All shareholders are invited to attend the Annual General Meeting of Shareholders 2022 on 27 April 2022 at 10.00 hours through electronic media (E-AGM). The 2022 Annual General Meeting of Shareholders will be held on Wednesday, April 27, 2022 at 10:00 a.m. via link channel of OJ International Co., Ltd., the company's provider of E-AGM systems. Details of the procedures for attending the 2022 Annual General Meeting of Shareholders through electronic media (E-AGM) *as in enclosure 9*. The company will open the system to attend the meeting 60 minutes in advance before the meeting starts. However, the live broadcast will begin at the meeting time only, on Wednesday 27 April 2022 at 10.00am onward.

Therefore, **the Company request the shareholders to appoint Independent Directors as your proxies to attends the meeting and to votes without attending in person.** To do so, please complete the Proxy Form B. and appoint Independents Directors who are not retired by rotation at the 2022 Annual General Meeting of Shareholders, listed as below:

1. Mr. Vichien Ussanachoti
2. Mr. Ekajai Tivutanond
3. Mrs. Kannika Ngamsopee

For shareholders who will attend in person or to proxies other persons through electronic media please read Guideline for attending the 2022 General Meeting of



Shareholders through electronic media (E-AGM) as in enclosure 9 and send Acceptance form for attending the 2022 Annual General Meeting of Shareholders through electronic media (E-AGM) of Scan Inter Public Company Limited inform the Company prior the meeting, as in enclosure 10. via E-mail: corporatesecretary@scan-inter.com within Friday 22 April 2022. When the Company has reviewed the information of the list of shareholders who are entitled to attend the meeting, it is completely correct, the electronic meeting service provider will send the link for the meeting and the access manual to the email you have sent to the company, sending the link 2 days in advance of the meeting date.

If any shareholders wish to grant proxy to independent directors of the company as listed and details as in Enclosure 4 (Proxy Form) attend the meeting on your behalf. Please read Guideline for attending the 2022 General Meeting of Shareholders through electronic media (E-AGM) as in enclosure 9 . The shareholders can send the proxy form A. or Form B. (It is recommended to use Form B.) together with supporting documents to the company at the address of the company within April 22, 2022.

For your rights and highest interests in this meeting, if you have any questions that require clarification in this upcoming meeting, please submit questions in prior the meeting as in *enclosure 11* or via an E-mail: corporatesecretary@scan-inter.com or Tel. 0 2503 4150 within Friday 22 April 2022.

For shareholders' convenience to access for the information of the Company, the Invitation to 2022 Annual General Meeting of Shareholders and the attachments has been published on the Company's website: www.scan-inter.com both Thai and English version since 28 March 2022 onwards.

However, if the shareholders would like a printed version of the Annual Report 2021 (Form 56-1 One Report) kindly contact the Company Tel. 02 503 4116-21.

The Company truly appreciates your understanding and looks forward to your continued cooperation.

Yours sincerely,

- Mr. Vichien Ussanachoti -

(Mr. Vichien Ussanachoti)

Chairman

Corporate Company Secretary

Tel. 02 503 4116-21



บริษัท สแกน อินเตอร์ จำกัด (มหาชน)

SCAN INTER PUBLIC COMPANY LIMITED

355 ถนนบอนด์สตรีท ตำบลบางพูด อำเภอปากเกร็ด จังหวัดนนทบุรี 11120

355 BONDSTREET RD., BANGPOOD, PAKKRED, NONGTHABURI 11120

TEL. 0-2503-4116-21 FAX : 0-2503-4400

(-TRANSLATION-)

**Minutes of the Extraordinary General Meeting of Shareholders No. 1/2021
Scan Inter Public Company Limited
Friday, 24 December 2021
Broadcasting through electronic media (E-EGM) at 23rd floor Meeting Room,
Le Concorde Bangkok Ratchada Building, no.202 Ratchadapisek Road
Dindaeng Sub-district, Dindaeng District, Bangkok**

Date, time and venue of the meeting

The Extraordinary General Meeting of the Shareholders No. 1/2021 of Scan Inter Public Company Limited (the “**Company**”) was held on December 24, 2021 through electronic media (E-EGM) according to the Emergency Decree on Electronic Meetings B.E. 2563 (2020) (the “**Meeting**”), broadcasting from Meeting Room, at 23rd floor, Le Concorde Bangkok Ratchada Building, no.202 Ratchadapisek Road, Dindaeng Sub-district, Dindaeng District, Bangkok.

Proceeding at 10.00 Hours

Before proceeding with the agendas of the Meeting, Miss Varessa Kaniknateesavad acts as the moderator and introduced the Directors, Executive, Auditor, Financial advisor and Legal advisor present at the Meeting. In this regard, there are 10 directors and 1 director was absent. However, there were 9 directors attended the meeting, or representing 90 percent of the total number of directors of the Company.

Attended Directors

1. Mr. Vichien Usanachote Chairman of the Board Of Directors and Independent Directors
2. Mrs.Kannika Ngamsopee Independent Director, Chairman of the Audit Committee, Chairman of the Nomination and Remuneration and Corporate Governance Committee, and Member of the Risk Management Committee
3. Mr. Thanchart Kitpipit Director, Chairman of the Executive Committee, Member of the Risk Management Committee, and Member of the Nomination and Remuneration and Corporate Governance Committee
4. Mr. Chamnarn Wangtal Independent Director, Chairman of the Risk Management Committee, and Member of the Audit Committee
5. ACM Vorachat Tharechat Independent Director, Member of the Audit Committee, and Member of the Risk Management Committee
6. Pol.Lt.Gen. Prayad Boonsri Independent Director
7. Mr.Ekajai Tivutanond Independent Director, Member of the Risk Management Committee, and Member of the Nomination and Remuneration and Corporate Governance Committee



8. Dr. Littee Kitpipit Director, Member of the Executive Committee, Member of the Risk Management Committee and Chief Executive Officer
9. Mrs. Pimwanitar Jaratpreedar Director, Member of the Executive Committee, Corporate Secretary, and Executive Vice President Finance

Directors who was absent

1. Miss Narissara Kitpipit Director, Member of the Executive Committee, Member of the Risk Management Committee, and Executive Vice President Strategic

Auditor Representative from KPMG Phoomchai Audit Co. Ltd.

1. Mr. Natthphong Tantichattanont
2. Ms. Nawaporn Songsri

Financial Advisor from S 14 Advisory Company Limited.

1. Mr. Suchart Oranaranont
2. Ms. Piyapha Chongsatien
3. Mr. Thanatcha Pakklont

Legal Advisor from Kudun and Partners Limited

1. Mr. Ekachai Chotipitayasunont
2. Miss Viparat Timprathuang

Miss Varessa Kanoknateesavad informed the Meeting that there were shareholders attending the Meeting in person and shareholders attending by proxy, totaling 34 shareholders. There were 5 shareholders attending the Meeting in person and 29 shareholders attending by proxy, representing a total of 804,151,905 shares or equivalent to 67.0127 percent of the total paid-up shares of the Company, thereby constituting a quorum pursuant to the law and Articles of Association of the Company.

To ensure the trustworthiness of the shareholders meeting system, Mrs. Pimwanita Jaratpreeda, the Company secretary, informed that the Extraordinary General Meeting of Shareholders No. 1/2021 via electronic media (E-EGM) will be conducted by OJ International Company Limited, which is a meeting control system provider that has been certified by the Electronic Transactions Development Agency and uses the Application ZOOM system, which is a system that complies with the announcement of the Ministry of Digital Economy and Society regarding meeting security standards via electronic media B.E. 2563 (2020), and in accordance with the Royal Decree on Conferencing via Electronic Media B.E. 2563 (2020) broadcasting from Meeting Room, at 23rd floor, Le Concorde Bangkok Ratchada Building, no.202 Ratchadapisek Road, Dindaeng Sub-district, Dindaeng District, Bangkok.

In this regard, for the Meeting to be in accordance with the principles of good corporate governance, in the matter of voting at the Meeting Mrs. Pimwanita Jaratpreeda, Company Secretary, explained about the voting method in each agenda, including votes counting method via electronic media (E-EGM) as follows:



- 1 In casting votes at the Meeting, all shareholders shall have votes equal to the number of shares held by them, whereby one share is equal to one vote.
- 2 The voting in each agenda will be proceeded openly, not by the method of secret voting. The shareholders or proxies shall only vote for either approval, disapproval or abstention. The vote casting cannot be divided into several parts (except for the voting made by custodian).
- 3 All shareholders attending the meeting in person and by proxies in the form prescribed by law shall proceed the following voting procedures:
 - Before attending the Meeting

The Company has assigned shareholders or proxies to submit their intention to attend the Meeting via electronic media to verify the identity to the Company in order to ensure transparency in voting.
 - For the voting in each agenda, there will be the specified time, which is 1 minute.

If any shareholder does not press the button “Approve”, “Disapprove” or “Abstain”, it shall be deemed that the shareholder “**Approves**” according to the number of his/her votes on the proposed resolution.
 - To conclude the voting results

The Company will calculate the votes in the system, which will show the results of "Approve", "Disapprove", or "Abstain" according to the facts. The Company has recorded the votes in the system for transparency and accountability in voting.
- 4 The Meeting will not skip agenda, switch agenda or add any agenda. The Company has given the right to shareholders to submit any queries related to any agenda which will be considered in the Extraordinary General Meeting of Shareholders No. 1/2021 by disseminating the invitation letter to the shareholders' meeting on the Company website www.scan-inter.com and notify the news via the channel of the Stock Exchange of Thailand on December 2, 2021, and the deadline for closing is December 20, 2021. It appears that no one has sent any advice or questions to the Company.
- 5 In the event that the shareholders wish to amend the voting, the shareholders can proceed to change the vote within 1 minute before the system closes for voting.
- 6 If the shareholders appoint other persons as proxies in Proxy Forms B and C to attend the Meeting or appoint an independent director as proxy to vote on their behalf and requires proxy to vote as intended by the shareholders. The Company shall count the votes based on the shareholders' or proxy's intention.

In this regard, Mrs. Kannika Ngamsopee, Mr. Chamnarn Wangtal, and Mr. Ekajai Tivutanond, as the independent directors above have no special interest in all agendas. Therefore, the independent directors will vote only in cases where the shareholders explicitly specify that the independent director vote on their behalf by using the proxy form B or C as previously mentioned.



For the case of foreign shareholders, which appoints a custodian in Thailand to be a stock depository and keeper are able to vote separately for approving, disapproving or abstaining at the same time in each agenda by separating the votes to be cast equal to the number of shares held.

