



# INVITATION LETTER

EXTRAORDINARY GENERAL MEETING  
NO.1/2024

**GREEN RESOURCES PCL.  
ON THURSDAY 20 JUNE 2024  
10.00 HRS.**



17<sup>th</sup> May 2024

- Subject : Invitation to the Extraordinary General Meeting of Shareholders No. 1/2024
- Attention: Shareholders of Green Resources Public Company Limited
- Enclosures:
1. Copy of the minutes of the 2024 Annual General Meeting of Shareholders on Thursday 25<sup>th</sup> April 2024
  2. Documents and evidence that attendees must present before attending the meeting.
  3. Company regulations specific to shareholder meetings
  4. List of independent directors of the company to receive proxies in connection with the shareholder meeting
  5. Proxy Form A, Form B and Form C;
  6. Map of the meeting venue

The Board of Directors of Green Resources Public Company Limited (“GREEN” or the “Company”) has resolved to approve calling the Annual General Meeting of Shareholders No. 1/2024 on Thursday 20<sup>th</sup> June 2024 at 10:00 a.m. At Green Resources Public Company Limited Building, 3rd Floor Meeting Room, No. 405 Bond Street Road, Soi 13, Bang Phut Subdistrict, Pak Kret District, Nonthaburi Province 11120, with the meeting agenda as follows.

**Agenda Item 1 Consider certifying the minutes of the 2024 Annual General Meeting of Shareholders on Thursday, 25<sup>th</sup> April 2024.**

The Company held the 2024 Annual General Meeting of Shareholders on Thursday 25<sup>th</sup> April 2024 and prepared the minutes of the 2024 Annual General Meeting of Shareholders and submitted a copy of the meeting minutes to the Stock Exchange of Thailand within the specified period. The details appear in *Enclosure 1*

**Opinion of the Board of Directors:** the Board of Directors considered and saw that the minutes of the 2024 Annual General Meeting of Shareholders were recorded correctly and completely. Therefore, it was deemed appropriate to propose that the shareholders' meeting consider adopting

the minutes of the 2024 Annual General Meeting of Shareholders, which was held on Thursday, 25<sup>th</sup> April 2024

**Voting conditions**

: The resolution on this agenda must be approved by a majority vote.

**Agenda Item 2 Consider and approve the determination of directors' remuneration for the year 2024.**

The company has determined remuneration for directors. Taking into account the work of the Board of Directors, duties and responsibilities of the Board of Directors and comparison with other listed companies that are in the same industry and have similar sizes. Therefore, it is proposed to determine the remuneration of directors for the year 2024 in an amount not exceeding 3,000,000 baht (three million baht only) per year. However, such remuneration does not include remuneration or benefits that directors receive as employees or employees of the company.

The Nomination and Remuneration Committee has considered this together. is of the opinion that compensation is necessary and appropriate both monetary and non-monetary Including other benefits of directors. Directors' remuneration has been considered by taking into account the performance of the Board of Directors. Duties and responsibilities of the committee and comparison with other listed companies that are in the same industry and have similar sizes. Therefore, it is proposed to determine directors' remuneration for the year 2024 . Company directors will receive director remuneration in a total amount not exceeding 3,000,000 baht (three million baht only) per year, which is the same rate as last year. However, such remuneration does not Including compensation or benefits that directors receive as employees or employees of the company, until the shareholder meeting resolves to change otherwise.

<b>Directors' remuneration limit</b>	<b>Year 2023 (past year)</b>	<b>Year 2024 (Proposed year)</b>	<b>Any other benefits</b>
(Unit : Baht)	3,000,000	3,000,000	None

In this regard, the compensation requested for approval is mentioned above. It consists of the following details:

	<u>Remuneration</u> (Baht/Person/Quarter)	<u>Meeting allowance</u> (Baht/Person/Time)
1. Chairman	40,000.00	25,000.00
2. Chairman of the Audit Committee	40,000.00	25,000.00
3. Director and Audit Committee	40,000.00	20,000.00

○ **Annual compensation for 2024 (proposed year estimate)**

		<u>Remuneration</u> (4 Times/Year)	<u>Meeting allowance</u> Estimated 7 Times/Year
1. Chairman	1 Person	160,000	175,000
2. Chairman of the Audit Committee	1 Person	160,000	175,000
3. Director and Audit Committee	7 Persons	1,120,000	980,000
<b><u>Total remuneration of directors</u></b>	<b>9 Persons</b>	<b><u>1,440,000</u></b>	<b><u>1,330,000</u></b>

**Total compensation amount for 2024 (estimated)** **2,770,000**

○ **Director remuneration and meeting allowance in 2023 (last year)**

- Meeting allowance for the Board of Directors 4 times 760,000
- Directors' remuneration for 4 quarters 1,440,000

Total amount of meeting allowances and directors' remuneration for 2023 2,200,000

**Opinion of the Board of Directors:** The Board considered and agreed to propose to the shareholders 'meeting to approve the directors' remuneration for the year 2024 in the amount not exceeding 3,000,000 (Three million baht only) which is the same rate as last year The remuneration for such directors, which has been considered by the Nomination and Remuneration Committee.

**Voting conditions**

: Resolutions on this agenda must be approved by two-thirds of the total votes of shareholders present at the meeting.

**Agenda Item 3 To consider other matters (if any)**

The Company has set 23<sup>rd</sup> May 2024 as the date to determine the rights of shareholders who attend the 2024 Extraordinary General Meeting of Shareholders (Record Date).

The Company will arrange for registration and document verification of meeting participants before the meeting time between 8:30 a.m. - 10:00 a.m. and the Company will conduct the meeting according to the Company's regulations regarding shareholder meetings. The details appear in Enclosure 3

The Company would like to invite all shareholders to attend the meeting on the date, time and location mentioned above. By requesting that the evidence required for the meeting be prepared as detailed in the documents and evidence that meeting participants must present before joining in Enclosure 2 and in order to preserve the rights and interests of shareholders in the case that shareholders are unable to attend the meeting in person and wishes to appoint an independent director of the company as a proxy to attend the meeting and vote on his behalf. Shareholders can appoint independent directors of the company as proxies. There are names and history. As shown in Enclosure 4, you can attend the meeting and vote on your behalf. By filling in the information in the proxy form as attached to Enclosure 5 and submitting it to the meeting chairman or the person assigned by the chairman before attending the meeting.

If shareholders wish to request a proxy document, Form B, contact the Company Secretary Office. From 20<sup>th</sup> May 2024 to 15<sup>th</sup> June 2024

For more information, contact the Investor Relations Department. Company Secretary Office

- Telephone number : 02-504-5237 - 39 ext. 511
- E-mail address : [info@greenresources.co.th](mailto:info@greenresources.co.th)

Sincerely yours,

Green Resources Public Company Limited



(Mr.Chaisith Viriyamettakul)

Chairman of the Board

**Minutes of the Annual General Meeting of Shareholders for the year 2024  
of Green Resources Public Company Limited**

**Date and Venue**

The meeting was held on Thursday 25<sup>th</sup> April 2024, at 10.00 hrs., at Green Resources Meeting Room Floor 3, 405 Bond Street Road, Soi 13, Bang Phut Subdistrict, Pak Kret District, Nonthaburi Province 11120

**There are 7 directors (from 9 members of Board of Directors attending the Meeting, or equivalent to 77.77 percent):**

- |    |                               |   |
|----|-------------------------------|---|
| 1. | Mr.Chaisith Viriyamettakul    | Chairman of the Board and Chairman of the Executive Committee   |
| 2. | Mr.Pipat Viriyamettakul       | Director, Executive Committee, Chairman of Investment Committee, Chief Executive Officer  |
| 3. | Mrs.Pawanya Krittachart       | Director, Executive Committee , Member of Investment Committee, Member of Nomination and Remuneration Committee, Member of Corporate Governance Committee |
| 4. | Mr. Apichart Sivamoke         | Director/ Executive Committee   |
| 5. | Mr. Somkuan Musig-in          | Independent Director and Chairman of Audit Committee<br>Chairman of Risk Management Committee, Chairman of Corporate Governance Committee                 |
| 6. | Mr. Peerapong Pitripibulpatit | Independent Director and Audit Committee  |
| 7. | Mr.Pornthape Thunyapongchai   | Independent Director / Member of the Corporate Governance Committee   |

**Directors who are absent from the meeting**

- |    |                                   |  |
|----|-----------------------------------|--|
| 1. | Pol.Maj.Gen.Sahaschai Indrasukhsi | Vice Chairman of the Board, Executive Committee<br>Chairman of Nomination and Remuneration Committee                               |
| 2. | Mr.Virat Jansiriwattana           | Independent Director and Audit Committee<br>Member of Risk Management Committee<br>Member of Nomination and Remuneration Committee |

**Executives attending the Meeting:**

- |                          |  |
|--------------------------|--|
| 1. Mrs.Thanida Inthachak | Chief Financial Officer and Senior Vice President in Finance and Accounting Division |
|--------------------------|--|

**Company advisor attending the meeting**                      **Advisory One Co., Ltd.**

- |                             |                 |
|-----------------------------|-----------------|
| 1. Mr. Chainarin Sairungsri | Company Advisor |
|-----------------------------|-----------------|

**Auditors attending the Meeting:**                      Dharmniti Auditing Co.,Ltd.

- |                             |                             |
|-----------------------------|-----------------------------|
| 1. Miss Techinee Pornpenpob | Certified Public Accountant |
| 2. Miss Sunisa Noupan       | Certified Public Accountant |

**Voluntary Right of Investor Protector from Thai Investors Association attending the Meeting:**

• **Dr. Wirat Thongpitakkul**

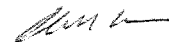
The person verifying and examining the vote was OJ international co, Ltd. that recorded the vote and act as the witness of the vote verification of this meeting.

In this regard, there was 1 representative from a minor shareholder who witnessed the voting process. Ms. Waraporn Duangprom is a shareholder attending the meeting in person.

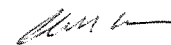
**Minutes Recorder :**

**Ms.Sarunrat Seesun    Company Secretary and Moderator**

Before meeting, Ms.Sarunrat Seesun ,Moderator introduced the Committee, Executives and attending shareholders and announced the agendas which will be considered today, totally 8 Agendas, the details were presented in the Invitation Letter for the year 2024 and in order for the meeting to be in accordance with the good governance in terms of voting and the meeting practices, the methods of counting the shareholders' votes had to be clarified. The shareholders were required to vote for a resolution for each agenda. The meeting regulation for this meeting according to the practices and regulation is as follows:



1. One shareholder has number of vote equal to number of shares held. Shareholder may either vote **Agreed / Disagreed / Abstained** in each agenda. In case of foreign shareholder, who appointed a custodian in Thailand to hold shares and look after their interest on their behalf, may separately vote approved, not approved, or abstained at the same time in each agenda by dividing number of vote equal to number of shares they hold using the ballots acquired at the registration. In case voting is different from the method mentioned above, such voting shall be considered as invalid.
2. In counting the votes, only the votes of disapproval or abstention will be counted, **except for the election of directors in Agenda 5**, with the **dissenting** and **abstaining** votes Deducted from the total votes attended The remaining votes will be considered votes that agree in that agenda. The shareholders who cast votes **in disagreement or abstain** shall raise their hands so that the officer will walk to collect the ballot to record and summarize the results for further acknowledgment.  
  
In this regard, the voting in this meeting. It was an open voting. Not a secret vote But the ballot papers for all attendees were collected after the meeting for transparency.
3. To ensure that the company complies with the guideline of quality evaluation of good shareholders' meeting, therefore, **in the agenda 5, which is the agenda that approves the election of director to who will be replacing director who resigns**. The company will collect the ballots from shareholders in attendance for all **approved, not approved, and abstained votes**. All shareholders were requested to tick either the **approved, not approved, or abstained** box as well as sign the ballots and raise their hands. The staffs would collect the ballots from shareholders to count how many shareholders **voted approved, not approved, or abstained**. For the proxies who did not get the ballots at the registration, it means that shareholders have already voted in the power of attorney, which such vote would have already been specified consistently with the vote of the shareholder in such power of attorney.
4. If any agenda is the same, Chairman of the meeting shall have one more vote as a casting vote.
5. The result of the vote will be indicated in the vote. **Agreed /Disagreed /Abstained**, each agenda item will use the latest number of shares.
6. The shareholders who submitted the ballots **Disagreed /Abstained**, after the company closed the ballots for each agenda. The Company will not include calculation that votes to determine the score again.





Before the voting to each agenda starts, all attendants have chances to ask questions concerning all respects of the agenda. The shareholders who desire to ask questions have to inform the agenda of their names and family names before asking questions so that the meeting minute can be properly made. In case where a shareholder has any question or opinion concerning any issue other than the agenda that is being considered, that shareholder can ask the question or express the opinion in the latter sessions of the meeting.

**Start meeting: 10 AM.**

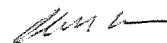
Ms.Sarunrat Seesun , the moderator of the meeting, gave welcome greeting to all attendants of 2024 Annual General Meeting of Shareholders Meeting by informing the agenda that Green Resources Public Company Limited welcomed all the attendants of 2024 Annual General Meeting of Shareholders with the following information.

The company has the registered capital of 818,024,729 baht, 818,024,729 baht of which was paid capital. The capital is divided into 818,024,729 ordinary shares with 1 baht par value. The administrative project consists of the company directors who determine policies, strategies and directions for the company operations. There are Executive Committee, Audit Committee, Risk Management Committee, Nomination and Remuneration Committee, Investment Committee and Corporate Governance Committee with tools and mechanisms to operate the company business according to the policies, strategies and directions.

At today's meeting, there were 44 shareholders attending the meeting in person and by proxy, holding a total of 563,188,016 shares or 68.8473 of the total 818,024,729 shares sold. A quorum was constituted according to the Public Company Limited Act B.E. 1992 and the Company's Articles of Association stipulates that there must be at least 25 shareholders attending the meeting and must hold shares in aggregate of not less than one-third of the total issued shares of the Company. (equivalent to 272,674,909 shares)

The moderator invited Mr.Chaisith Viriyamettakul the Chairman of the Board, was the Chairman of the meeting.

The Chairman of the meeting delivered a welcome speech for Annual General Meeting of Shareholders for the year 2024 and conducted the meeting in accordance the Agendas for the meeting was as follows:



**Agenda 1 Consider and approve the minutes of the 2023 Annual General Meeting of Shareholders on Thursday 20<sup>th</sup> April 2023.**

The Chairman informed that this agenda is to certify the minutes of the 2023 Annual General Meeting of Shareholders **Thursday 20<sup>th</sup> April 2023**, with the company sending a copy of the said minutes to all shareholders together with the invitation letter. As detailed in Attachment 1.

Board of directors Therefore, requested the Annual General Meeting of Shareholders for the year 2023 to consider certifying the minutes of the 2023 Annual General Meeting of Shareholders

The Chairman gave an opportunity for shareholders to ask questions, protest or request amendments to the report of the 2023 Annual General Meeting of Shareholders. It appeared that there were no shareholders protesting or requesting amendments to the report at all.

The Chairman acknowledged this and presented it to the meeting to consider approving the minutes of the 2023 Annual General Meeting of Shareholders.

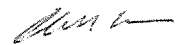
Note : In this agenda, there were 1 additional shareholder attending the meeting, totaling 100,000 shares. In total, there were 45 shareholders attending the meeting, totaling 563,288,016 shares.

**Resolution** The meeting resolved to approve the 2023 Annual General Meeting of Shareholders report on **Thursday 20<sup>th</sup> April 2023** , as proposed with a unanimous vote of the shareholders who attended the meeting. And voting as follows.

- Agreed	375,250,514	Shares	Percentage	66.618
- Disagreed	-	Shares	Percentage	-
- Abstained	188,037,502	Shares	Percentage	33.382
- Voided ballot	-	Shares	Percentage	-
- <b>Total</b>	<b>563,288,016</b>	<b>Shares</b>	<b>Percentage</b>	<b>100.0000</b>

**Agenda 2 To acknowledge the operational results of the company for the year 2023.**

Chairman inform this agenda is for information; therefore, there was no resolution passed, but it aimed to inform the shareholders of the overview and directions of the company operation in the previous account year. In summary, the operational result was prepared for the shareholders with Mr. Pipat



Viriyamettakul , Chief Executive Officer to present to the meeting regarding the company's operating results and significant changes in 2023.

Mr.Pipat Viriyamettakul ,Chief Executive Officer reported the company's operating results and significant changes in 2023 to the meeting as follows;

**Overview of the operation results for the year 2023**

Income		Unit : Thousand Baht	
		<u>Year 2023</u>	
<b>Revenue from electricity sales</b>		87,636.00	
	Lop Buri Project 1	8,539.00	
	VT Project	39,871.00	
	SK1 Project	39,226.00	
<b>Revenue from electricity installation services</b>		777.00	
<b>Rental income and related services</b>		11,832.00	
<b>Revenue from sale of real estate</b>		15,023.00	
	Maha Sarakham Condo Project Building K	1,320.00	
	Orin Rama 2 Project	13,703.00	
<b>Other income</b>		<b>12,223.00</b>	
	dividend	4,708.00	
	Interest income	6,086.00	
	Other income	1,429.00	
<b>Other expenses</b>		<b>(38,638.00)</b>	
	Losses on financial assets measured at fair value through profit or loss.	(14,731.00)	
	Loss on disposal of financial assets	(23,907.00)	
<b>Total income</b>		<b><u>88,853.00</u></b>	

In this regard, in terms of the anti-corruption policy. At present, the company has announced its intention to participate in seeking certification from the Thai Private Sector Coalition Against Corruption (CAC)

and is in the process of preparing a self-evaluation form or Checklist of 71 items in order to request certification from CAC by May 15, 2024.

The Chairman gave shareholders an opportunity to ask questions. or express your opinion When no shareholders wish to inquire or express additional opinions, the Chairman then presented it to the meeting to consider and acknowledge the Company's operating results for the year 2023, as this agenda is an agenda for acknowledgment. Therefore, there was no voting at all.

Note : In this agenda, there were 1 additional shareholder attending the meeting, totaling 100,000 shares. In total, there were 46 shareholders attending the meeting, totaling 563,388,016 shares

**Resolution** The meeting acknowledged the operation report of year 2023 as proposed by the Chairman with no resolution.

**Agenda 3** **To consider and approve the Financial Statements and Consolidated Financial Statements of the Company for the accounting period ending 31<sup>st</sup> December 2023.**

The Chairman informed the meeting that this agenda was to consider and approve the Company's statement of financial position and comprehensive income statement for the past fiscal year, which had been audited by an authorized auditor and considered. Liked by the Audit Committee Details are shown in the 56-1 One Report form and the annual financial statements in QR Code format that have been sent to all shareholders in Attachment 2 along with the meeting invitation letter. Details appear in Enclosure 2. In order to comply with the Company's Articles of Association and Section 112 of the Public Limited Companies Act B.E. 2535, which stipulates that the Board of Directors Prepare financial statements at the end of the Company's fiscal year Propose to the shareholders' meeting in the annual general meeting.

The Chairman invited Mr. Pipat Viriyamettakul, the Chief Executive Officer (CEO) to present this to be considered the approval of the financial statement and the company's total annual financial statement ended on 31<sup>st</sup> December 2023.