- 7 Subject to Article 35 of the Company's Articles of Association, basically, **the majority votes of the shareholders who attend the meeting and cast the vote.** If there are equal votes, the Chairman of the meeting shall cast an additional vote as a casting vote. Therefore, in considering the majority votes of the shareholders whether they agree or not, only the “Approve” votes of the shareholders who attend the meeting and casting the vote will be counted. In case that a shareholder has a vote “Disapprove”, it is deemed that the shareholder disapproves the proposed agenda, and the vote of the shareholders who “Abstain”, the vote shall not be included as the basis of the vote counting..
- 8 Given that the agenda 4, to consider and approve the increase of the Company's registered capital, subject to Article 35 of the Company's Articles of Association, the consideration and approved with **not less than three-fourths of the votes of the shareholders present at the meeting and having the right to vote**, therefore, the votes of not less than three-fourths of the votes of the shareholders shall be counted from only the votes “Approve” by the shareholders present at the Meeting and having the right to vote, whereas the votes “Disapprove” by the shareholders shall be regarded as disapproval of such agenda, and the vote of the shareholders who “Abstain” shall be included as the basis of the vote counting.
- 9 For shareholders who wish to leave the E-Meeting system early, in any agenda, the shareholders can exercise their voting rights in advance. However, the shareholders can go to the E-Voting page to vote in advance.
- 10 The votes of shareholders in each agenda may not be equal due to the gradual entry into the E-Meeting system of Shareholders and proxies. Therefore, the number of attendees in each agenda may change and may not be equal.
- 11 Before passing a resolution on each agenda item, the Company shall allow the participants to ask questions on such agenda item as appropriate through the following channels and methods:

Inquiry by conversation In the event that shareholders wish to inquire through discussion, they can do the following:

- (1) Go to the human face symbol (Reaction) and press the Raise Hand button
- (2) When the moderator calls your name, the staff will proceed to open the microphone for you to inquire. You will need to press unmute and turn on the microphone and camera on your device to ask your inquiry(ies). When your inquiry(ies) is completely asked, You will need to press button “Lower Hand”. In the event that the shareholder cannot speak through the mic (within 1 minute), please type your questions via Chat channel instead so that the moderator will read the questions to the meeting on your behalf.

Inquiry by text chatting. This can be done by

- (1) going to “Chat” menu in Zoom program to type a message
- (2) Press “Enter” key to send the message into the system so that the meeting moderator will read the questions to the meeting on your behalf.



In this regard, The Company requests the shareholders or proxies to give their opinions or ask their questions in a succinct manner and refrain from asking questions or expressing opinions on duplicate issues to provide opportunities for other shareholders to exercise their rights as well. Therefore, the shareholders are requested to cooperate in order to make the meeting go well within the specified time, and comply with the guideline for asking questions or expressing opinions to the shareholders' meeting as follows:

- (1) In the event that you do not specify your name and surname, or not inform your status. The Company reserves the right not to read your question.
- (2) The Company will answer questions in the meeting only on matters related to the voting agenda. In the event that you do not specify which questions you wish to ask for the agenda. The Company reserves the right to take the aforementioned questions to read in other agendas at the end of the meeting.
- (3) In the event that your question is asked on a duplicate issue that has been answered by the Company. The moderator will read the questions and the Company reserves the right to let the Chairman of the meeting, in its sole discretion, ask a duplicate question and skip the question without answering.

- 12 The vote counting on this occasion of the Company would be witnessed representative from Kudun and Partners Company Limited, a legal advisor, namely Mr. Ekachai Chotipitayasonon, and the votes would be counted by OJ International Co., Ltd to inspect the voting procedures and vote counting.

The Meeting started according to the agenda

Mr. Vichien Usanachote, the Chairman of the Board of Directors, who presided over as the Chairman of the Meeting (the “**Chairman**”), declared the Meeting opened and welcomed the shareholders and their proxies, and informed the Meeting of the Company’s current information as follows:

The Company’s registered capital amounted to THB 600,000,000 and its registered paid up capital amounted to THB 600,000,000, divided into 1,200,000,000 ordinary shares at the par value of 0.50 per share.

In this regard, the shareholders and proxies attended the Meeting, forming a quorum according to the law and the Company's Articles of Association. The Chairman then declared the Extraordinary General Meeting of Shareholders No. 1/2021 of the Company opened and proceeded in accordance with the agendas per the notice of the Extraordinary General Meeting of Shareholders No. 1/2021 of the Company.

Agenda 1 To consider and adopt the Minutes of the 2021 Annual General Meeting of Shareholders

The Chairman informed the Meeting that the minutes of the 2021 Annual General Meeting of Shareholders, which held on April 28, 2021 has already been sent to all shareholders prior to the Meeting enclosed with the invitation letter to the Meeting appeared in *Enclosure 1*. The Board of Directors has considered that the minutes of the meeting was recorded accurately and completely. Therefore, it is appropriate to propose to the shareholders' meeting to adopt the minutes of the 2021 Annual General Meeting of Shareholders held on April 28, 2021.



The Chairman then gave the Meeting an opportunity to comment and ask questions, however, as there was no comment and question from any shareholder. The Chairman, thus, propose the Meeting to consider and cast their votes and informed that this agenda requires the majority vote of shareholders attending the meeting and cast their votes.

Resolution

The Meeting resolved unanimously to adopt the Minutes of the 2021 Annual General Meeting of Shareholders as proposed details in all respects with the following votes:

Shareholders' Votes	Number (votes)	Percentage of shareholders attending the Meeting and casting their votes
Approved	804,151,905	100
Disapproved	0	0
Abstained	0	-
Invalid	0	0
Total	804,151,905	100

Agenda 2 To consider and approve the issuance and allocation of the warrants to purchases the newly issued ordinary shares of Scan Inter Public Company Limited No. 1 for allocation to the Company's existing shareholders in proportion to their respective shareholdings (Right Offering)

The Chairman designated Miss Viparat Timprathuang, a legal advisor from Kudun and Partners Company Limited, to inform the information of this agenda item.

Miss Viparat Timprathuang informed the Meeting that according the Company wishes to strengthen in terms of operations and in finance and to use as working capital or to support further business expansion in the future. The Board of Directors' meeting resolved to propose the shareholders' meeting to consider approving the issuance and allocation of warrants to purchases the Company's ordinary shares of Scan Inter Public Company Limited No. 1 (the "SCN-W1 Warrants") in amount of not exceed 120,000,000 units to the existing shareholders of the Company proportionate to their respective shareholding with free of charge at the allocation ratio of 10 existing shares per 1 unit of SCN-W1 Warrants, Should there be any fraction from the calculation based on the allocation ratio, such fraction shall be discarded. The SCN-W1 Warrants shall have the term of 1 years from the issuance date of SCN-W1 Warrants with the exercising ratio of 1 unit of the SCN-W1 Warrants shall have the right to purchase 1 ordinary share of the Company. In this regard, the Company schedules November 26, 2021 as the date for determining the name of shareholders entitled to be allocated the SCN-W1 Warrants (Record Date) and schedules January 14, 2022 to be the date of issuing the SCN-W1 Warrants to the shareholders.

In this regard, in order to provide the terms and conditions of the SCN-W1 Warrants to be appropriate according to the capital market and money market conditions and for the



benefits of the Company and shareholders. The Board of Directors' meeting, therefore, proposes to the Shareholders' meeting to consider authorizing of the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Executive Committee and/or the Chief Executive Officer to have the power to take all necessary actions in connection with the issuance and allocation of the SCN-W1 Warrants in compliance with the law and under the scope approved the shareholders' meeting, including but not limited to the power to the following actions:

- (1) set out and amend any rules, terms, conditions, and other details relating to the issuance and allocation of the SCN-W1 Warrants, the adjustment or amendment of exercise ratio and exercise price under the term and condition, including the change of the date to determine the list of shareholders entitled to be allocated the SCN-W1 Warrants and/or the issuance date of the SCN-W1 Warrants
- (2) negotiate, agree, enter into, amend, add, sign agreements, applications for permission, waiver, evidence, disclosure, report on the offering, and various documents necessary for and in connection with the issuance and allocation of the SCN-W1 Warrants, and the adjustment or amendment of exercise ratio and exercise price under the term and condition as well as contact, filing, amendment, addition and signing of the applications for permission, waiver, evidence, disclosure, report on the offering, and various documents with the Securities and Exchange Commission Office (the “SEC Office”), the Stock Exchange of Thailand (the “SET”), governmental agencies or relevant authorities in relation to the issuance and allocation of the SCN-W1 Warrants and the listing of the SCN-W1 Warrants and the newly issued ordinary shares from the exercise of the SCN-W1 Warrants as listed on the SET; and
- (3) take any other arrangements as necessary and appropriate in connection with the issuance and allocation of the SCN-W1 Warrants in order to ensure the successful completion of the foregoing arrangements and the issuance and allocation of the SCN-W1 Warrants on this occasion.

In this regard, the summary of the SCN-W1 Warrants appears in the preliminary details of the SCN-W1 Warrants in Enclosure 2, which has been delivered to the shareholders together with the meeting invitation letter.

The Chairman then gave the Meeting an opportunity to comment and ask questions, however, as there was no comment and question from any shareholder. The Chairman, thus, propose the Meeting to consider and approve the issuance and allocation of the warrants to purchases the Company's ordinary shares of Scan Inter Public Company Limited No. 1 to the Company's shareholders in proportion to their respective shareholdings. (Rights Offering). The Chairman asked them to consider and cast their votes and informed that this agenda requires the majority vote of shareholders attending the meeting and casting their votes.

Resolution

The Meeting resolved unanimously to approve the issuance and allocation of the SCN-W1 Warrants in amount of not exceed 120,000,000 units to the existing shareholders of the Company proportionate to their respective shareholding (Rights Offering), and approve to authorize the Executive Committee and/or the Chief Executive Officer and/or



the person authorized by the Executive Committee and/or the Chief Executive Officer to have the power to take all necessary actions in connection with the issuance and allocation of the SCN-W1 Warrants in compliance with the law and under the scope approved by the Extraordinary General Meeting as proposed details in all respects with the following votes:

Shareholders' Votes	Number (votes)	Percentage of shareholders attending the Meeting and casting their votes
Approved	804,151,905	100
Disapproved	0	0
Abstained	0	-
Invalid	0	0
Total	804,151,905	100

Agenda 3 To consider and approve the issuance and allocation of the warrants to purchases the newly issued ordinary shares of Scan Inter Public Company Limited No. 2 for allocation to the existing shareholders of the Company in proportion to their respective shareholdings (Right Offering)

The Chairman designated Miss Viparat Timprathuang, a legal advisor from Kudun and Partners Company Limited, to inform the information of this agenda item.

Miss Viparat Timprathuang informed the Meeting that according the Company wishes to strengthen in terms of operations and in finance and to use as working capital or to support further business expansion in the future. The Board of Directors' meeting resolved to propose the shareholders' meeting to consider approving the issuance and allocation of warrants to purchases the Company's ordinary shares of Scan Inter Public Company Limited No. 2 (the "SCN-W2 Warrants") in amount of not exceed 120,000,000 units to the existing shareholders of the Company proportionate to their respective shareholding with free of charge at the allocation ratio of 10 existing shares per 1 unit of SCN-W2 Warrants, Should there be any fraction from the calculation based on the allocation ratio, such fraction shall be discarded. In this regard, The SCN-W2 Warrants shall have the term of 4 years from the issuance date of the SCN-W2 Warrants with the exercising ratio of 1 unit of the SCN-W2 Warrants shall have the right to purchase 1 ordinary share of the Company, in this regard, the Company schedules November 26, 2021 as the date for determining the name of shareholders entitled to be allocated the SCN-W2 Warrants (Record Date) and schedules January 14, 2022 to be the date of issuing the SCN-W2 Warrant to the shareholders.

In this regard, in order to provide the terms and conditions of the SCN-W2 Warrants to be appropriate according to the capital market and money market conditions and for the benefits of the Company and shareholders. The Board of Directors' meeting, therefore, proposes to the Shareholders' meeting to consider authorizing of the Executive



Committee and/or the Chief Executive Officer and/or the person authorized by the Executive Committee and/or the Chief Executive Officer to have the power to take all necessary actions in connection with the issuance and allocation of the SCN-W2 Warrants in compliance with the law and under the scope approved the shareholders' meeting, including but not limited to the power to the following actions:

- (1) set out and amend any rules, terms, conditions and other details relating to the issuance and allocation of the SCN-W2 Warrants, the adjustment or amendment of exercise ratio and exercise price under the term and condition including the change of the date to determine the list of shareholders entitled to be allocated the SCN-W2 Warrants and/or the issuance date of the SCN-W2 Warrants;
- (2) negotiate, agree, enter into, amend, add, sign agreements, applications for permission, waiver, evidence, disclosure, report on the offering, and various documents necessary for and in connection with the issuance and allocation of the SCN-W2 Warrants, and the adjustment or amendment of exercise ratio and exercise price under the term and condition as well as contact, filing, amendment, addition and signing of the applications for permission, waiver, evidence, disclosure, report on the offering, and various documents with the SEC Office, the SET, governmental agencies or relevant authorities in relation to the issuance and allocation of the SCN-W2 Warrants and the listing of the SCN-W2 Warrants and the newly issued ordinary shares from the exercise of the SCN-W2 Warrants as listed on the SET; and
- (3) take any other arrangements as necessary and appropriate in connection with the issuance and allocation of the SCN-W2 Warrants in order to ensure the successful completion of the foregoing arrangements and the issuance and allocation of the SCN-W2 Warrants on this occasion.

In this regard, the summary of the SCN-W2 Warrants appears in the preliminary details of the SCN-W2 Warrants in *Enclosure 3*, which has been delivered to the shareholders together with the meeting invitation letter.

The Chairman then gave the Meeting an opportunity to comment and ask questions, however, as there was no comment and question from any shareholder. The Chairman, thus, propose the Meeting to consider and approve the issuance and allocation of the warrants to purchases the Company's ordinary shares of Scan Inter Public Company Limited No. 2 to the Company's shareholders in proportion to their respective shareholdings. (Rights Offering). The Chairman asked them to consider and cast their votes and informed that this agenda requires the majority vote of shareholders attending the meeting and casting their votes.

Resolution

The Meeting resolved unanimously to approve the issuance and allocation of the SCN-W2 Warrants in amount of not exceed 120,000,000 units to the existing shareholders of the Company proportionate to their respective shareholding (Rights Offering), and approve to authorize the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Executive Committee and/or the Chief Executive Officer to have the power to take all necessary actions in connection with the issuance and allocation of the SCN-W1 Warrants in compliance with the law and under the scope



approved by the Extraordinary General Meeting as proposed details in all respects with the following votes:

Shareholders' Votes	Number (votes)	Percentage of shareholders attending the Meeting and casting their votes
Approved	804,151,905	100
Disapproved	0	0
Abstained	0	-
Invalid	0	0
Total	804,151,905	100

Agenda 4 To consider and approve the increase of the Company's registered capital in the amount of THB 120,000,000 from the current registered capital of THB 600,000,000 to the registered capital of THB 720,000,000 by issuing 240,000,000 newly issued ordinary shares with a par value of THB 0.50 per share and approve the amendment of the Memorandum of Association Clause 4 of the Company to be in line with the Company's registered capital increase

The Chairman designated Miss Viparat Timprathuang, a legal advisor from Kudun and Partners Company Limited, to inform the information of this agenda item.

Miss Viparat Timprathuang informed the Meeting that due to the Company intends to issue and allocate SCN-W1 Warrants in an amount not exceeding 120,000,000 units and SCN-W2 Warrants in an amount not exceeding 120,000,000 units to the Company's shareholders in proportion to their respective shareholdings (Rights Offering). The Company therefore needs to the increase of the registered capital of the Company in the amount of THB 120,000,000 from the original registered capital of THB 600,000,000 to the registered capital of THB 720,000,000 by issuing newly issued ordinary of 240,000,000 shares at a par value of THB 0.50 to accommodate (1) the exercise of the SCN-W1 Warrants in the amount of not exceeding 120,000,000 shares at a par value of THB 0.50, and (2) the exercise of the SCN-W2 Warrants in the amount of not exceeding 120,000,000 shares at a par value of THB 0.50, and approve the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the increase of the registered capital of the Company. The details are as follows:

Article 4.Registered capital of	THB 720,000,000	(Seven Hundred Twenty Million Baht)
divide into	1,440,000,000 shares	(One Billion Four Hundred Forty Million Shares)
With a par value of	THB 0.50	(Fifty Satang)



Categorized into

Ordinary shares	1,440,000,000 shares	(One Billion Four Hundred Forty Million Shares)
Preference shares	-none-	-

In addition, the Board of Directors' meeting has approved to shareholders' meeting to consider and approve the authorization of the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Executive Committee and/or the Chief Executive Officer to have the power to register the capital increase and the amendment of the Memorandum of Association at the Department of Business Development, Ministry of Commerce, including to take any necessary action to comply with the registrar's order(s) to complete the registration process.

The Chairman then gave the Meeting an opportunity to comment and ask questions, however, as there was no comment and question from any shareholder. The Chairman, thus, propose the Meeting to consider and approve the increase of the Company's registered capital and the amendment of the Memorandum of Association Clause 4 of the Company. The Chairman asked them to consider and cast their votes and informed that this agenda item requires not less than three-fourths of the votes of the shareholders present at the meeting and having the right to vote.

Resolution

The Meeting resolved unanimously to approve the increase of the Company's registered capital in the amount of THB 120,000,000 from the current registered capital of THB 600,000,000 to the registered capital of THB 720,000,000 by issuing 240,000,000 newly issued ordinary shares with a par value of THB 0.50 per share, and approve the amendment of the Memorandum of Association Clause 4 of the Company to be in line with the Company's registered capital increase, including approve the authorization of the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Executive Committee and/or the Chief Executive Officer to have the power to register the capital increase and the amendment of the Memorandum of Association at the Department of Business Development, Ministry of Commerce to take any necessary action to comply with the registrar's order(s) to complete the registration process, as proposed details in all respects with the following votes:

Shareholders' Votes	Number (votes)	Percentage of the shareholders present at the Meeting and entitled to vote
Approved	804,151,905	100
Disapproved	0	0
Abstained	0	0



Shareholders' Votes	Number (votes)	Percentage of the shareholders present at the Meeting and entitled to vote
Invalid	0	0
Total	804,151,905	100

Agenda 5 To consider and approve the allocation of newly issued ordinary shares to accommodate the exercise of the warrants to purchases the newly issued ordinary shares of Scan Inter Public Company Limited No. 1 and the exercise of the warrants to purchases the ordinary shares of Scan Inter Public Company Limited No. 2

The Chairman informed the Meeting that the Board of Directors' meeting has considered and deemed it appropriate to propose the shareholders' meeting to consider and approve the allocation of newly issued ordinary shares of not exceeding 240,000,000 shares with a par value of THB 0.50 per share as follows:

- (1) Allocate newly issued ordinary shares of not exceeding 120,000,000 shares with a par value of THB 0.50 per share to accommodate the exercise of the SCN-W1 Warrants; and
- (2) Allocate newly issued ordinary shares of not exceeding 120,000,000 shares with a par value of THB 0.50 per share to accommodate the exercise of the SCN-W2 Warrants.

Furthermore, the Board of Directors' meeting has approved to propose shareholders' meeting to consider and approve the authorization of the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Executive Committee and/or the Chief Executive Officer to have the power to determine, amend and revise conditions and details in connection with the allocation of the newly-issued shares, as well as to take any action as deemed necessary and appropriate in connection with the allocation of newly-issued shares, including, but not limited to, providing information and filing documents with the SEC Office, the SET, Thailand Securities Depository Co., Ltd., the Ministry of Commerce or other competent authorities, including listing newly-issued shares as listed securities on the SET.

In this regard, the details of the capital increase of the Company appears in Capital Increase Report (F53-4) Enclosure 4 and Information Memorandum on Issuance, Offering and Allocation of Newly Issued Ordinary Shares of Scan Inter Public Company Limited Enclosure 5 to shareholders along with the invitation letter.

The Chairman then gave the Meeting an opportunity to comment and ask questions, however, as there was no comment and question from any shareholder. The Chairman, thus, propose the Meeting to consider and approve the allocation of newly issued ordinary shares to accommodate the exercise of the SCN-W1 Warrants and the exercise of the SCN-W2 Warrants. The Chairman asked them to consider and cast their votes and informed that this agenda requires the majority vote of shareholders attending the meeting and casting their votes.



Resolution

The Meeting resolved to approve the allocation of newly issued ordinary shares to accommodate the exercise of the SCN-W1 Warrants in the amount of not exceeding 120,000,000 shares and the exercise of the SCN-W2 Warrants, as proposed details in all respects with the following votes:

Shareholders' Votes	Number (votes)	Percentage of shareholders attending the Meeting and casting their votes
Approved	804,151,905	100
Disapproved	0	0
Abstained	0	-
Invalid	0	0
Total	804,151,905	100

Agenda 6 To consider other matters (if any)

The Chairman explained that this agenda is an opportunity for shareholders to propose other matters apart from the agendas specified in the invitation letter by submitting any other matter under the rules and procedures prescribed by law.

When no shareholder proposed any other matter for consideration, the Company had already conducted the meeting in accordance with the agendas. The Chairman gave the opportunity to the shareholders and proxies to ask an inquiry. In this regard, there is a shareholder or proxy asked the following questions:

Miss Umachasaya Charoenchai, a proxy from the Thai Investors Association, asked the question regarding the proportion of the use of proceed that in the case the capital increase does not meet the expectation. How the Company will proceed?

Mr. Vichien Usanachote, the Chairman of the Meeting, informed that the Company expects that this capital increase will receive the amount of capital increase as the Company expected. However, if this capital increase does not meet the target, the Company will consider seeking funding from other sources that are suitable for investment and expansion for the benefit of the Company's business and its shareholders such as borrowing money from financial institutions, etc. In this regard, the Company would like to thank the shareholders for their concern regarding the issuance of warrants to purchase the Company's newly issued shares at this time.



บริษัท สแกน อินเตอร์ จำกัด (มหาชน)

SCAN INTER PUBLIC COMPANY LIMITED

355 ถนนบอนด์สตรีท ตำบลบางพูด อำเภอปากเกร็ด จังหวัดนนทบุรี 11120

355 BONDSTREET RD., BANGPOOD, PAKKRED, NONTHABURI 11120

TEL. 0-2503-4116-21 FAX : 0-2503-4400

However, it did not appear that additional meeting agenda was proposed by shareholders. The Chairman thus thanked the shareholders for attending the Meeting. The Meeting closed at 11.00 a.m.