**Unit : Thousand Baht**

Unit : million baht	Consolidated financial statements		Separate financial statements	
	Year 2023	Year 2022	Year 2023	Year 2022
total assets	1,044.87	1,105.15	705.64	746.01
total liabilities	277.69	306.95	7.12	7.67

operating income	127.50	164.67	42.10	70.94
Profit (loss) for the year	(30.72)	(6.44)	(39.55)	(20.38)
Equity	767.19	798.20	698.52	738.34
Profit (loss) per share	(0.04)	(0.01)	(0.05)	(0.02)

The Chairman gave shareholders an opportunity to ask questions, or express your opinion There was one shareholder who asked, namely Mr. Tai Chong Yih. The Company has collected the questions as follows:

**1. Can the company explain the company's losses?**

**Answer** Mrs.Thanida Inthachak clarified to shareholders as follows:

- From the operating results for 2023, separated by the company's income. Excluding other income, total income is approximately 115 million baht. Operating expenses are 104 million baht when expenses are deducted. Profit from operating results was 10 million baht. However, when deducting other expenses, including losses from measuring the shares value of investments in Aura Dream in the amount of 3.8 million baht and from other shares in the amount of 10.9 million baht and losses from sales. Shares amounted to 23 million baht, resulting in a relatively high loss. and cause a loss This has been an accumulated loss for a long time and 2 years ago, in 2020 - 2021, the financial statements had a profit, but in 2022 - 2023 the financial statements were at a loss. The items that cause losses are the sale and measurement of the value of shares.

**2. Which shares the company has invested in ?**


**Answer** Mrs.Thanida Inthachak clarified to shareholders as follows:

- Currently, there are 4 shares in which the company invests.

Note: The company would like to clarify additional facts from the meeting date. In order to match the facts for all shareholders to have the same understanding, there are currently 5 shares invested in:  
STA/BCH/CGH/DCC/LANNA.

**3. What shares were sold. How much is the loss?**

**Answer** Mrs. Thanida Inthachak clarified to shareholders as follows:




- In 2020, there were 2 losses, namely STGT (Sri Trang) and STA, but if the company still holds them, it will cause more losses. Therefore, had to write off sales

The Chairman further clarified as follows:

- In the past, the company There is limited money. There is a project for which we need money. If you remember, the company had asked for a capital increase 2 times, which did not pass the meeting's resolution. However, due to the duties of the executive committee Therefore, the potential that is in the system must be used to earn additional income. Because I look at ways to invest in the shares market. I believe that what I see is correct. But this time was a mistake. I admit that I made a mistake. Like Sri Trang shares that you invest in. Because when we invested in Sri Trang, there was a profit of over 20 billion. And the dividends were quite large. The shares price was over 30 baht. At that time, I remember that there was a shortage of rubber gloves. It reflects the shares price jumping up. This makes Sri Trang very profitable. I limit my investments to a certain level. Accumulated dividends are approximately 50 million baht. If we deduct dividends, we won't have a big loss. And most of the shares we now hold. The money we hold now will determine our profits every quarter. Suppose that at the end of last year in December, Sri Trang was at 16.1, now it has reached more than 18-19 baht. Therefore, this quarter must return to profit, that is, we sold some of our shares. But most of the time we don't sell. Therefore it will be in the system. which I don't look at the shares price as the main thing I look at whether the shares we invest in have dividends or not. Sri Trang, even with a loss, still has a dividend of over 1 baht. If we don't look at the market price, Because of our shares, our company invests in the business. If we look at it, it is not on the shares exchange. Then give a dividend of 1 baht from the shares price of over 20 baht. The dividend of 1 baht is more than the interest. If we look at the picture of this investment, we didn't borrow it. Therefore, all of the shares that we invested in paid dividends. You can go look at them. Last year was a bad market period. The shares price plummeted to a very low level. Now if measured by the closing price of every quarter. From now on, I see that we will not suffer a loss. Please be at ease on this issue. will yield more dividends

**4. Sri Trang shares (STGT), how much was the original purchase price? And how much was the total investment? And since the beginning, have you been investing in Sri Trang (STGT) shares for 2 years?**

**Answer** Mr.Pipat Viriyamettakul clarified to shareholders as follows:



● There is both buying and selling. Sri Trang invested a total of 1.5million shares, with an average price of 27.08 baht. In 2021, the company sold them, earning a profit from this shares of approximately 20 million baht, and in 2022 there was another sale. (Mrs. Thanida Further clarification)

**5. Investing in over a million shares Total not more than 20 million baht. If there is a loss, how can we close the budget of over 20 million?**

**Answer** Mrs.Thanida Inthachak clarified to shareholders as follows:

- The cost is approximately 40 million baht and the current price is 16.9 baht. At present, Sri Trang costs 40 million baht, but the value is 25 million baht. The price on April 3, 2024 is a loss of 15 million baht.
- Prices of Sri Trang are averaged. The first purchase cost about 30 baht. In 2019 - 2020, it was sold for about 18.6 baht.

**6. I would like to ask the investment committee. I bought it for over 30 baht. Why did I sell it for over 20 baht when the price dropped? The committee responsible for the investment How is it done?**

**Answer** The Chairman explained that

- When the company bought for over 30 baht and sold for over 40 baht, it didn't buy for 30 and sold for over 20 baht. It was also sold for over 40 baht.

**Mrs. Thanida Inthachak further clarified that**

- Sri Trang shares were first bought for about 40 baht. When the price went up, sold for a profit of approximately 19 million baht. The following year, they were sold 2 times, with a loss of 45 million baht and a loss of 23 million baht. Accumulated losses from 2021 to 2023, losses from selling shares approximately 50 million baht.

**7. Things invested lost at profit or lost at loss? In conclusion, is it a loss or a profit?**

**Answer:** Mrs. Thanida Inchak clarified that the current price is as follows:

- STA : Sri Trang      1.5 million shares    cost 40 million baht    current value 25 million baht.
- DCC: Dynasty      30 million shares    cost 58 million baht    current value 53 million bah
- CGH : Country Group    10 million shares    cost 8.6 million baht    current value 6.8 million baht.
- BCH : Kasemrad      2 million shares    cost 38.7 million baht    current value 41.4 million baht.

- LANNA 1.2 million shares cost 18 million baht current value 16 million baht.
- In summary, the total loss is 11.3 million baht, which if compared with the financial statements that will be approved by shareholders today. During that time, the loss was 28.3 million baht. The Chairman explained that

**8. I don't know if the investment committee Investment analysis time Considered by the Chairman Just one person or There is analysis from the entire investment committee.**

**Answer** The Chairman explained that

- There are investment considerations and I will have to provide key advice. We have to consider which funds are profitable and some of our reasoning during this period is that we have to consider the fairness of whether the content of the market today is good or bad, that is, it is the whole shares price system tonight, over 30 points.

**9. Green Public Company Limited is not a fund company. Is investing in shares putting too much emphasis on investing?**

**Answer** The Chairman explained that

- The companies we invest in are good companies. We invest in the future We do not invest without careful consideration. We invest in the future Every share invested is studied. It is an investment like doing a business.

**10. How much the current investment portfolio has total value.**

**Answer** Mr.Pipat Viriyamettakul explained that

- Currently, the investment portfolio value is approximately 140 million baht.

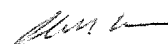
**11. 140 million baht equals almost 20% of the company's value. I don't know what the Risk Committee's opinion is. Are the company's risks considered when putting 20% of the company's value at risk?**

**Answer:** The Chairman explained that

- Every business has risks. It depends on whether there is more or less risk.

**12. Should the company have Oversight or Mechanism to reduce this risk? Is there not?**

**Answer:** The Chairman explained that





- We consider business. Every business that the company invests in. It will take an in-depth look at what the company has been like in the past.

**13. At present, are the financial statements of Green Public Company Limited affected by the value of investments that erase operations? And currently, in each quarter of the company Depends on the company's investment which is not quite correct.**

**Answer:** The Chairman explained that

- Considering the main business, the company has had a profit of approximately 10 million baht in the past. The operating results in Q1 will be profitable.

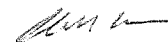
**Mr. Pipat Viriyamettakul explained that**

- First we invested in a solar farm. Because I want the company to have more income than expenses. Let the company have long-term and present we pay installments with the bank for another 6 years or so. If we pay all the installments to the bank, We will have a profit of 50 million baht in one year, profit from the Core Business. Now, along the way, there have been a lot of projects that have been presented to me, especially during the COVID period but the company didn't have enough money to invest there, so it was cut through. But we have money to invest in shares now. Including debentures. Because along the way we have money returned to the company. There was discussion at the investment committee meeting. I don't agree with depositing money in the bank. Because if you leave it with the bank Just inflation alone. The interest on deposits in the bank has all disappeared. So I thought it would be an investment. With a minimum return of approximately 7-8%, this is money that comes from the Core Business and already has a long-term contract with the Electricity Authority. I think there is no risk here. But if we deposit the money in the bank and hit by inflation This is something you shouldn't do with your investments.

**14. When the company has over 100 million to invest. Why isn't the money used to pay interest on bank loans? And what is the current interest rate on loans?**

**Answer:** Mr.Pipat Viriyamettakul

- The company did not invest over 100 million at one time. The company invested gradually. When the company has a cash balance of 10 million baht, I will invest the money. Reasons for



not using money to pay off bank loans Because I used it to buy bonds and dividend shares. This has an interest profit margin of approximately 4%. The dividends we receive are more than the amount of interest we have to pay to the bank.