Yours faithfully,
Scan Inter Public Company Limited

-Signed-

(Mr. Vichien Usanachote)
Chairman of the Meeting

-Signed-

(Mrs. Pimwanitar Jaratpreedar)
Company Secretary

Profiles of directors who will retire by rotation and will be nominated for another term

Mr. Chamnarn Wangtal



Age 68 years old
Position in the Company Independent Director/ Audit Committee/
Chairman Risk Management Committee
Position Nominated Independent Director

Education

- Master of Finance and Banking, Marshall University, USA
- Bachelor of Biology, Saint Vincent College, USA

Training Program(s) by Thai Institute of Directors (IOD)

Training Program(s)

- Director Accreditation Program (DAP) Thai Institute of Directors (IOD) Class 178/2020

Date of appointment 14 August 2014

Term of Directorship 7 Years 8 Months

Meeting attendance in year 2021

	Times	Percentage
Board of Directors Meeting	8/8	100.00
Audit Committee Meeting	5/5	100.00
Risk Management Committee Meeting	3/3	100.00
Annual General Meeting of Shareholders	1/1	100.00
Extraordinary General Meeting of Shareholders	1/1	100.00

Work experience - Past 5 years experiences

2020 - Present Director, Executive Director, AQ Estate Public Company Limited
2020 - Present Independent Director / Audit Committee, Well Graded Engineering Public Company Limited
2018 - Present Independent Director/ Chairman of Audit Committee, SLM Corporation Public Company Limited
2018 - Present Independent Director/ Audit Committee, Scan Inter Public Company Limited
2014 – Present Independent Director / Chairman Risk Management Committee, Scan Inter Public Company Limited
2014 – 2018 Chairman of Audit Committee, Scan Inter Public Company Limited

Current Position

(1) Director/Executive position in listed companies, holding in 4 listed company

2020 - Present Director, Executive Director, AQ Estate Public Company Limited
2020 - Present Independent Director / Audit Committee, Well Graded Engineering Public Company Limited
2018 - Present Independent Director/ Chairman of Audit Committee, SLM Corporation Public Company Limited
2018 - Present Independent Director/ Audit Committee, Scan Inter Public Company Limited
2014 – Present Independent Director / Chairman Risk Management Committee, Scan Inter Public Company Limited

(2) Director/Executive position in other companies (that aren't a listed Company according to (1) mentioned), -
No tenure-

Position holding in businesses that may include conflicts of interest with the Company - No position as
director/executive in such business -

Company shareholding on the closing date of 26 November 2021 -None-

Profiles of directors who will retire by rotation and will be nominated for another term

Mr. Thanchart Kitpipit

Age 65 Years old
Positions in the Company Director / President of Executive Committee and Director with Authorized Signature / Nomination, Remuneration and Corporate Governance Committee / Risk Management Committee
Position Nominated Director



Education

- Bachelor of Mechanical Engineering, Prince of Songkla University

Training Program(s) by Thai Institute of Directors (IOD)

Training Program(s)

- Director Certification Program (DCP) Thai Institute of Directors (IOD) Class 171/2013
 - Director Accreditation Program (DAP) Thai Institute of Directors (IOD) SET/2012

Date of appointment 14 August 2014
Term of Directorship 7 Years 8 Months

Meeting attendance in year 2021	Times	Percentage
Board of Directors Meeting	8/8	100.00
Executive Committee Meeting	23/23	100.00
Nomination, Remuneration and Corporate Governance Meeting	2/2	100.00
Risk Management Committee Meeting	3/3	100.00
Annual General Meeting of Shareholders	1/1	100.00
Extraordinary General Meeting of Shareholders	1/1	100.00

Work experience - Past 5 years experiences

2020 - Present Risk Management Committee, Scan Inter Public Company Limited
 2016 - Present Director/ President of Executive Committee and Nomination, Remuneration and Corporate Governance Committee, Scan Inter Public Company Limited

Current Position

(1) Director/Executive position in listed companies, holding in 1 listed company

2020 - Present Risk Management Committee, Scan Inter Public Company Limited
 2016 - Present Director/ President of Executive Committee and Nomination, Remuneration and Corporate Governance Committee, Scan Inter Public Company Limited

(2) Director/Executive position in other companies (that aren't a listed Company according to (1) mentioned), holding in 5 companies

2020 - Present Director, Scan Earth Power Company Limited
 2018 - Present Director, Green Earth Power (Thailand) Company Limited
 2017 - Present Director, Thanyanat Holding Company Limited
 2010 - Present Director, Controno Company Limited
 1991 - Present Director, Siam Vasco Company Limited

Position holding in businesses that may include conflicts of interest with the Company - No position as director/executive in such business -

Company shareholding on 26 November 2021 736,720,000 shares, or 61.39 %

Direct held: Totaling 716,720,000 shares, or 59.73%

Indirect held (Spouse): Totaling 20,000,000 shares, or 1.67%

Familial relationship between directors and executives: Dr. Littee Kitpipit and Ms. Narissara Kitpipit's father

Profiles of directors who will retire by rotation and will be nominated for another term

Ms Narrissara Kitpipit

Age 34 Years old

Positions in the Company Director / Executive Committee /
Risk Management Committee

Position Nominated Director

Education

- Master of Science (MSc.) Risk Management and Financial Engineering, Imperial College Business School, UK
- Master of Science (M.S.) Industrial and Systems Engineering, University of Southern California, Los Angeles, USA
- Bachelor of Engineering, Industrial Engineering, Sirindhorn International Institute of Technology, Thammasat University Training



Program(s) by Thai Institute of Directors (IOD)

Training Program(s)

- Boardroom Success through Financing and Investment (BFI), Thai Institute of Directors (IOD) Class 7/2019
- Financial Statements for Directors (FSD), Thai Institute of Directors (IOD) Class 32/2017
- Director Certification Program (DCP) Thai Institute of Directors (IOD) Class 171/2013
- Company Secretary Program (CSP) Thai Institute of Directors (IOD) Class 49/2013
- Director Accreditation Program (DAP) Thai Institute of Directors (IOD) Class SET/2012

Date of appointment 14 August 2014

Term of Directorship 7 Years 8 Months

Meeting attendance in year 2021	Times	Percentage
Board of Directors Meeting	6/8	75.00
Executive Committee Meeting	20/23	85.00
Risk Management Committee Meeting	3/3	100.00
Annual General Meeting of Shareholders	1/1	100.00
Extraordinary General Meeting of Shareholders	0/1	0.00

Work experience - Past 5 years experiences

2018 - Present Executive Vice President, Strategic, Scan Inter Public Company Limited
2016 - Present Director, Executive Committee and Risk Management Committee, Scan Inter Public Company Limited

Current Position

(1) Director/Executive position in listed companies, holding in 1 listed company
2018 - Present Executive Vice President, Strategic, Scan Inter Public Company Limited
2016 - Present Director, Executive Committee and Risk Management Committee, Scan Inter Public Company Limited

(2) Director/Executive position in other companies (that aren't a listed Company according to (1) mentioned), holding in 13 companies

2021 - Present	Director, Thai-Japan Gas Network Company Limited
2021 - Present	Director, Scan MediHerb Company Limited
2020 - Present	Director, Scan Earth Power Company Limited
2019 - Present	Director, Scan Advanced Power Company Limited
2017 - Present	Director, Thanyanat Holding Company Limited
2017 - Present	Director and Executive Director, V.O. Net Biodiesel Asia Company Limited
2017 - Present	Director and Executive Director, Aimmie NGV Company Limited
2016 - Present	Director and Executive Director, Nampong NGV Company Limited
2016 - Present	Director and Executive Director, NT Energy Gas Company Limited
2015 - Present	Director and Executive Director, Kaokong Petroleum Company Limited
2015 - Present	Director, B.P.A Intertrade Company Limited
2010 - Present	Director and Executive Director, Controno Company Limited
2005 - Present	Director and Executive Director, Siam Vasco Company Limited

Position holding in businesses that may include conflicts of interest with the Company - No position as director/executive in such business -

Company shareholding on 26 November 2021

Shareholding: 10,000,000 shares, or 0.83 %

Lists and details of Independent Directors for Shareholder's proxies



1. Mr. Vichien Ussanachoti

Chairman / Independent Director

Age 66 years old

Address Scan Inter Public Company Limited
355 Bondstreet Road, Bangpood, Pakkred,
Nonthaburi

Shareholding - None -



2. Mr. Ekajai Tivutanond

Independent Director / Risk Management Committee / Nomination
Remuneration and Corporate Governance Committee

Age 69 years old

Address Scan Inter Public Company Limited
355 Bondstreet Road, Bangpood, Pakkred,
Nonthaburi

Shareholding - None -



3. Mrs. Kannika Ngamsopee

Independent Director / Chairman of the Audit Committee /
Chairman of the Nomination Remuneration and Corporate
Governance Committee / Risk Management Committee

Age 65 years old

Address Scan Inter Public Company Limited
355 Bondstreet Road, Bangpood, Pakkred,
Nonthaburi

Shareholding - None -

All 3 above mentioned independent directors are considered to have no special conflicts of interests in all agendas except the agenda item 6: “To consider and approve the fixing of director’s remuneration for the year 2022”, therefore, those independent directors who are granted proxies shall refrain from voting in such agenda item (unless shareholders clearly define their votes in the proxy B or C.)

Qualifications of the Independent Director

(Qualifications of the Independent director of the Company which meets the requirements of the Securities and Exchange Commission and SET.)

- (1) Holding not more than one percent of all shares with voting rights of the Company, parent companies, subsidiary companies, associated companies, major shareholders or controlling persons of the Company, including the shares held by related persons of the particular independent director.
- (2) Not a current or past director participating in the management of the Company, or an employee, staff member or advisor who receives a regular salary or a controlling person of the Company, parent companies, subsidiary companies, associated companies, same-level subsidiaries, major shareholders or controlling persons of the Company, except having been out of the above position for at least two years prior to the appointment.
- (3) Not a person related by blood or by law as a parent, spouse, sibling and child including spouse of the child of any management member, major shareholder, controlling person or the person whom has been proposed to become the management member or controlling person of the Company or any subsidiary companies
- (4) Not having or used to have business relationship with the Company, parent companies, subsidiary companies, associated companies, major shareholders or controlling persons of the Company in a way which might obstruct the use of his/her independent judgment, as well as not being or used to be the key shareholder or controlling person of the person having business relation with the Company, parent companies, subsidiary companies, associated companies, major shareholders or controlling persons of the Company, except having been out of the above position for at least two years prior to the appointment.
- (5) Not being or used to be the auditor of the Company, parent companies, subsidiary companies, associated companies, major shareholders or controlling persons of the Company and not being a key shareholder, controlling person or partner of the audit office which employs the auditor of the Company, parent companies, subsidiary companies, associated companies, major shareholders or controlling persons of the Company, except having been out of the above position for at least two years prior to the appointment.
- (6) Not being or used to be the service provider in any professions including legal advisor or financial advisor receiving the service fee exceeding Baht 2 million baht per year from the Company, parent companies, subsidiary companies, associated companies, major shareholders or controlling persons of the Company and not being a key shareholder, controlling person or partner of such professional service provider, except having been out of the above position for at least two years prior to the appointment.
- (7) Not being a director who has been appointed as the representative of the Company, major shareholder or shareholder whom is related to the major shareholders of the Company.
- (8) Not being an entrepreneur in any business similar to or material competing with the Company or its subsidiary company or not being the material partner in partnership, executive director, employee, staff, advisor who receives salary or holds for more than 1 percent of the total number of shares with voting right of the company similar to or material competing with the Company or its subsidiary company.
- (9) Having no other characteristics which may prevent from giving independent opinions concerning the business operation of the Company.

The Company's Articles of Association Concerning the Shareholders' Meeting

Referring to The Company's Regulations Section 5, The Board of Directors Defined as follows

Article 17. At every annual general meeting of shareholders Have a third of directors leave their positions (1/3) at a rate. If the number of directors can't be divided into three parts, It gives off by the nearest number to a third (1/3) part.

Retired directors may be re-elected.

Directors who must leave their positions in the first and second year after registering that company shall be drawn. The following year, the longest-serving directors will leave.

Article 22. Directors are entitled to receive compensation from the Company in the form of award money. Meeting allowances, pensions, bonuses or other forms of remuneration as determined by the Shareholders' Meeting and voted by at least two-thirds (2/3) of the total number of votes of shareholders who attended the meeting may be determined in a certain amount or placed as a specific basis and will be set out on a periodic basis or effective forever until the shareholders' meeting has decided to change otherwise. In addition, directors are entitled to various allowances and benefits in accordance with the Company's regulations.

The text in paragraph one shall not compromise the rights of directors appointed by employees or employees of the Company in order to receive compensation and benefits as employees or employees of the Company.

With reference to the Company's Articles of Association, Section 6, regarding the Shareholders' Meeting, the following articles states as following,

Article 3 Where no other provisions are stated in these Articles, the provisions of the law concerning public limited companies and the Securities and Exchange Commission as well as other laws that are applicable or relevant to the operations of the company shall be applied and governed in every respect.

Article 31 The board of directors shall arrange a shareholders' meeting as an Annual General Meeting to be held within 4 months from the last day of the financial year of the Company.

Any other shareholders' meeting other than the ones stated in paragraph 1 shall be called an Extraordinary General Meeting.

The board of directors may call such meeting at any time the board considers it expedient to do so. One or more shareholder(s) holding shares amounting to not less than 10% of the total number of shares sold may submit their name(s) in a written notice requesting the board of directors to call an Extraordinary General Meeting at any time, but the matter and reason for calling such meeting shall be clearly stated in such notice. In this respect, the board of directors shall arrange a shareholders' meeting to be held within 45 days from the date of receipt of such notice from the said shareholder(s)."

In case the Board of Directors does not hold the meeting within the period as prescribed under paragraph one, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call such meeting within forty-five (45) days from the completion of such period. In this regard, the meeting shall be considered as the shareholders' meeting called by the Board of Directors. The company shall be responsible for necessary expenses arising from such meeting and reasonably provides facilitation.

In case the quorum of the shareholders' meeting called by the shareholders as prescribed under paragraph two is not formed according to Article 33, the shareholders as prescribed under paragraph two shall be collectively responsible to the Company for expenses arising from such meeting.

Article 32 In summoning the shareholders' meeting, the Board of Directors must prepare a meeting invitation letter, including the meeting venue, date, time, rules, agendas and matters to be proposed to the

meeting with sufficient information. Each matter should be stated whether it is for acknowledgement, approval or consideration, including the opinions of the Board of Director for each matter. The meeting documents and information must be sent to the shareholders and the registrar not less than seven days before the meeting. Also, the said meeting invitation must be published in the newspaper for three consecutive days, not less than three days before the meeting.

The meeting venue can be at the Head Office of the Company, within the Province of the Head Office or other locations as decided by the Board of Directors.

Article 33 For constituting the shareholders' meeting quorum, the number of shareholders and proxies from the shareholders (if any) must not be less than 25 persons or not less than half of the total number of shareholders and the total number of shares must not be less than one-third (1/3) of the total paid-up shares.

In case for any shareholders' meeting that the time has passed for more than one hour and the number of shareholders has not constituted the meeting quorum specified, if the shareholders' meeting was not requested by the shareholders, a new meeting shall be summoned and the meeting invitation shall be forwarded to the shareholders not less than seven days before the meeting date. This latter meeting shall not be obliged to the meeting quorum rule.

Article 34 For the shareholders' meeting, the Chairman of the Board shall preside as the Chairman of the Meeting. If there is no Chairman of the Board, or the Chairman of the Board is absent or cannot conduct the meeting, the Deputy Chairman of the Board (if available) shall preside as the Chairman of the Meeting. If there is no Deputy Chairman of the Board or he cannot conduct the meeting, the meeting shall appoint a shareholder attending the meeting to preside as the Chairman of the Meeting.

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

- (1) In the normal case, the resolution shall be based on the majority votes from all the votes of shareholders attending the meeting. If the vote counts are even, the Chairman of the meeting shall have the right for a casting vote.
- (2) In the following cases, the resolution shall be based on the number of votes not less than three-fourth (3/4) of the total number of votes attending the meeting with voting right.
 - (A) Disposition or transfer of a whole or significant part of the Company's business to another party.
 - (B) Acquisition or transfer of a whole or significant part of companies or private company to the Company.
 - (C) Execution, amendment or termination concerning with the leasing of Company's business in whole or significant part of the Company's business, appointment of other party to manage the Company's business or merging of business with other parties with an objective to share equal profit and loss.
 - (D) Amendment of the Company's Articles of Association.
 - (E) Increase or reduction of the Company's registered capital.
 - (F) Termination of the Company.
 - (G) The issuance of corporate bonds
 - (H) Merging of Company with other companies.

Article 36 Matters to be conducted by the Annual General Meeting of Shareholders are as following:

- (1) Consideration of the report of the Board of Directors on the operating results of the previous year.
- (2) Consideration and approval of the balance sheets and statements of income of the previous year.

- (3) Consideration of the appropriation of earnings.
- (4) Appointment of Directors retired by rotation.
- (5) Appointment of the remuneration of the Board of Directors
- (6) Appointment of the auditor and determination of audit fee.
- (7) Other matters.

Refer to The Company's Regulations Section 8 Dividends and Reserves as follows:

Article 45. The Company must allocate a portion of the annual net profit as reserve not less than five (5) percent of the annual net profit less. Accumulated loss amount (if any) until this reserve amounts to not less than ten (10) percent of the registered capital.

Rules and Guidelines of Attendance, Grant of Proxies for Attendance

The Company holds its 2022 Annual General Meeting of Shareholders on Wednesday, April 27, 2022 at 10:00 a.m. through electronic meeting (E-AGM), for the 2022 Annual General Meeting of Shareholders on Wednesday, April 27, 2022 at 10:00 a.m. using the link channel of OJ International Co., Ltd., the company's E-AGM system provider.

Proxy Form

The Company has prepared and attached Proxy for shareholders who cannot attend the meeting and a proxy may be appointed to the other person or any independent director by using Proxy form shown in the enclosure 7.

Proxy

1. Complete only one Proxy Forms as follows:

a. General Shareholders shall select one of either Form A or Form B.

b. Shareholders listed in the share register book as Foreign Investors who appointed the Custodian in Thailand to supervise their shares, can select one of three Proxy Forms

2. Authorize an individual or one of the Company's independent directors by indicating name and details of individual or mark in front of only one name of the Company's independent directors as specified in the proxy to attend the meeting.

3. Affix the 20 Baht of stamp duty in order to be correct and effective in term of law.

Allocation of shares to several Proxies to vote in the meeting is not allowed. Shareholder shall authorize the Proxy to cast the votes only for all the shares held by it. Authorization of votes less than the total number of holding shares is not allowed except for the Custodian appointed by the Foreign Investor to supervise their shares.

Documents to be presented prior to the meeting

1. Individual

- Attend the meeting by him/herself, present ID card, Civil Servant Card, or Driving License and supported documents in case of any change thereto.

- Proxy

1) Proxy Form either Form A or Form B, duly filled in and signed by shareholder and proxy.

2) Copies of ID Card, Civil Servant Card, or Driving License duly certified by shareholder

3) ID Card, Civil Servant Card or Driving License presented by proxy.

2. Juristic Person

- Attend the meeting by director

1) Proxy Form either Form A or Form B, duly filled in and signed by shareholder and proxy

2) Copy of a company certificate duly certified by authorized director(s)

3) ID Card, Civil Servant Card or Driving License presented by proxy.

- Proxy

1) Proxy Form either Form A or Form B, duly filled in and signed by authorized director(s) of shareholder and proxy

2) Copy of a company certificate duly certified by authorized director(s) containing particulars that director(s) affixing signature(s) on the Proxy Form is duly authorized.

3) Copy (ies) of ID Card or others issued by competent authorities to director(s) who is(are) director(s) duly certified by him/her/them.

4) ID Card, Civil Servant Card or Driving License presented by proxy.

- Custodian appointed as depositary by Foreign Investors

1) Prepare documents the same set as Juristic person and shareholder can select one from three Proxy Forms with supported document as follows:

1.1) a power of attorney appointing such custodian to sign on proxy

1.2) a confirmation letter that signatory has been licensed to engage in custodian business

2) ID Card, Civil Servant Card or Driving License presented by proxy.

Voting Procedure

General Agenda

1. A vote in each agenda shall be counted by voting as indicated in the shareholder registration and/or the event that the shareholders attend the meeting electronically, the system will process it. Ballots distributed to the shareholders before the meeting on the condition that each share constitutes one vote, Shareholders shall only vote for: approve, disapprove or abstain.

2. Proxy holder shall vote according to the grantor's intention as specified in the proxy only. If in event no instruction has been specified, or instruction is not clear on the Proxy on each agenda, or the meeting considers or votes on any issue or addition in facts, then proxy shall have discretion to consider and vote as appropriate.

Casting Vote Procedure

The Chairman of the meeting or officer shall explain casting vote procedure before commencement of the meeting. Officers of the Company shall count and sum up votes base on proxies and ballots distributed to shareholders. Only disapprove and abstain votes shall be counted. In case of the shareholders attend the meeting electronically, the system will process only. Then the number of approve vote shall be calculated by subtracting the number of disapprove and abstain votes from the total number of votes. Results on each agenda shall be announced before the agenda has ended. The amount of voters in each agenda may differ from each other because some shareholders may attend or leave the meeting at different times during the meeting or log off first.

หนังสือมอบฉันทะแบบ ก.
Proxy Form A.
(แบบทั่วไปซึ่งเป็นแบบที่ง่ายและไม่ซับซ้อน)
(General and Simple Form)

(ปิดอากรแสตมป์ 20 บาท)
 (Please attach stamp duty of Baht 20)

เลขทะเบียนผู้ถือหุ้น
 Shareholder registration number

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

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

(2) เป็นผู้ถือหุ้นของบริษัท สแกน อินเตอร์ จำกัด (มหาชน) (“บริษัทฯ”)
 Being a shareholder of Scan Inter Public Company Limited (“Company”)
 โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียงดังนี้
 Holding the total number of _____ shares and have the rights to vote equal to _____ votes as follows
 หุ้นสามัญ _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
 ordinary share _____ shares and have the rights to vote equal to _____ votes
 หุ้นบุริมสิทธิ _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
 preference share _____ shares and have the rights to vote equal to _____ votes

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

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

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

หรือ/Or

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

คนหนึ่งคนใดเพียงคนเดียว
 Anyone of these persons

กรณีเลือกข้อ 2. กรุณาทำเครื่องหมาย
 ✓ ที่ 2. และเลือกกรรมการอิสระ
 คนใดคนหนึ่ง
 If you make proxy by choosing No. 2,
 please mark ✓ at 2. and choose
 one of these members of the
 Independent Directors.