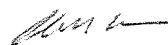
At the same time, Dr. Wirat Thongpitakkul Volunteer to protect shareholders from Thai Investors Association Gave suggestions as follows:

- The first case from what I have read about the company's operating policy. Understand that our objectives change in many ways as the economy changes. Currently we will focus on energy and real estate. Just a moment ago, I saw there was talk about investment budgets. In addition to investing in our business Talk about the case of accumulated losses. But we focus on the case of investing only in the shares market. And there was talk of dividends. In the case that we are a public company We invest and receive dividends and also have taxes because we are a legal entity. If we say that we take dividends and consider them as profit, it means that we are subject to double tax. It is an operation which has an observation. Therefore, in many places what they do is that what we sell is a result of the upward trend of investment in the market. But saying that it is part of a long-term investment that emphasizes dividends to shareholders is probably not a long-term investment. I want to hear about profit and loss. I want to hear about our core mission. not mentioned But in the financial statement I see If just now the president said that profits It shows that the loss is quite a lot from the investment. You may have to consider the investment and risks. I expect that every company must do this. Which affects financial risk as well, especially since we are a company on the shares exchange. I mainly think about all shareholders. This is something I noted about before. thank you very much

**Answer:** The Chairman explained that

- Normally, Green Public Company Limited is a company with limited investment capital. We will have several projects in the past. We have asked for a capital increase 2 times and it turned out that it was not passed. Major shareholder There are objections, making us unable to do anything further. What is very difficult? However, I did not give up. I will do my best to improve here. The issue is whether dividends from investments are subject to double taxation or not. I have asked the auditor. I see that it is not redundant.

The Chairman opened the floor for shareholders to ask questions or comment when there were no shareholders wishing to make inquiries or express additional opinions, the Chairman then presented it to the meeting to



consider approving the company's financial statements and consolidated financial statements for the year ending on 31<sup>st</sup> December 2023

**Resolution** The Meeting considered and approved the financial statements for the year ended 31<sup>st</sup> December 2023 with the majority of the shareholders attending the meeting and voting as follows:

Agreed	375,350,414	Shares	Percentage	66.624
Disagreed	-	Shares	Percentage	-
Abstained	188,037,602	Shares	Percentage	33.376
Voided ballot	-	Shares	Percentage	-
<b>Total</b>	<b>563,388,016</b>	<b>Shares</b>	<b>Percentage</b>	<b>100.0000</b>

Before entering the meeting on agenda 4, Mr. Tai Chong Yih, a shareholder, left the meeting.

By giving ballots for the remaining agenda to the management in charge of the meeting.

**Agenda 4** **To consider and approve the omission of the allocation of profits and not paying the dividend payment for the operational results of the year 2023.**

The Chairman informed the shareholders that the Company has a policy to pay dividends to shareholders at least 30% of the net profit after corporate income tax deduction. However, the company will take into account Structure and financial status, investment plans, and economic conditions. From the operating results of the company in 2023 will have a net profit. But the company is still unable to pay dividends. because there are still accumulated losses Therefore, it is appropriate to propose to the shareholders' meeting to consider refraining from paying dividends. and refrain from allocating profits as a legal reserve for the operating results for the year 2023, details are as follows:

**Unit : million baht**

<b>Dividend payment details</b>	<b>Year 2023</b>	<b>Year 2022</b>
1. Net profit (loss)	(39,556)	(20,379)
2. Cumulative loss	(713,744)	(713,744)
3. Number of shares (shares)	818,025	818,025
4. Dividend per share (Baht: shares)	Pay off	Pay off
5. Total dividend payment (Baht)	Pay off	Pay off
6. Dividend payout ratio	Pay off	Pay off

In this regard, in terms of allocating profits as a legal reserve. The company has completed a complete survey. Therefore, there is no need for additional backup.

The Chairman opened the floor for shareholders to ask questions or comment when there were no shareholders wishing to make inquiries. The Chairman then proposed to the meeting to approve the omission of profit allocation and no dividend payment for the year 2023 operation.

**Resolution**

The Meeting considered and approved the omission of the allocation of profit and omission of dividend payment for the results from the operation in 2023 with the votes from the majority of the shareholders attending the meeting and voting as follows:

Agreed	563,287,916	Shares	Percentage	99.982
Disagreed	-	Shares	Percentage	-
Abstained	100,100	Shares	Percentage	0.018
Voided ballot	-	Shares	Percentage	-
<b>Total</b>	<b>563,388,016</b>	<b>Shares</b>	<b>Percentage</b>	<b>100.0000</b>

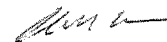
**Agenda 5**

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

The Chairman informed the shareholders that According to the Company's Articles of Association, at the meeting Annual General Shareholders every time Directors representing one-third or the number closest to one-third must retire by rotation. In this year, there are three (3) directors who must retire by rotation, namely 1 .Mr.Chaisith Viriyamettakul 2 .Mr.Pornthape Thunyapongchai 3. Mr.Pipat Viriyamettakul

In addition, the Company has given the opportunity to shareholders to nominate a person who is considered qualified. to be selected as the Company's directors from 10<sup>th</sup> November 2023 to 29<sup>th</sup> December 2023 via the Company's website. As a result, no shareholders proposed names of persons to be appointed as directors in the 2024 Annual General Meeting of Shareholders.

The Chairman informed the meeting that for this agenda in order to make the voting transparent, all 3 directors who are on the list of directors who will be retiring from their positions upon completion of their terms, therefore, I would like to assign Ms. Sarunrat Seesun, Company Secretary and Moderator was the person who proceeded with this agenda.



Request permission to invite the nominated directors to temporarily leave the meeting room until the counting of votes is completed.

Ms. Sarunrat Seesun explained to the meeting that Voting in this agenda will be done individually. All votes will be counted even though Agree/disagree/or abstain from voting as informed at the beginning of the meeting.

In order as follows:

1) Mr.Chaisith Viriyamettakul

(A committee member vacates office at the end of the term who has been nominated to be reinstated.)

2) Mr.Pornthape Thunyapongchai

(A committee member vacates office at the end of the term who has been nominated to be reinstated.)

3) Mr. Pipat Viriyamettakul

(A committee member vacates office at the end of the term who has been nominated to be reinstated.)

Ms. Sarunrat Seesun, Company Secretary and Moderator asked the meeting to consider voting individually, and at the end of voting, the votes were summarized in the agenda for considering the election of directors to replace the directors who had to leave their positions according to their terms in order as follows.

5.1. Mr.Chaisith Viriyamettakul

- Agreed	563,388,016	Shares	Percentage	100.0000
- Disagreed	-	Shares	Percentage	-
- Abstained	-	Shares	Percentage	-
- Voided ballot	-	Shares	Percentage	-

5.2 Mr.Pornthape Thunyapongchai

- Agreed	375,350,514	Shares	Percentage	66.624
- Disagreed	188,037,502	Shares	Percentage	33.376
- Abstained	-	Shares	Percentage	-
- Voided ballot	-	Shares	Percentage	-

5.3 Mr. Pipat Viriyamettakul

- Agreed	563,388,016	Shares	Percentage	100.0000
- Disagreed	-	Shares	Percentage	-
- Abstained	-	Shares	Percentage	-
- Voided ballot	-	Shares	Percentage	-

**Resolution**

Meeting by a majority approved the appointment of 3 directors to replace the directors who must retire by rotation for the year 2024 as follows:

1. Mr.Chaisith Viriyamettakul  
 (Directors who retired by rotation and was appointed back to the same position)
2. Mr.Pomthape Thunyapongchai  
 (Directors who retired by rotation and was appointed back to the same position)
3. Mr. Pipat Viriyamettakul  
 ( Directors who retired by rotation and was appointed back to the same position. )

**Agenda 6**

**To consider and approve the fixing of the directors' remuneration for the year 2024.**

The Chairman informed the meeting that this year the Board of Directors the directors' remuneration has been determined reflecting the duties and responsibilities of the directors in 2024 in the amount of not more than 3,000,000 baht per year (three million baht only) received as an employee or employee of the company The details appear in the invitation letter.

The Board of Directors has considered and deemed it appropriate to propose to the shareholder meeting to consider and approve the remuneration of directors for the year 2024 according to the details presented above.

The Chairman gave shareholders an opportunity to ask questions. or express your opinion When there were no other questions from shareholders, the Chairman then proposed to the meeting to consider electing directors to replace those who had to retire by rotation.



The meeting resolved not to approve the determination of directors' remuneration for the year 2024 as proposed, with a vote of less than two-thirds of the total number of votes of shareholders who attended the meeting. With the votes as follows:

- Agreed	375,250,514	Shares	Percentage	66.606
- Disagreed	188,037,502	Shares	Percentage	33.376
- Abstained	100,000	Shares	Percentage	0.018
- Voided ballot	-	Shares	Percentage	-
<b>- Total</b>	<b>563,388,016</b>	<b>votes,</b>	<b>Percentage</b>	<b>100.0000</b>

**Agenda 7**

**To consider and approve the appointment of the auditor of the Company and fixing of audit fee for the year 2024.**

The Chairman informed the meeting that The Board of Directors deems it appropriate to propose to the general meeting of shareholders to consider and approve the appointment of a certified public accountant from Dharmniti Auditing Company Limited as the company's auditor. and subsidiaries For the fiscal year 2024, the list of 11 certified public accountants responsible for signing the company's accounts, nominated for the 5<sup>th</sup> year, are as follows:

- |                                   |  |
|-----------------------------------|--|
| 1. Miss.Techinee Pornpenpob       | Certified Public Accountant No. 10769 and/or |
| 2. Mr. Thanawut Piboonsawat       | Certified Public Accountant No. 6699 and/or  |
| 3. Miss.Potjanarat Siripipat      | Certified Public Accountant No. 9012 and/or  |
| 4. Miss.Roongnapha Saengchan      | Certified Public Accountant No. 10142 and/or |
| 5. Mr. Peeradate Phongsathainsak  | Certified Public Accountant No. 4752 and/or  |
| 6. Miss.Sulalit Ardsawang         | Certified Public Accountant No. 7517 and/or  |
| 7. Miss.Wannisa Ngambuathong      | Certified Public Accountant No. 6838 and/or  |
| 8. Miss.Thanyaporn Tangthanopajai | Certified Public Accountant No. 9169 and/or  |
| 9. Mr.Suwat Maneekanoksakul       | Certified Public Accountant No. 8134 and/or  |
| 10. Miss.Soraya Tintasuwan        | Certified Public Accountant No. 8658 and/or  |
| 11. Miss.Arisa Chumwisut          | Certified Public Accountant No. 9393 and/or  |

And determine the auditor's remuneration of Dharmniti Auditing Company Limited in the amount of 1,7347,500 baht (one million seven hundred thousand and forty seven thousand five hundred baht) . In the event that all 11 of the certified auditors are unable to work, the faculty The Board of Directors has the power to approve the company. Procure other auditors including authorizing the Board of Directors also approve the financial review fees of subsidiaries and associates that may occur during the year.

**Audit fees for the year 2023 and the proposed year (2024)**

List	Year 2023	Year 2024 (Proposed year)
Annual financial statement audit fees	965,000	972,000
Consolidated Quarterly Financial Statement, Quarter 3 Quarter Total	765,000	775,500
<b>Total</b>	<b>1,730,000</b>	<b>1,747,500</b>

However, the auditor from the company. The above Dharmniti Auditing Company Limited has no relationship or interest with the company, subsidiary, management, major shareholders or those related to the said person. Therefore is independent in auditing and providing opinions on the financial statements of the company.

The Chairman gave shareholders an opportunity to ask questions. or express your opinion When there were no other questions from shareholders, the Chairman presented the matter to the meeting for consideration and voting.

**Resolution** The meeting approved the appointment of the auditor and the remuneration of the year 2024 in the amount of 1,747,500 baht per year as proposed by the majority votes of the shareholders who attended the meeting and cast their votes. With the following votes.

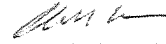
- Agreed	563,388,016	Shares	Percentage	100.0000
- Disagreed	-	Shares	Percentage	-
- Abstained	-	Shares	Percentage	-
- Voided ballot	-	Shares	Percentage	-
<b>- Total</b>	<b>563,388,016</b>	<b>votes,</b>	<b>Percentage</b>	<b>100.0000</b>



**To consider other matters (if any)**


The Chairman informed the meeting has completed all agenda items. The Chairman spoke on behalf of the Board of Directors of Green Resources Public Company Limited. Thank you to all shareholders who attended today's meeting. I would like to confirm that the board of directors, executives and all employees will do their best for the prosperity of the company. and for the benefit of shareholders Stakeholders I would like to close the meeting now.

The meeting was adjourned at 11 :26 a.m.



.....  
(Mr.Chaisith Viriyamettakul)

Chairman of the meeting



.....  
(Ms.Sarunrat Seesun)

Company Secretary/Secretary of the meeting

**Document or proof of the shareholders or representatives of shareholders who are entitled to attend the meeting.**

**1. Individual**

1.1 Shareholders of Thai nationality

- (A) Identification card of shareholders (National identification card or government official card or state enterprise employee card or a card issued by the government to be used instead, such as a driving license.)
- (B) In the case of proxy, copy of identification of proxy, and copy of identification card or passport (In case of a foreigner) of the proxy.

1.2 Shareholders foreigners

- (A) Passport of shareholders.
- (B) In the case of proxy, copy of passport of proxy and copy of identification card or passport (In case of a foreigner) of the proxy.

**2. Juristic person**

2.1 Juristic person which registration in Thailand

- (A) Certificate of Incorporation entitles issued within 30 days by the Department of Business Development.
- (B) Identification card or passport. (In case of a foreigner) of the authority that signed the proxy with identity card or passport. (In case of a foreigner) of the proxy.

2.2 Juristic person which registration abroad.

- (A) Certificate of Incorporation
- (B) Identification card or passport. (In case of a foreigner) of the authority that signed the Proxy with identity card or passport. (In case of a foreigner) of the proxy. In case of copies of documents must be certified correct copy of the document and if document prepared in a foreign country, should be notarized by a Notary Public.

Shareholders or their proxies can be registered and submission of documents for inspection at the meeting will start at 10:00 a.m. On Thursday 20<sup>th</sup> June 2024 onwards.

**Company Articles of Association in respect of shareholders meeting of  
Green Resources Public Company Limited.**

**The Shareholders' Agenda**

Article 24. The Board of Directors must hold a shareholders' meeting at least once a year. Meetings like this are called. The "ordinary" meeting shall be held within four (4) months after the end of the fiscal year. Other meetings of shareholders are called "extraordinary meetings"

The Board of Directors may call an extraordinary meeting at any time, but deems appropriate. When one or more shareholders holding shares of not less than ten (10) percent of the total number of shares sold, they will be asked to submit a written request to the Board of Directors to call a meeting of shareholders. However, the matter must be clearly stated in the letter. In such case, the Board of Directors must arrange a meeting of shareholders within forty-five (45) days from the date of receipt of the letter from the shareholders.

In the event that the meeting of shareholders is called for the meeting according to the shareholder under paragraph three the number of shareholders attending the meeting does not constitute a quorum as stipulated in Article 27. The shareholders under paragraph three must jointly be responsible for reimbursement of expenses incurred from arranging for that meeting for the company.

Article 25. To call for the General Meeting of Shareholders. The Board shall be in writing agenda, specifying the place, date and time of the meeting and the matter will be submitted to the meeting with details as appropriate. By stating that it is proposed to know. For approval or consideration including the opinion of the committee on the matter and distributed to the shareholders and the registrar no later than 7 days before the meeting and advertisements in newspaper such invitation for 3 consecutive days before the meeting, not less than 3 days.

the meeting can be in a locality where the headquarters of the company or in other provinces across the Kingdom.

Article 26. In a meeting of shareholders. A shareholder may appoint a proxy to attend the meeting and vote in the meeting, letter of power attorney. The proxy form must be dated and signed by the shareholder and must be in the form prescribed by the Registrar. This power of attorney will be submitted to the Chairman or the President designated proxy at the meeting before the meeting.

Article 27. At a meeting of shareholders, must have shareholders and proxies from the shareholders (if any) of not less than 25 people and have shares in the aggregate not less than 1 in 3 of the total number of issued shares or shareholders and proxies from the shareholders of not less than one-half of all shareholders and shares amounting to not less than 1 in 3 of the total number of issued shares to constitute a quorum.

If it appears that a meeting of shareholders at any time. In the event that the first hour ago of the shareholders who attended the meeting as defective quorum as defined. If the meeting of shareholders have been called because the shareholders request shall be canceled. If the shareholders meeting is not convened because the shareholders' request. Such to call for new meeting and the notice of meeting sent to shareholders at least 7 days before the meeting, in this meeting is not required quorum of a meeting of shareholders.

The president will seat for the meeting for chairman. If don't have president of the meeting or the chairman is not attend the meeting. If have vice chairman, the vice chairman shall be president. If no vice chairman or he is unable to perform his duties. The meeting was the election of the shareholders who attended the meeting as president.

Article 28. To vote, one share for one vote and resolutions of the ordinary meeting of shareholders shall consist of the following.

(1) In case of normally, a majority vote of the shareholders attend the meeting and voting, if there is an equal voting. The chairman of the meeting shall have an additional vote as a casting vote decision.

In the event that a shareholder has a special interest in any matter Shareholders will not have the right to vote on that matter, except for voting on election of directors.

(2) In case of the following, to consideration vote not less than 3 of 4 for all voting points of shareholders attend the meeting and have the right to vote.

- (A) Sale or transfer of business company for all or a substantial part, to any other person.
- (B) To purchase or acquisition of other companies or private companies belong to the company.
- (C) The amendment or termination of contracts relating to the leasing for all of company business or parts of the assignment to others to manage the company or integration with other persons with the purpose of profit and loss.
- (D) The amendment or regulations to Memorandum
- (E) Increase or decrease the capital of the company or issuer.
- (F) Company merger or dissolution.
- (G) Any other matters as required by law.

Article 29. The operation at the annual Ordinary Meeting shall include the following:

- (1) Consideration approval of the reports submitted to the meeting regarding the results of operations of the Company during the past year.
- (2) To consider and approve the balance sheet and income- loss statement of the financial years ago.
- (3) Considering the profit, dividends and money earmarked as reserve.
- (4) The election of directors to retire by rotation and remuneration.
- (5) To appoint auditors and remuneration defined.
- (6) Other business;

Article 30. In case of the company or its subsidiaries agree to enter into a transaction or items relating to the acquisition or disposition of important assets of the company or its subsidiaries in accordance with the rules and regulations prescribed by the Stock Exchange of Thailand that govern transactions by listed companies or acquisition or disposition of assets of listed companies, as appropriate. The company's compliance with the rules and procedures for such set out in the recommendations also.

### **Board of Directors**

Article 11. The Board of Directors consists of at least 5 members and board of directors not less than half of all directors must be resident in the Kingdom and the directors of the company must be qualified according to the law.

Article 12. At the general meeting of shareholders is appointed directors by the majority under the following rules and procedures as following:

- (1) Each shareholder has one vote for one share.
- (2) The shareholders vote for each director individually.
- (3) Persons who are elected to be directors will be those who receive the highest number of votes, in descending order, according to the number of directors who are to be elected. In the event of a tie for the last position to be elected and this exceeds the said number of directors, the chairman of the meeting shall have a casting vote.