2. มอบฉันทะให้กรรมการอิสระคนใดคนหนึ่งของบริษัทฯ คือ
 Appoint any one of the following members of the Independent Directors of the Company
 นายวิเชียร อุษณาโชติ Mr.Vichien Ussanachoti หรือ/Or
 นายเอกชัย ทิวตานนท์ Mr. Ekajai Tivutanond หรือ/Or
 นางกรรณิการ์ งามโสภี Mrs.Kannika Ngamsopee
 (รายละเอียดประวัติกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 4 ของหนังสือเชิญประชุมสามัญ
 ผู้ถือหุ้น ประจำปี 2565)(Details of members of the Independent Directors of the Company are
 specified in Enclosure 4 of the Notice of the 2022 Annual General Meeting of Shareholders)

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะคนใดคนหนึ่ง ไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระที่เหลือเป็นผู้รับมอบฉันทะแทนกรรมการอิสระที่ไม่สามารถเข้าประชุม

In this regard, in the case where any of such members of the Independent Directors is unable to attend the meeting, the other members of the Independent Directors shall be appointed as a proxy instead of the member of the Independent Directors who is unable to attend the meeting.

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) สำหรับการประชุมสามัญผู้ถือหุ้น ประจำปี 2565 ในวันที่พุธที่ 27 เมษายน 2565 เวลา 10.00 น. โดยใช้ช่องทางผ่าน Link ของบริษัท บริษัท โอเจ อินเตอร์เนชั่นแนล จำกัด ซึ่งเป็นผู้ให้บริการระบบการประชุม E-AGM ของบริษัท หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy ("proxy") to attend and vote on my/our behalf at the **2022 Annual General Meeting of Shareholders (E-AGM) to be held on Wednesday 27, April 2022 at 10.00 hrs. The channel of E-AGM will be conducted through Link by OJ International Co., Ltd., our E-AGM service provider, or such other date, time and place as the meeting may be held.**

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมเว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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

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

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

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

ลงชื่อ Signedผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ/Remarks

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

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

หนังสือมอบฉันทะแบบ ข.
Proxy Form B.
(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนและตายตัว)
(Form with fixed and specific details authorizing proxy)

(ปิดอากรแสตมป์ 20 บาท)
(Please attach stamp duty of Baht 20)

เลขทะเบียนผู้ถือหุ้น
Shareholder registration number

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

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

(2) เป็นผู้ถือหุ้นของบริษัท สแกน อินเตอร์ จำกัด (มหาชน) (“บริษัทฯ”)
Being a shareholder of Scan Inter Public Company Limited (“Company”)
โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียงดังนี้
Holding the total number of _____ shares and have the rights to vote equal to _____ votes as follows
 หุ้นสามัญ _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share _____ shares and have the rights to vote equal to _____ votes
 หุ้นบุริมสิทธิ _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preference share _____ shares and have the rights to vote equal to _____ votes

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

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

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

หรือ/Or

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

คนหนึ่งคนใดเพียงคนเดียว
Anyone of these persons

กรณีเลือกข้อ 2. กรุณาทำเครื่องหมาย ✓
ที่ 2. และเลือกกรรมการอิสระ
คนใดคนหนึ่ง
If you make proxy by choosing No.
2, please mark ✓ at 2. and
choose one of these members of
the Independent Directors.

2. มอบฉันทะให้กรรมการอิสระคนใดคนหนึ่งของบริษัทฯ คือ
Appoint any one of the following members of the Independent Directors of the Company
 นายวิเชียร อุษณาโชติ Mr. Vichien Ussanachoti หรือ/Or
 นายเอกชัย ติวุตตันนท์ Mr. Ekajai Tivutanond หรือ/Or
 นางกรรณิการ์ งามโสภี Mrs. Kannika Ngamsopee
(รายละเอียดครบถ้วนกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 4 ของหนังสือเชิญประชุมสามัญ
ผู้ถือหุ้น ประจำปี 2565) (Details of members of the Independent Directors of the Company
are specified in Enclosure 4 of the Notice of the 2022 Annual General Meeting of
Shareholders)

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะคนใดคนหนึ่ง ไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระที่เหลือเป็นผู้รับมอบฉันทะแทนกรรมการอิสระที่ไม่สามารถเข้าประชุม

In this regard, in the case where any of such members of the Independent Directors is unable to attend the meeting, the other members of the Independent Directors shall be appointed as a proxy instead of the member of the Independent Directors who is unable to attend the meeting.

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) สำหรับการประชุมสามัญผู้ถือหุ้น ประจำปี 2565 ในวันที่พุธที่ 27 เมษายน 2565 เวลา 10.00 น. โดยใช้ช่องทางผ่าน Link ของบริษัท บริษัท โอเจ อินเตอร์เนชั่นแนล จำกัด ซึ่งเป็นผู้ให้บริการระบบการประชุม E-AGM ของบริษัท หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy ("proxy") to attend and vote on my/our behalf at the 2022 Annual General Meeting of Shareholders (E-AGM) to be held on Wednesday 27, April 2022 at 10.00 hrs. The channel of E-AGM will be conducted through Link by OJ International Co., Ltd., our E-AGM service provider, or such other date, time and place as the meeting may be held.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ดังนี้

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

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) To grant my/our proxy to vote as per my/our desire as follows:

- | | | | | | | | |
|-----------------------------------|--|-------------------------------------|--------------------------------------|-------------------------------------|---------|------------|---------|
| วาระที่ 1
Agenda item no. 1 | <p>รับทราบรายงานการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2564 ประชุมเมื่อวันที่ 24 ธันวาคม 2564</p> <p>To acknowledge the Minutes of the Extraordinary General Meeting of Shareholders No.1/2021, held on 24 December 2021</p> <p>ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร</p> <p>The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.</p> <p><input type="checkbox"/> ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้</p> <p>The proxy shall have the right to approve in accordance with my/our intention as follows:</p> <table border="0" style="width: 100%;"> <tr> <td style="text-align: center;"><input type="checkbox"/> เห็นด้วย</td> <td style="text-align: center;"><input type="checkbox"/> ไม่เห็นด้วย</td> <td style="text-align: center;"><input type="checkbox"/> งดออกเสียง</td> </tr> <tr> <td style="text-align: center;">Approve</td> <td style="text-align: center;">Disapprove</td> <td style="text-align: center;">Abstain</td> </tr> </table> | <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง | Approve | Disapprove | Abstain |
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง | | | | | |
| Approve | Disapprove | Abstain | | | | | |
| วาระที่ 2
Agenda item no. 2 | <p>รับทราบผลการดำเนินงานของบริษัทประจำปี 2564 สิ้นสุด ณ วันที่ 31 ธันวาคม 2564</p> <p>To acknowledge the Company's operational results in 2021, ended on 31 December 2021</p> <p>ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร</p> <p>The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.</p> <p><input type="checkbox"/> ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้</p> <p>The proxy shall have the right to approve in accordance with my/our intention as follows:</p> <table border="0" style="width: 100%;"> <tr> <td style="text-align: center;"><input type="checkbox"/> เห็นด้วย</td> <td style="text-align: center;"><input type="checkbox"/> ไม่เห็นด้วย</td> <td style="text-align: center;"><input type="checkbox"/> งดออกเสียง</td> </tr> <tr> <td style="text-align: center;">Approve</td> <td style="text-align: center;">Disapprove</td> <td style="text-align: center;">Abstain</td> </tr> </table> | <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง | Approve | Disapprove | Abstain |
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง | | | | | |
| Approve | Disapprove | Abstain | | | | | |
| วาระที่ 3
Agenda item no. 3 | <p>พิจารณาอนุมัติงบการเงินประจำปี 2564 สิ้นสุด ณ วันที่ 31 ธันวาคม 2564</p> <p>To consider and approve the financial statement for the accounting period of 2021, ended on 31 December 2021</p> <p><input type="checkbox"/> ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร</p> <p>The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.</p> <p><input type="checkbox"/> ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้</p> <p>The proxy shall have the right to approve in accordance with my/our intention as follows:</p> <table border="0" style="width: 100%;"> <tr> <td style="text-align: center;"><input type="checkbox"/> เห็นด้วย</td> <td style="text-align: center;"><input type="checkbox"/> ไม่เห็นด้วย</td> <td style="text-align: center;"><input type="checkbox"/> งดออกเสียง</td> </tr> <tr> <td style="text-align: center;">Approve</td> <td style="text-align: center;">Disapprove</td> <td style="text-align: center;">Abstain</td> </tr> </table> | <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง | Approve | Disapprove | Abstain |
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง | | | | | |
| Approve | Disapprove | Abstain | | | | | |
| วาระที่ 4
Agenda item no. 4 | <p>พิจารณาอนุมัติการจัดสรรเงินกำไรของบริษัท สำหรับผลประกอบการรอบปีบัญชี 2564 เพื่อจ่ายเงินปันผล</p> <p>To consider and approve the profit allocation of the Company from operational results in the accounting year 2022 for dividend payments</p> <p><input type="checkbox"/> ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร</p> <p>The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.</p> <p><input type="checkbox"/> ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้</p> <p>The proxy shall have the right to approve in accordance with my/our intention as follows:</p> <table border="0" style="width: 100%;"> <tr> <td style="text-align: center;"><input type="checkbox"/> เห็นด้วย</td> <td style="text-align: center;"><input type="checkbox"/> ไม่เห็นด้วย</td> <td style="text-align: center;"><input type="checkbox"/> งดออกเสียง</td> </tr> <tr> <td style="text-align: center;">Approve</td> <td style="text-align: center;">Disapprove</td> <td style="text-align: center;">Abstain</td> </tr> </table> | <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง | Approve | Disapprove | Abstain |
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง | | | | | |
| Approve | Disapprove | Abstain | | | | | |

วาระที่ 5
Agenda item no. 5

พิจารณาอนุมัติการเลือกตั้งกรรมการแทนกรรมการที่ต้องออกจากตำแหน่งตามวาระ

To consider and approve the appointment of directors who were retired by rotation

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

การแต่งตั้งกรรมการทั้งชุด

To elect directors as a whole committee

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

การแต่งตั้งเป็นรายบุคคล (รายละเอียดข้อมูลของผู้ได้รับการเสนอชื่อเพื่อเลือกตั้งเป็นกรรมการปรากฏตามสิ่งที่ส่งมาด้วย 3 ของหนังสือเชิญประชุมสามัญผู้ถือหุ้น ประจำปี 2565)

To elect each director individually (Details of members of the Profiles of directors who will retire by rotation and will be nominated for another term are specified in Enclosure 3 of the Notice of the 2022 Annual General Meeting of Shareholders)

1. นายชำนาญ วังตาล

Mr. Chamnarn Wangtal

กรรมการอิสระ / กรรมการตรวจสอบ / ประธานกรรมการบริหารความเสี่ยง
Independent Director / Audit Committee / Chairman of the Risk Management Committee

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

2. นายรัชชาติ กิจพิพิธ

Mr. Thanchat Kitpipit

กรรมการ / ประธานกรรมการบริหาร / กรรมการสรรหาและพิจารณาค่าตอบแทน และบริษัทภิบาล / กรรมการบริหารความเสี่ยง
Director / President of Executive Committee / Nomination, Remuneration and Corporate Governance Committee / Risk Management Committee

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

3. นางสาวนริศรา กิจพิพิธ

Ms. Narissara Kitpipit

กรรมการ / กรรมการบริหาร / กรรมการบริหารความเสี่ยง
Director / Executive Director / Risk Management Committee

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

วาระที่ 6
Agenda item no. 6

พิจารณาอนุมัติค่าตอบแทนกรรมการประจำปี 2565

To consider and approve the directors remuneration for year 2022

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

วาระที่ 7
Agenda item no. 7

พิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีรับอนุญาตประจำปี 2565 และกำหนดค่าตอบแทนผู้สอบบัญชี

To consider and approve the appointment of the auditor for the year 2022 and fixing of the audit fee

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

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

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

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

ลงชื่อ/Signedผู้มอบฉันทะ/Grantor
(.....)
ลงชื่อ/ Signedผู้รับมอบฉันทะ/Proxy
(.....)
ลงชื่อ/ Signedผู้รับมอบฉันทะ/Proxy
(.....)
ลงชื่อ Signedผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ/Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.
2. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้นผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบข. ตามแนบ
In case where the statement exceeds those specified above, additional details may be specified in the Attachment to this Proxy Form B. provided.

**ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.
Attachment to Proxy Form B.**

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัทสแกน อินเตอร์ จำกัด (มหาชน)
A proxy is granted by a shareholder of Scan Inter Public Company Limited

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2565 ในวันที่ 27 เมษายน 2565 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) สำหรับการประชุมสามัญผู้ถือหุ้นประจำปี 2565 ในวันที่ 27 เมษายน 2565 เวลา 10.00 น. โดยใช้ช่องทางผ่าน Link ของบริษัท บริษัท โอเจ อินเตอร์เนชันแนล จำกัด ซึ่งเป็นผู้ให้บริการระบบการประชุม E-AGM ของบริษัท หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

At the Electronic 2022 Annual General Meeting of Shareholders (E-AGM) to be held on Wednesday 27, April 2022 at 10.00 hrs. The channel of E-AGM will be conducted through Link by OJ International Co., Ltd., our E-AGM service provider, or such other date, time and place as the meeting may be held

วาระที่ _____ เรื่อง _____

Agenda item no. Re :

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:
- เห็นด้วย ไม่เห็นด้วย จดออกเสียง]
- Approve Disapprove Abstain

วาระที่ _____ เรื่อง _____

Agenda item no. Re :

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:
- เห็นด้วย ไม่เห็นด้วย จดออกเสียง]
- Approve Disapprove Abstain

วาระที่ _____ เรื่อง _____

Agenda item no. Re :

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:
- เห็นด้วย ไม่เห็นด้วย จดออกเสียง]
- Approve Disapprove Abstain

วาระที่ _____ เรื่อง _____

Agenda item no. Re :

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:
- เห็นด้วย ไม่เห็นด้วย จดออกเสียง]
- Approve Disapprove Abstain

แบบหนังสือมอบฉันทะ แบบ ค.

Proxy Form C.

(ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น)

(For the shareholders who are specified in the register as foreign investor and has appointed a custodian in Thailand to be a share depository and keeper)

(ปิดอากรแสตมป์ 20 บาท)

(Please attach stamp duty of Baht 20)

เลขทะเบียนผู้ถือหุ้น _____
Shareholder registration number

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

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

ในฐานะผู้ประกอบการธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ _____

As the custodian of

ซึ่งเป็นผู้ถือหุ้นของบริษัท สแกน อินเตอร์ จำกัด (มหาชน) (“บริษัทฯ”)

who is a shareholder of Scan Inter Public Company Limited (“Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
Holding the total number of _____ shares and have the rights to vote equal to _____ votes as follows
 หุ้นสามัญ _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share _____ shares and have the rights to vote equal to _____ votes
 หุ้นบุริมสิทธิ _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preference share _____ shares and have the rights to vote equal to _____ votes

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

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

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

หรือ/Or

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

คนหนึ่งคนใดเพียงคนเดียว
Anyone of these persons

กรณีเลือกข้อ 2. กรุณาทำเครื่องหมาย ✓ ที่ 2. และเลือกกรรมการอิสระคนใดคนหนึ่ง
If you make proxy by choosing No. 2, please mark ✓ at 2. and choose one of these members of the Independent Directors.

2. มอบฉันทะให้กรรมการอิสระคนใดคนหนึ่งของบริษัทฯ คือ
Appoint any one of the following members of the Independent Directors of the Company
 นายวิเชียร อุษณาโชติ Mr.Vichien Ussanachoti หรือ/Or
 นายเอกชัย ทิวตานนท์ Mr. Ekajai Tivutanond หรือ/Or
 นางกรรณิการ์ งามโสภี Mrs.Kannika Ngamsopee
(รายละเอียดประวัติกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 4 ของหนังสือเชิญประชุมสามัญผู้ถือหุ้น ประจำปี 2565) (Details of members of the Independent Directors of the Company are specified in Enclosure 4 of the Notice of the 2022 Annual General Meeting of Shareholders)

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะคนใดคนหนึ่ง ไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระที่เหลือเป็นผู้รับมอบฉันทะแทนกรรมการอิสระที่ไม่สามารถเข้าประชุม

In this regard, in the case where any of such members of the Independent Directors is unable to attend the meeting, the other members of the Independent Directors shall be appointed as a proxy instead of the member of the Independent Directors who is unable to attend the meeting.

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) สำหรับการประชุมสามัญผู้ถือหุ้น ประจำปี 2565 ในวันพุธที่ 27 เมษายน 2565 เวลา 10.00 น. โดยใช้ช่องทางผ่าน Link ของบริษัท บริษัท โอเจ อินเตอร์เนชั่นแนล จำกัด ซึ่งเป็นผู้ให้บริการระบบการประชุม E-AGM ของบริษัท หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy ("proxy") to attend and vote on my/our behalf at the 2022 Annual General Meeting of Shareholders (E-AGM) to be held on Wednesday 27, April 2022 at 10.00 hrs. The channel of E-AGM will be conducted through Link by OJ International Co., Ltd., our E-AGM service provider, or such other date, time and place as the meeting may be held.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี ดังนี้

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

มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

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

มอบฉันทะบางส่วน คือ

Grant certain of my/our proxy as follows:

หุ้นสามัญ _____ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ _____ เสียง

ordinary share shares and have the rights to vote equal to votes

หุ้นบุริมสิทธิ _____ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ _____ เสียง

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

รวมสิทธิออกเสียงลงคะแนนทั้งหมด _____ เสียง

Total voting right Votes

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี ดังนี้

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

วาระที่ 1

Agenda item no. 1

รับทราบรายงานการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2564 ประชุมเมื่อวันที่ 24 ธันวาคม 2564

To acknowledge the Minutes of the Extraordinary General Meeting of Shareholders No.1/2021, held on 24 December 2021

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

เห็นด้วย ไม่เห็นด้วย จดออกเสียง

Approve Disapprove Abstain

วาระที่ 2

Agenda item no. 2

รับทราบผลการดำเนินงานของบริษัทประจำปี 2564 สิ้นสุด ณ วันที่ 31 ธันวาคม 2564

To acknowledge the Company's operational results in 2021, ended on 31 December 2021

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

เห็นด้วย ไม่เห็นด้วย จดออกเสียง

Approve Disapprove Abstain

วาระที่ 3

Agenda item no. 3

พิจารณาอนุมัติงบการเงินประจำปี 2564 สิ้นสุด ณ วันที่ 31 ธันวาคม 2564

To consider and approve the financial statement for the accounting period of 2021, ended on 31 December 2021

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

เห็นด้วย ไม่เห็นด้วย จดออกเสียง

Approve Disapprove Abstain

วาระที่ 4
Agenda item no. 4

พิจารณาอนุมัติการจัดสรรเงินกำไรของบริษัท สำหรับผลประกอบการรอบปีบัญชี 2564 เพื่อจ่ายเงินปันผล
To consider and approve the profit allocation of the Company form operational results in the accounting year 2022 for dividend payments

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

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

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 5
Agenda item no. 5

พิจารณาอนุมัติการเลือกตั้งกรรมการแทนกรรมการที่ต้องออกจากตำแหน่งตามวาระ
To consider and approve the appointment of directors who were retired by rotation

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

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

การแต่งตั้งกรรมการทั้งชุด
To elect directors as a whole committee

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

การแต่งตั้งเป็นรายบุคคล (รายละเอียดข้อมูลของผู้ได้รับการเสนอชื่อเพื่อเลือกตั้งเป็นกรรมการปรากฏตามสิ่งที่ส่งมาด้วย 3 ของหนังสือเชิญประชุมสามัญผู้ถือหุ้น ประจำปี 2565)
To elect each director individually (Details of members of the Profiles of directors who will retire by rotation and will be nominated for another term are specified in Enclosure 3 of the Notice of the 2022 Annual General Meeting of Shareholders)

- | | | |
|---|--|--|
| <p>1. นายชำนาญ วังตาล
Mr. Chamnarn Wangtal</p> <p><input type="checkbox"/> เห็นด้วย
Approve</p> | <p>กรรมการอิสระ / กรรมการตรวจสอบ / ประธานกรรมการบริหารความเสี่ยง
Independent Director / Audit Committee / Chairman of the Risk Management Committee</p> <p><input type="checkbox"/> ไม่เห็นด้วย
Disapprove</p> | <p><input type="checkbox"/> งดออกเสียง
Abstain</p> |
| <p>2. นายรัชชาติ กิจพิพิธ
Mr. Thanchat Kitpipit</p> <p><input type="checkbox"/> เห็นด้วย
Approve</p> | <p>กรรมการ / ประธานกรรมการบริหาร / กรรมการสรรหาและพิจารณาค่าตอบแทน และบรรษัทภิบาล / กรรมการบริหารความเสี่ยง
Director / President of Executive Committee / Nomination, Remuneration and Corporate Governance Committee / Risk Management Committee</p> <p><input type="checkbox"/> ไม่เห็นด้วย
Disapprove</p> | <p><input type="checkbox"/> งดออกเสียง
Abstain</p> |
| <p>3. นางสาวนริศรา กิจพิพิธ
Ms. Narissara Kitpipit</p> <p><input type="checkbox"/> เห็นด้วย
Approve</p> | <p>กรรมการ / กรรมการบริหาร / กรรมการบริหารความเสี่ยง
Director / Executive Director / Risk Management Committee</p> <p><input type="checkbox"/> ไม่เห็นด้วย
Disapprove</p> | <p><input type="checkbox"/> งดออกเสียง
Abstain</p> |

วาระที่ 6
Agenda item no. 6

พิจารณาอนุมัติค่าตอบแทนกรรมการประจำปี 2565
To consider and approve the directors remuneration for year 2022