Article 13. In every annual general meeting the directors shall retire from 1 in 3 from the position. If the number of directors to be divided into three parts are cannot. Then the number nearest 1 of 3

Directors to retire in the first and second years after the registration of the company to use a draw lots to determine who will take out the subsequent years, the directors who the longest shall retire from office. Directors who retire by rotation may be selected to serve for a new one.

Article 14. The directors shall have the right to receive compensation from the company in the form of reward, meeting allowance, bonus, or other benefits. As regulations or by the general meeting of shareholders to approve. Which may be defined as an absolute number or the rules and will set forth from time to time, give or take effect until it is changed. In addition, to receive allowances and welfare, according to the Company regulation.

The provisions of paragraph one do not affect the rights of personnel or employees of the company, which was elected as a director to receive remuneration and benefits. As personnel or employee of the company.

Article 15. In addition to their out of position as agenda, Directors shall retire from position when

- (1) Death
- (2) Resignation
- (3) Being disqualified or prohibited under the law according to a Public Limited Company.
- (4) The meeting of shareholders vote on the issue.
- (5) The court has ordered the release.

**Independent Director at the company Proposed to the shareholders to appoint a proxy**

- **Name-Surname** Mr. Somkuan Musig-in
- **Position** Independent Director and Chairman of the Audit Committee
- **Type of appointment** Independent Director and Chairman of the Audit Committee
- **Age** 76 Years Old
- **Nationality** Thai
- **Address** 24/265 Moo 7 Talat Khwan Subdistrict, Mueang Nonthaburi District,  
Nonthaburi Province 11000
- **Education** Bachelor of Business Administration (Accounting), Thammasat University.
- **Director Training Programs** Director Accreditation Program (DAP) No.21/2004  
Director Certification Program (DCP) No.97/2007



- **Work Experiences**

- |                |  |
|----------------|--|
| 2018 - Present | Independent Director and Chairman of the Audit Committee<br>Green Resources Public Company Limited               |
| 2004 – 2022    | Independent Director and Audit Committee Member, Seafco Public Company Limited                                   |
| 1994 – 2006    | Manager Director GREAT ERA ELECTRONICS CO., LTD.   |
| 1994 - 1993    | Finance Director, AT&T (Thailand) Co., Ltd.<br>Finance Director, AT&T Telecommunication Products Company Limited |
| 1985 – 1988    | Finance Director Mandarin Oriental, Bangkok  |
| 1981 - 1984    | Director of Finance, Feders (Thailand) Co., Ltd.   |
| 1977 – 1980    | Director of Administration Siam Credit Co., Ltd.   |
| 1975 - 1976    | Accountant, New York Office, Air Siam Company Limited  |
| 1970 – 1974    | Auditor, SG V Na Klang Office  |

- **The directors to be appointed are directors / executives in other businesses.**

**1. Holding positions in other 1 listed companies which are as follows**

- |   |                        |                                 |
|---|------------------------|---------------------------------|
| 1. Green Resources Public Company Limited | <b><u>Position</u></b> | Chairman of the Audit Committee |
|---|------------------------|---------------------------------|

**2. Holding positions in businesses other than listed companies**

- None

**3. The directors to be appointed are directors / executives in other businesses. That may cause a conflict of interest or a business competition with the company or not.**

- Not holding a position as a director / executive in such business

● **Number of term and number of years being a director**

- Number of term 2 term, total 6 years

● **Meeting attendance in 2023**

<b>Board meeting / Subcommittee</b>	<b>Times</b>	<b>Percentage</b>
Board of directors	4/4	100
Audit Committee	4/4	100
Risk Committee	4/4	100
Good Corporate Governance Committee	1/1	100

● **Number of shares and shareholding proportion in the company.**

- None

**Direct and indirect interests in any business in which the company or subsidiary is a contract party.**

- For every agenda in the Extraordinary General Meeting of Shareholders No.1/2024 , there is no special interest.



**Independent Director at the company Proposed to the shareholders to appoint a proxy**

- **Name-Surname** Mr.Virat Jansirivatana
- **Position** Independent Director and Audit Committee
- **Type of appointment** Independent Director and Audit Committee
- **Age** 71 Years Old
- **Nationality** Thai
- **Address** 698/8 Nakhonchaisri Road, Khwaeng Thanon Nakhonchaisri, Dusit, Bangkok  
Postal Code 10300
- **Education** Bachelor of Engineering in Electrical Power Engineering Chulalongkorn  
University
- **Director Training Programs** Director Accreditation Program (DAP) Class 142/2018 from the Thai Institute  
of Directors Association (IOD)
- **Work Experiences**
  - July 2016 Present Independent Director and Audit Committee / Risk Management  
Committee / Chairman of the Nomination and Remuneration Committee, Green  
Resources Public Company Limited
  - 2015 - 2016 Independent Director and Audit Committee Chairman of the Risk Management  
Committee, Green Resources Public Company Limited
  - 2012 - 2014 Executive 13 Deputy Governor, Corporate Planning and Development  
Metropolitan Electricity Authority
  - 2011 - 2012 Executive 13 Deputy Governor Information Technology and Communication  
System Metropolitan Electricity Authority royal
  - 2010 - 2012 Committee of Chulalongkorn University Engineering Alumni Association
  - 2009 - 2014 Chairman of the Metropolitan Electricity Authority Engineers Club Metropolitan  
Electricity Authority
  - 2009 - 2011 Executive 12 Assistant Governor (Distribution system management services)  
Metropolitan Electricity Authority royal
  - 2007 - 2009 Executive 11 Director of Vehicle and Mechanical Management Metropolitan  
Electricity Authority
  - 2005 - 2007 Executives 10 Assistant Director for Communications and Computer Operations



1999 - 2005 Metropolitan Electricity Authority  
Executive 10 Director of Communication Systems Division, Electrical System  
Maintenance Department Metropolitan Electricity Authority

● **The directors to be appointed are directors / executives in other businesses.**

**1. Holding positions in other 1 listed company which are as follows.**

1. Green Resources Public Company Limited **Position** Independent Director and Audit Committee.

**2. Holding positions in businesses other than listed companies.**

- None

**3. The directors to be appointed are directors / executives in other businesses. Which may cause a conflict of interest or a business competition with the company?**

- There is no director / executive position in such business.

● **Number of term and number of years being a director.**

- Number of 2 terms, total 6 years

● **Meeting attendance in 2023**

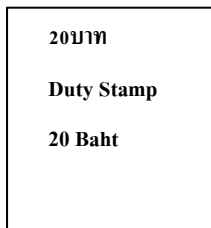
<b>Board meeting / Subcommittee</b>	<b>Times</b>	<b>Percentage</b>
Board of directors	4/4	100
Audit Committee	4/4	100
Risk Management Committee	4/4	100
Nomination and Compensation Committee	1/1	100
Good Corporate Governance Committee	1/1	100

● **Number of shares and shareholding proportion in the company.**

- No securities held.

● **Direct and indirect interests in any business in which the company or subsidiary is a contract party.**

- For every agenda in the Extraordinary General Meeting of Shareholders No.1/2024 , there is no special interest.



แบบหนังสือมอบฉันทะ แบบ ก.

Proxy Form A

(แบบทั่วไปซึ่งเป็นแบบที่ง่ายไม่ซับซ้อน)

เขียนที่.....

Written At

วันที่.....เดือน.....พ.ศ.....

Date Month Year

1. ข้าพเจ้า.....สัญชาติ.....อยู่บ้านเลขที่.....ถนน.....

I/We Nationality Address Road

ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....

Sub-District District Province Zip Code

2. เป็นผู้ถือหุ้นของ บริษัท กรีน รีซอร์สเซส จำกัด (มหาชน)

Being a shareholder of Green Resources Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

Holding the total amounting of shares and the voting right equals to votes as follows:

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนเสียงได้เท่ากับ.....เสียง

Ordinary share shares equal to voting right votes

3. ขอมอบฉันทะให้

Hereby appoint

(1).....อายุ.....ปี อยู่บ้านเลขที่..... ถนน.....

Age Address Road

ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....หรือ

Sub-District District Province Zip Code : or,

(2).....อายุ.....ปี อยู่บ้านเลขที่..... ถนน.....

Age Address Road

ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....หรือ

Sub-District District Province Zip Code : or,

(3)  มอบฉันทะให้กรรมการอิสระและกรรมการตรวจสอบ นายสมควร มูลิกอินทร์ อายุ 76 ปี

Assign a proxy to the Independent Director and Audit Committee, Mr.Somkuan Musig-in. Age 76 years old.

อยู่บ้านเลขที่ 24/265 หมู่ที่ 7 ต.ตลาดขวัญ อ.เมืองนนทบุรี จ.นนทบุรี รหัสไปรษณีย์ 11000

Address at 24/265 Moo 7, Talad Khwan Subdistrict, Mueang Nonthaburi District, Nonthaburi Province, Code 11000

(4)  มอบฉันทะให้กรรมการอิสระและกรรมการตรวจสอบ นายวิรัตน์ จันทร์ศิริวัฒนา อายุ 71 ปี

Assign a proxy to the Independent Director and Audit Committee, Mr.Virat Jansirivatana. Age 71 years old.

อยู่บ้านเลขที่ 698/8 ถนนนครชัยศรี ตำบลถนนนครชัยศรี อำเภอคูคต กรุงเทพมหานคร รหัสไปรษณีย์ 10300

Address at 698/8 Nakhon Chai Si Road, Thanon Nakhon Chai Si Subdistrict, Dusit District, Bangkok Code 10300

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุม และออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2567 ในวันพฤหัสบดีที่ 20 มิถุนายน 2567 เริ่มประชุมเวลา 10.00 น. ณ อาคาร กรีน รีซอร์สเซส จำกัด (มหาชน) ห้องประชุมชั้น 3 เลขที่ 405 ถนนบอนด์สตรีท ซ.13 ต. บางพูด อ.ปากเกร็ด จ. นนทบุรี 11120 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Anyone of the above as my/our proxy holder to attend and vote at the Extraordinary General Meeting of Shareholders No. 1/2024 on Thursday, 20<sup>th</sup> June 2024 at 10.00 hrs., Green Resources Public Company Limited Building, Meeting Room Floor 3, No. 405 Bond Street Road, Soi 13, Bang Phut Subdistrict, Pak Kred District, Nonthaburi Province, or on the date and at the place as may be postponed or changed.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ  
I/We shall be fully liable for any action taken by the proxy holder at the meeting.

ลงชื่อ.....ผู้มอบฉันทะ  
Signature Proxy Grantor  
(.....)

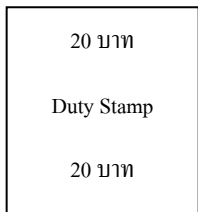
ลงชื่อ.....ผู้รับมอบฉันทะ  
Signature Proxy Holder  
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ  
Signature Proxy Holder  
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ  
Signature Proxy Holder  
(.....)

**หมายเหตุ** ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

**Remarks** A shareholder shall appoint only one proxy holder to attend and vote at the meeting. A shareholder may not split shares and appoint more than one proxy holder in order to split votes.



แบบหนังสือมอบฉันทะ แบบ ข.

Proxy Form B

(แบบที่กำหนดรายการต่าง ๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว)

(Proxy Form containing specific details)

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.....

Date Month Year

1. ข้าพเจ้า.....สัญชาติ.....อยู่บ้านเลขที่.....ถนน.....

I/We Nationality Address Road

ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....

Sub-District District Province Zip Code

2. เป็นผู้ถือหุ้นของ บริษัท กรีน รีซอร์สเซส จำกัด (มหาชน)

Being a shareholder of Green Resources Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

Holding the total amounting of shares and the voting right equals to votes as follows:

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนเสียงได้เท่ากับ.....เสียง

Ordinary share shares equivalent to voting right votes

3. ขอมอบฉันทะให้

Hereby appoint

(1).....อายุ.....ปี อยู่บ้านเลขที่.....ถนน.....

Age Address Road

ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....หรือ

Sub-District District Province Zip Code ; or,

(2).....อายุ.....ปี อยู่บ้านเลขที่.....ถนน.....

Age Address Road

ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....หรือ

Sub-District District Province Zip Code ; or,

(3)  มอบฉันทะให้กรรมการอิสระและกรรมการตรวจสอบ นายสมควร มุสิกอินทร์ อายุ 76 ปี

Assign a proxy to the Independent Director and Audit Committee, Mr.Somkuan Musig-in. Age 76 years old.

อยู่บ้านเลขที่ 24/265 หมู่ที่ 7 ต.ตลาดขวัญ อ.เมืองนนทบุรี จ.นนทบุรี รหัสไปรษณีย์ 11000

Address at 24/265 Moo 7, Talad Khwan Subdistrict, Mueang Nonthaburi District, Nonthaburi Province, Code 11000

(4)  มอบฉันทะให้กรรมการอิสระและกรรมการตรวจสอบ นายวิรัตน์ จันทร์ศิริวัฒนา อายุ 71 ปี

Assign a proxy to the Independent Director and Audit Committee, Mr.Virat Jansirivatana. Age 71 years old.

อยู่บ้านเลขที่ 698/8 ถนนนครชัยศรี ตำบลถนนนครชัยศรี อำเภอดุสิต กรุงเทพมหานคร รหัสไปรษณีย์ 10300

Address at 698/8 Nakhon Chai Si Road, Thanon Nakhon Chai Si Subdistrict, Dusit District, Bangkok Code 10300

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุม และออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2567 ในวันพฤหัสบดีที่ 20 มิถุนายน 2567 เริ่มประชุมเวลา 10.00 น. ณ อาคาร กรีน รีซอร์สเซส จำกัด (มหาชน) ห้องประชุมชั้น 3 เลขที่ 405 ถนนบอนด์สตรีท ซ.13 ต. บางพูด อ.ปากเกร็ด จ. นนทบุรี 11120 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Anyone of the above as my/our proxy holder to attend and vote at the Extraordinary General Meeting of Shareholders No. 1/2024 on Thursday, 20<sup>th</sup> June 2024 at 10.00 hrs., Green Resources Public Company Limited Building, Meeting Room Floor 3, No. 405 Bond Street Road, Soi 13, Bang Phut Subdistrict, Pak Kred District, Nonthaburi Province, or on the date and at the place as may be postponed or changed.

วาระที่ 1 เรื่อง พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2567 เมื่อวันที่พฤหัสบดีที่ 25 เมษายน 2567

**Agenda 1 – To consider and certify the Minutes of the Annual General Meeting of Shareholders 2024 on Thursday, 25<sup>th</sup> April 2024.**

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall vote independently as to his/her consideration.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote according to the shareholder’s requirement as follows.

เห็นด้วย.....เสียง  ไม่เห็นด้วย.....เสียง  งดออกเสียง.....เสียง

Approve.....Vote Disapprove.....Vote Abstain.....Vote

วาระที่ 2 พิจารณาอนุมัติกำหนดค่าตอบแทนกรรมการประจำปี 2567

**Agenda 2 - To consider and approve the fixing of the directors’ remuneration for the year 2024.**

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall vote independently as to his/her consideration.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote according to the shareholder’s requirement as follows.

เห็นด้วย.....เสียง  ไม่เห็นด้วย.....เสียง  งดออกเสียง.....เสียง

Approve.....Vote Disapprove.....Vote Abstain.....Vote

วาระที่ 3 เรื่อง พิจารณาเรื่องอื่น ๆ (ถ้ามี)

**Agenda 3 - To consider other matters (if any)**

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall vote independently as to his/her consideration.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote according to the shareholder’s requirement as follows.

เห็นด้วย.....เสียง  ไม่เห็นด้วย.....เสียง  งดออกเสียง.....เสียง

Approve.....Vote Disapprove.....Vote Abstain.....Vote

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช้เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of proxy holder in any agenda that is not as specified in this proxy shall be considered as invalid and not my voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้นรวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใดให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม ให้เสมือนถือว่าข้าพเจ้าได้กระทำเองทุกประการ

Any actions performed by the proxy in this Meeting shall be deemed to be the actions performed by myself/ourselves.

**Enclosure 5**

ลงชื่อ.....ผู้มอบฉันทะ  
Signature Proxy Grantor  
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ  
Signature Proxy Holder  
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ  
Signature Proxy Holder  
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ  
Signature Proxy Holder  
(.....)

**หมายเหตุ**

**Remarks**

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าร่วมประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

A shareholder shall appoint only one proxy holder to attend and vote at the meeting. A shareholder may not split shares and appoint more than one proxy holder in order to split votes.

2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

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

3. ในกรณีที่มิ่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้รับมอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ข. ตามแนบ

In case there is any further agenda apart from specified above brought into consideration in the Meeting, the proxy holder may use the Attachment to Proxy Form B.

**ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.**

**Attachment to Proxy Form B**

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท กรีน รีซอร์สเซส จำกัด (มหาชน)

The Proxy of the shareholder of **Green Resources Public Company Limited**

การประชุมวิสามัญผู้ถือหุ้นครั้งที่ 1/2567 ในวันพฤหัสบดีที่ 20 มิถุนายน 2567 เริ่มประชุมเวลา 10.00 น. ณ อาคาร กรีน รีซอร์สเซส จำกัด (มหาชน) ห้องประชุมชั้น 3 เลขที่ 405 ถนนบอนด์สตรีท ซ.13 ต. บางพูด อ.ปากเกร็ด จ. นนทบุรี 11120 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The Extraordinary General Meeting of Shareholders No. 1/2024 held on Thursday, 20<sup>th</sup> June, 2024 at 10:00 AM. at Green Resources Public Company Limited Building , Meeting Room Floor 3, No. 405 Bond Street Road, Soi 13, Bang Phut Subdistrict, Pak Kred District, Nonthaburi Province, or on the date and at the place as may be postponed or changed.

วาระที่..... เรื่อง.....

Agenda : ..... Subject :.....

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall vote independently as to his/her consideration.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote according to the shareholder's requirement as follows.

เห็นด้วย                       ไม่เห็นด้วย                       งดออกเสียง

Approve                      Disapprove                      Abstain

วาระที่..... เรื่อง.....

Agenda : ..... Subject :.....

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall vote independently as to his/her consideration.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote according to the shareholder's requirement as follows.

เห็นด้วย                       ไม่เห็นด้วย                       งดออกเสียง

Approve                      Disapprove                      Abstain

วาระที่..... เรื่อง.....

Agenda : ..... Subject :.....

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall vote independently as to his/her consideration.

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(b) The proxy holder shall vote according to the shareholder's requirement as follows.

เห็นด้วย                       ไม่เห็นด้วย                       งดออกเสียง

Approve                      Disapprove                      Abstain



วาระที่..... เรื่อง.....

Agenda : ..... Subject :.....

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall vote independently as to his/her consideration.

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(b) The proxy holder shall vote according to the shareholder's requirement as follows.

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

ข้าพเจ้าขอรับรองว่ารายการในใบประจำต่อแบบหนังสือมอบฉันทะถูกต้องบริบูรณ์และความเป็นจริงทุกประการ

I hereby certify that the content contained in this Annex to the Form of Proxy is completely correct and true in all respect.

ลงชื่อ.....ผู้มอบฉันทะ  
Signature Proxy Grantor  
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ  
Signature Proxy Holder  
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ  
Signature Proxy Holder  
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ  
Signature Proxy Holder  
(.....)