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

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

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 7
Agenda item no. 7

พิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีรับอนุญาตประจำปี 2565 และกำหนดค่าตอบแทนผู้สอบบัญชี
To consider and approve the appointment of the auditor for the year 2022 and fixing of the audit fee

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

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

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น
- If the proxy does not vote consistently with my/our voting intentions as specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the Company's shareholders.
- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใดให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- In the event that I/we have not specified my/our voting intention on any agenda item or have not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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

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

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

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

ลงชื่อ Signedผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ/Remarks

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

**ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.
Attachment to Proxy Form C.**

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท สแกน อินเตอร์ จำกัด (มหาชน)
A proxy is granted by a shareholder of Scan Inter Public Company Limited

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2565 ในวันที่ 27 เมษายน 2565 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) สำหรับการประชุมสามัญผู้ถือหุ้นประจำปี 2565 ในวันที่ 27 เมษายน 2565 เวลา 10.00 น. โดยใช้ช่องทางผ่าน Link ของบริษัท บริษัท โอเจ อินเตอร์เนชั่นแนล จำกัด ซึ่งเป็นผู้ให้บริการระบบการประชุม E-AGM ของบริษัท หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

At the Electronic 2022 Annual General Meeting of Shareholders (E-AGM) to be held on Wednesday 27, April 2022 at 10.00 hrs. The channel of E-AGM will be conducted through Link by OJ International Co., Ltd., our E-AGM service provider, or such other date, time and place as the meeting may be held

วาระที่ _____ เรื่อง _____

Agenda item no. Re:

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

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

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

วาระที่ _____ เรื่อง _____

Agenda item no. Re:

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

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

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

วาระที่ _____ เรื่อง _____

Agenda item no. Re:

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

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

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

วาระที่ _____ เรื่อง _____

Agenda item no. Re:

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

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

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

QR Code Downloading Procedures
For the 2022 Annual Report (From 56-1 One Report) and Meeting Documents

The Thailand Securities Depository Co., Ltd., as a securities registrar under the Stock Exchange of Thailand, has developed a system which allows SET Listed Companies to send to shareholders meeting documents and Annual Report (From 56-1 One Report) via the QR Code. Shareholders are able to access the information easily.

Shareholders could download the meeting information via QR Code (as shown in the enclosure 1) by following step as below:

For iOS System (iOS 11 and above)

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

Remark: If the notification does not appear on the mobile phone. The QR Code could be scanned with other applications, such as QR Code Reader, Facebook, or Line.

For Android System

1. Open applications, such as QR Code Reader, Facebook, or Line.
How to scan the QR Code with Line application
Open Line application and click on “Add friend” => Choose “QR Code” => Scan the QR Code
2. Scan the QR Code to access the meeting documents.

Guideline for attending the Annual General Meeting of Shareholders through electronic media (E-AGM)

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

Requesting to attend the meeting via electronic media

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

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

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

1. Please fill in the document requesting to attend the meeting via electronic media (E-AGM) (Enclosure 10) by specifying your Email and your mobile phone number clearly for registering for the meeting.
2. Attach a copy of proof of identity to confirm the right to attend the E-AGM meeting.
 - 2.1 Shareholders who are natural persons:
 - If a shareholder wishes to attend the meeting in person via E-Meeting:
 - Attach a copy of a valid government-issued identification document such as an ID card, government ID card, driver's license, or passport. In case of name-surname changes, shareholders are requested to attach supporting evidence.
 - If a shareholder appoints another person to attend the meeting on his/her behalf via E-Meeting:
 - The Proxy Form C (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with duty stamp affixed;
 - A copy of the proxy grantor's identity document, such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed certifying the true copy of the proxy.
 - A copy of the proxy's identity document, such as an ID card, a government official an ID card, passport (In the case of foreigners) that have not expired and signed certifying the true copy of the proxy.
 - 2.2 Shareholders who are juristic persons:
 - If the person authorized to sign on behalf of the juristic person (director) wishes to attend the meeting in person via electronic media (E-Meeting)
 - A copy of the shareholder's juristic person registration certificate issued no later than one year before the date of the shareholders' meeting, which is duly certified by the juristic person representative (director) authorized to sign on behalf of the juristic person.
 - A copy of the identity document of the representative of the juristic person (director), such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed to certify the true copy.
 - If the proxy is assigned to attend the meeting instead via electronic media (E-Meeting)

- The Proxy Form C (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with duty stamp affixed;
- A copy of the shareholder's juristic person registration certificate issued no later than one year before the date of the shareholders' meeting, which is duly certified by the juristic person representative (director) authorized to sign on behalf of the juristic person.
- A copy of the identity document of the representative of the juristic person (director), such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed to certify the true copy.
- Copy of the identity document of the proxy as in the case of natural persons as mentioned above.

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

3. Submit the documents requesting to attend the meeting via electronic media (item 1) and proof of identity together with supporting documents (item 2) by sending to the Company within **Friday 22, April 2022.**


- Email channel: corporatesecretary@scan-inter.com
- Postal channels:

Corporate Secretary Office,
Scan Inter Public Company Limited
355 Bondstreet Road, Bangpood,
Pakkred, Nonthaburi 11120

Electronic Meeting Attendance (E-AGM):

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

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

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

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

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

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

Suppose any shareholders cannot attend the E-AGM meeting in person or cannot appoint other proxies to attend the E-AGM meeting and wish to appoint an independent director as a proxy. In this regard, they can send a proxy form (Enclosure 4) specifying the proxy as one of the independent directors as specified by the Company along with supporting documents to the Company by the date within **Friday 22, April 2022**, via the following channels:

- By Email: corporatesecretary@scan-inter.com
- By mail:

Corporate Secretary Office,
Scan Inter Public Company Limited
355 Bondstreet Road, Bangpood,
Pakkred, Nonthaburi 11120

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

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

Please submit the following information:

1. The Proxy Form C (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with a 20-baht duty stamp affixed;
2. Custodian juristic person registration certificate (Custodian) with a signature certifying true copy by the authorized signatory on behalf of the juristic person of the Custodian or the attorney with the corporate seal (if any).
3. A power of attorney from the shareholders for the Custodian to be authorized to sign the proxy form;
4. A letter confirming that the person signing the proxy form is authorized to operate a custodian business;
5. Copy of ID card, or a copy of government official ID card, or copy of passport (In the case of foreigners) of the proxy with certified the true copy;
6. Submit information via the following channels:
 - By Email: corporatesecretary@scan-inter.com
 - By mail:

Corporate Secretary Office,
Scan Inter Public Company Limited
355 Bondstreet Road, Bangpood,
Pakkred, Nonthaburi 11120

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

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

1. Send advice or questions **in advance** to the Company before the meeting date through the following channels:
 - By Email: corporatesecretary@scan-inter.com
 - Telephone: 02-503-4116-21
 - By mail:

Corporate Secretary Office,
Scan Inter Public Company Limited
355 Bondstreet Road, Bangpood,
Pakkred, Nonthaburi 11120

2. Submit advice or questions **during the meeting** to those attending the E-AGM meeting. The attendee must specify his/her first and last name and state whether his/her is a shareholder attending the meeting himself/herself or a proxy. Before every suggestion or question is

submitted, the Company has opened channels for sending advice and questions during the meeting as follows:

- Chat channel for text messages;
- An audio chat channel where attendees press the raising hand button and turn on the microphone on their device after the operator sends you an invitation to chat. Please turn off the microphone after the conversation is finished every time (For more details, please refer to the user manual sent to the attendees' Emails).

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

1. Regarding submitting documents confirming identity to attend the shareholders' meeting via E-Meeting, please contact the Company Secretary for further information via the Company's contact channels as detailed above.
2. Regarding the process of attending the meeting and voting via E-Meeting, in the case of correct and complete identity verification, please contact OJ International Co., Ltd. at the phone number specified in the Email that sends you the system's user manual.

ใบตอบรับเข้าร่วมประชุมสามัญผู้ถือหุ้น ประจำปี 2565 ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) บริษัท สแกน อินเตอร์ จำกัด (มหาชน)
Acceptance for the invitation of the 2022 Annual General Meeting of Shareholders through electronic media (E-AGM) of Scan Inter Public

วันที่.....เดือน.....พ.ศ.....

Date Month Year

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

I/We, Identification Card/Passport number

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

Nationality Residing at No. Road Sub district

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

District Province Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท สแกน อินเตอร์ จำกัด (มหาชน)

Being a shareholder of Scan Inter Public Company Limited

โดยถือหุ้นรวมทั้งสิ้น หุ้น

Holding the total amount of shares

ประสงค์จะร่วมประชุมและลงคะแนนผ่านสื่ออิเล็กทรอนิกส์สำหรับการประชุมสามัญผู้ถือหุ้น ประจำปี 2565

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

เข้าร่วมประชุมด้วยตัวเอง

Self-Attending

มอบฉันทะให้ (นาย/นาง/นางสาว)..... ได้เข้าร่วมประชุมดังกล่าวข้างต้น

Proxy to

attend the meeting.

(3) ข้อมูลในการจัดส่งวิธีการเข้าร่วมประชุม

Please send the Link to join the meeting by below email

อีเมล.....(โปรดระบุ)

E-Mail

Please fil in the blank.

โทรศัพท์มือถือ.....(โปรดระบุ)

Mobile Number

Please fil in the blank.

(4) จัดส่งเอกสารเพื่อยืนยันตัวตน ตามสิ่งที่ส่งมาด้วย 10 วิธีการเข้าร่วมประชุม ภายในวันที่ 22 เมษายน 2565

Please submit the required document per an Enclosure 10 by 22 April 2022

(5) เมื่อได้รับการยืนยันตัวตน บริษัทฯ จะจัดส่งลิงค์การเข้าร่วมประชุมและวิธีการเข้าร่วมประชุมไปยังอีเมลที่ท่านได้ระบุ

Once you have verified, the company will send the Link to join the meeting via email

(6) ในวันประชุมผู้ถือหุ้นจะต้องเตรียม เลขบัญชีผู้ถือหุ้น และเลขบัตรประชาชนไว้ สำหรับการเข้าร่วมประชุม

Please prepare your Account Number and your Identification Card Number for log in the meeting.

ลงชื่อ/Signed.....ผู้ถือหุ้น/Shareholder

(.....)

**Question Form for the 2022 Annual General Meeting of Shareholders
of Scan Inter Public Company Limited (“SCN”)
on Wednesday, 27 April 2022 at 10.00 hours**

To Corporate Secretary, the Scan Inter Public Company Limited (“SCN”)

I/We,

Please mark ✓ in ().

() being a shareholder of the Scan Inter Public Company Limited

() being a proxy of, who is a shareholder of the Scan Inter Public Company Limited

I wish to submit question(s) of agenda for the 2022 Annual General Meeting of Shareholders as follows:

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Remark: Please send the completed form to SCN within **Friday 22 April 2022**.

- Fax 02-503-4150
- Email corporatesecretary@scan-inter.com
- Post

Corporate Secretary Office,
Scan Inter Public Company Limited
355 Bondstreet Road, Bangpood,
Pakkred, Nonthaburi 11120

For any inquiries or request further information, please contact 02-503-4116-21 contact Assistant Company Secretary