20 บาท  
Duty Stamp  
20 บาท

แบบหนังสือมอบฉันทะ แบบ ค.  
Proxy Form C

(แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)  
(For foreign shareholders who have custodians in Thailand only)

เขียนที่.....

Written at  
วันที่.....เดือน.....พ.ศ.....

Date Month Year

1. ข้าพเจ้า..... สัญชาติ..... อยู่บ้านเลขที่..... ถนน.....  
I/We Nationality Address Road  
ตำบล/แขวง..... อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์.....  
Sub-District District Province Zip Code

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ.....  
In the capacity of custodian with

2. เป็นผู้ถือหุ้นของ บริษัท กรีน รีซอร์สเซส จำกัด (มหาชน)

Being a shareholder of Green Resources Public Company Limited

โดยถือ หุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้  
Holding the total amounting of shares and the voting right equals to votes as follows:  
หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนเสียงได้เท่ากับ.....เสียง  
Ordinary share shares equivalent to voting right votes

3. ขอมอบฉันทะให้

Hereby appoint

(1).....อายุ.....ปี อยู่บ้านเลขที่..... ถนน.....  
Age Address Road  
ตำบล/แขวง..... อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์.....หรือ  
Sub-District District Province Zip Code : or,

(2).....อายุ.....ปี อยู่บ้านเลขที่..... ถนน.....  
Age Address Road  
ตำบล/แขวง..... อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์.....หรือ  
Sub-District District Province Zip Code : or,

(3)  มอบฉันทะให้กรรมการอิสระและกรรมการตรวจสอบ นายสมควร มุสิกอินทร์ อายุ 76 ปี  
Assign a proxy to the Independent Director and Audit Committee, Mr.Somkuan Musig-in. Age 76 years old.  
อยู่บ้านเลขที่ 24/265 หมู่ที่ 7 ต.ตลาดขวัญ อ.เมืองนนทบุรี จ.นนทบุรี รหัสไปรษณีย์ 11000  
Address at 24/265 Moo 7, Talad Khwan Subdistrict, Mueang Nonthaburi District, Nonthaburi Province, Code 11000

(4)  มอบฉันทะให้กรรมการอิสระและกรรมการตรวจสอบ นายวิรัต จันทร์ศิริวัฒนา อายุ 71 ปี  
Assign a proxy to the Independent Director and Audit Committee, Mr.Virat Jansirivatana. Age 71 years old.  
อยู่บ้านเลขที่ 698/8 ถนนนครชัยศรี ตำบลถนนนครชัยศรี อำเภอคูสิต กรุงเทพมหานคร รหัสไปรษณีย์ 10300  
Address at 698/8 Nakhon Chai Si Road, Thanon Nakhon Chai Si Subdistrict, Dusit District, Bangkok Code 10300

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุม และออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2567 ในวันพฤหัสบดีที่ 20 มิถุนายน 2567 เริ่มประชุมเวลา 10.00 น. ณ อาคาร กรีน รีซอร์สเซส จำกัด (มหาชน) ห้องประชุมชั้น 3 เลขที่ 405 ถนนบอนด์สตรีท ซ.13 ต. บางพูด อ.ปากเกร็ด จ. นนทบุรี 11120 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Anyone of the above as my/our proxy holder to attend and vote at the Extraordinary General Meeting of Shareholders No. 1/2024 on Thursday, 20<sup>th</sup> June 2024 at 10.00 hrs., Green Resources Public Company Limited Building, Meeting Room Floor 3, No. 405 Bond Street Road, Soi 13, Bang Phut Subdistrict, Pak Kred District, Nonthaburi Province, or on the date and at the place as may be postponed or changed.

4. ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

I/We therefore would like to vote for each agenda item as follows:

มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

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

มอบฉันทะบางส่วน คือ

Grant partial shares of

หุ้นสามัญ.....หุ้น และสิทธิออกเสียงลงคะแนนได้.....เสียง  
Ordinary share shares, entitled to voting right votes

5. ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We therefore would like to vote for each agenda item as follows:

วาระที่ 1 เรื่อง พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2567 เมื่อวันพฤหัสบดีที่ 25 เมษายน 2567

**Agenda 1 – To consider and certify the Minutes of the Annual General Meeting of Shareholders 2024 on Thursday, 25<sup>th</sup> April 2024.**

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall vote independently as to his/her consideration.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote according to the shareholder’s requirement as follows.

เห็นด้วย.....เสียง  ไม่เห็นด้วย.....เสียง  งดออกเสียง.....เสียง

Approve.....Vote Disapprove.....Vote Abstain.....Vote

วาระที่ 2 พิจารณานุมัติกำหนดค่าตอบแทนกรรมการประจำปี 2567

**Agenda 2 - To consider and approve the fixing of the directors’ remuneration for the year 2024.**

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall vote independently as to his/her consideration.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote according to the shareholder’s requirement as follows.

เห็นด้วย.....เสียง  ไม่เห็นด้วย.....เสียง  งดออกเสียง.....เสียง

Approve.....Vote Disapprove.....Vote Abstain.....Vote

วาระที่ 3 เรื่อง พิจารณาเรื่องอื่น ๆ (ถ้ามี)

**Agenda 3 - To consider other matters (if any)**

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall vote independently as to his/her consideration.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote according to the shareholder's requirement as follows.

เห็นด้วย.....เสียง    ไม่เห็นด้วย.....เสียง    งคออกเสียง.....เสียง  
 Approve.....Vote   Disapprove.....Vote   Abstain.....Vote

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช้เป็นารลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of proxy holder in any agenda that is not as specified in this proxy shall be considered as invalid and not my voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้นรวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใดให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม ให้เสมือนถือว่าข้าพเจ้าได้กระทำเองทุกประการ

Any actions performed by the proxy in this meeting shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ.....ผู้มอบฉันทะ  
 Signature Proxy Grantor  
 (.....)

ลงชื่อ.....ผู้รับมอบฉันทะ  
 Signature Proxy Holder  
 (.....)

ลงชื่อ.....ผู้รับมอบฉันทะ  
 Signature Proxy Holder  
 (.....)

ลงชื่อ.....ผู้รับมอบฉันทะ  
 Signature Proxy Holder  
 (.....)

#### หมายเหตุ

#### Remarks

1. หนังสือมอบฉันทะแบบ ค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น

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

2. หลักฐานที่ต้องแนบพร้อมทั้งหนังสือมอบฉันทะ คือ

Evidences to be enclosed with the proxy form are:

(1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน

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

(2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทน ได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian) Letter of certification to certify that the signer in the Proxy Form have a permit to act as a Custodian.

(3) ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

A shareholder shall appoint only one proxy holder to attend and vote at the Meeting. A shareholder may not split shares and appoint more than one proxy holder in order to split votes.

(4) วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

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

(5) ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.ตามแนบ

In case there is any further agenda apart from specified above brought into consideration in the meeting, the proxy holder may use the attachment to Proxy Form C

**ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.**

**Attachment to Proxy Form C**

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท กรีน รีซอร์สเซส จำกัด (มหาชน)

The Proxy of the shareholder of **Green Resources Public Company Limited**

การประชุมวิสามัญผู้ถือหุ้นครั้งที่ 1/2567 ในวันพฤหัสบดีที่ 20 มิถุนายน 2567 เริ่มประชุมเวลา 10.00 น. ณ อาคาร กรีน รีซอร์สเซส จำกัด (มหาชน) ห้องประชุมชั้น 3 เลขที่ 405 ถนนบอนด์สตรีท ซ.13 ต. บางพูด อ.ปากเกร็ด จ. นนทบุรี 11120 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The Extraordinary General Meeting of Shareholders No. 1/2024 held on Thursday, 20<sup>th</sup> June, 2024 at 10:00 AM. at Green Resources Public Company Limited Building , Meeting Room Floor 3, No. 405 Bond Street Road, Soi 13, Bang Phut Subdistrict, Pak Kred District, Nonthaburi Province, or on the date and at the place as may be postponed or changed.

วาระที่..... เรื่อง.....  
 Agenda : ..... Subject :.....

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 (a) The proxy holder shall vote independently as to his/her consideration.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 (b) The proxy holder shall vote according to the shareholder's requirement as follows.

เห็นด้วย.....เสียง  ไม่เห็นด้วย.....เสียง  งดออกเสียง.....เสียง  
 Approve.....Vote Disapprove.....Vote Abstain.....Vote

วาระที่..... เรื่อง.....  
 Agenda : ..... Subject :.....

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 (a) The proxy holder shall vote independently as to his/her consideration.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 (b) The proxy holder shall vote according to the shareholder's requirement as follows.

เห็นด้วย.....เสียง  ไม่เห็นด้วย.....เสียง  งดออกเสียง.....เสียง  
 Approve.....Vote Disapprove.....Vote Abstain.....Vote

วาระที่..... เรื่อง.....  
 Agenda : .....Subject :.....

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 (a) The proxy holder shall vote independently as to his/her consideration.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 (b) The proxy holder shall vote according to the shareholder's requirement as follows.

เห็นด้วย.....เสียง  ไม่เห็นด้วย.....เสียง  งดออกเสียง.....เสียง  
 Approve.....Vote Disapprove.....Vote Abstain.....Vote

วาระที่..... เรื่อง.....  
 Agenda : .....Subject :.....

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 (a) The proxy holder shall vote independently as to his/her consideration.



## Map of the Extraordinary General Meeting of Shareholders No.1/2024

### Green Resources Public Company Limited

At Green Resources Public Company Limited Building , Meeting Room Floor 3, No. 405

Bond Street Road, Soi 13, Bang Phut Subdistrict, Pak Kred District, Nonthaburi Province



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