



**Invitation to the 2024 Annual General Meeting of Shareholders  
Bangchak Sriracha Public Company Limited**

**Wednesday, 10 April 2024  
at 13.30 hrs.**

Held only via electronic devices (e-AGM)  
(No meeting room available for physical meeting)

Measures and Guidelines for attending the 2024 Annual General Meeting of Shareholders ("2024 AGM") held only via electronic devices (e-AGM) provided by Digital Access Platform Co., Ltd ("DAP"), a group company of the Stock Exchange of Thailand

1. Shareholder wishing to attend the 2024 AGM via e-Shareholders Meeting shall register and identify yourself at [This Link](#) or scan QR Code embedded aside to enter the e-Shareholders Meeting system from 18 March 2024 to 13.30 hrs. on 10 April 2024.
2. If a shareholder does not wish or is unable to attend the 2024 AGM via e-Shareholders Meeting, the shareholder is requested to proxy the Company's Independent Director or other person as follows:
  - 2.1 To submit proxy and supporting documents to the Company provided that proxy and supporting documents must be obtained by the Company within 17.00 hrs on 5 April 2024; or
  - 2.2 To proxy by yourself at [This Link](#) or scan the QR Code above to enter the e-Shareholders Meeting system within 12.00 hrs on 9 April 2024, and further submit proxy and supporting to the Company after the registration.
3. Shareholders shall follow the instructions prescribed in the [DAP e-Shareholders Meeting Manual Enclosure 11](#) or scan this QR Code embedded aside.
4. After shareholder verification is completed, the shareholder will obtain the link to attend the e-Meeting DAP e-Shareholder.
5. By 5 April 2024, shareholders who have questions may send questions in advance to the Company via [bsrcir@bangchak.co.th](mailto:bsrcir@bangchak.co.th) or 033 142 244. Shareholders' names and last names must be clearly provided.



**Bangchak Sriracha Public Company Limited**

3195/21-29 Rama IV Road, Klong Ton,  
Klong Toey District, Bangkok 10110  
Telephone: 0-2124-7999  
[www.bsrc.co.th](http://www.bsrc.co.th)

Download Meeting Documents



(Enclosure 1)



8 March 2024

- Subject:** Invitation to the 2024 Annual General Meeting of Shareholders
- To:** Shareholders of Bangchak Sriracha Public Company Limited
- Enclosures:**
1. Annual Registration Statement/Annual Report 2023 (Form 56-1 One Report 2023)
  2. Profiles of directors retiring by rotation who are nominated to be re-elected as directors for another term or nominated to be elected to replace retiring director
  3. Profiles of the proposed auditors for the year 2024
  4. The Restructuring of the Company's subsidiaries
  5. Information of Independent Directors proposed for Appointment as Proxy
  6. Proxy Form A, B and C.
  7. Rules for registration, proxy, and attendance at the Shareholders' Meeting
  8. Explanation regarding Proxy Forms for the Shareholders' Meeting and Proxy Forms consistent with the Notice of the Department of Business Development Regarding Prescription of Form of Proxy (No. 5) B.E. 2550
  9. Articles of Association of the Company relating to the General Meeting of Shareholders
  10. Request Form for the Annual Registration Statement / Annual Report 2023 (Form 56-1 One Report), in hard copy
  11. Rules for registration, proxy and attending the Shareholders' Meeting Only Via Electronic Means provided by Digital Access Platform Co., Ltd (DAP)
  12. Privacy Notice

The Board of Directors of Bangchak Sriracha Public Company Limited ("the **Company**") invites you to attend the 2024 Annual General Meeting of Shareholders ("the **Meeting**") on **Wednesday, 10 April 2024, at 13.30 hrs. via electronic devices (E-AGM) only**, and no meeting room available for a physical meeting, to consider the following agenda items.

**Agenda 1** **To acknowledge the Board of Directors report on the 2023 performance statement**

Background and Rationale: The Company prepared the Board of Directors report on the 2023 performance statement, in which details appeared in the Annual Registration Statement/ Annual Report 2023 (Form 56-1 One Report for the year 2023) (Enclosure 1).

Opinion of the Board of Directors: It is appropriate to propose to the Meeting to consider and acknowledge the Board of Directors report on the 2023 performance statement.

Passing of a Resolution: As this agenda is for acknowledgement, there is no voting.

**Agenda 2** **To consider and approve the Audited Financial Statements for the year ended 31 December 2023**

Background and Rationale: The Company has prepared the financial statements for the year ended 31 December 2023, audited by the certified public accountant, and endorsed by the Audit Committee. Based on the auditor's opinion, the consolidated financial statements of the Company and its subsidiary were presented fairly in all material respects and in accordance with generally accepted auditing standards. The details are as

appear in which details appeared in the Annual Registration Statement/ Annual Report 2023 (Form 56-1 One Report for the year 2023) for the “Financial Statements” section as per details in Enclosure 1.

Opinion of the Board of Directors: It is appropriate to propose to the Meeting to consider and approve the Audited Financial Statements for the year ended 31 December 2023, audited by the certified public accountant, and endorsed by the Audit Committee.

Passing of a Resolution: This agenda requires a simple majority vote of shareholders present at the Meeting and entitled to vote.

### Agenda 3

#### **To consider and approve the allocation of profits for legal reserves and dividend payments of the operating results of the year 2023**

Background and Rationale: According to Section 115 of the Public Limited Companies Act, B.E. 2535 (1992), and the Articles of Association of the Company, no dividends shall be paid other than out of profits. The dividends shall be paid equally according to the number of shares. According to Section 116 of the Public Limited Companies Act, B.E. 2535 (1992), the Company is required to allocate no less than five percent of the annual net profits, less the accumulated losses brought forward (if any), as reserve funds, until the statutory reserve reaches an amount of not less than ten percent of the registered capital.

The Company has a policy in relation to dividend payment to the shareholders, of not less than 40% of net profits after deduction of all specified reserves, subject to the Company’s investment plans, applicable laws, contingencies, and other relevant considerations. The actual dividend payout ratio may vary above or below the level indicated in the dividend policy and is subject to other risk factors.

Taking into consideration the Company’s 2023 performance and other factors, it is appropriate to propose to the 2024 AGM to consider and approve the allocation of profits for legal reserves and dividend payments of the operating results of the year 2023, at the rate of Baht 0.25 per share, or a total of Baht 865,214,500. The dividend payment will be paid from the unappropriated retained earnings from the net profits for the year 2023 (Separate Financial Statements as of 31 December 2023).

This dividend payment complied with the Company’s dividend policy. Comparative information on the allocation of profits for legal reserves and dividend payments in the previous year is as follows:

Details	2023	2022
1. The allocation of profits for legal reserves (Million Baht)	113	253
2. Net Profit* (Million Baht)	2,250	9,404
3. Number of shares (Million shares)	3,461	3,461
4. Profit per share (Baht per Share)	0.65	2.72

Details	2023	2022
5. Dividend per share (Baht per Share)	0.25	0.80
5.1 Interim Dividend (Baht per Share)	-	0.50
5.2 Annual Dividend (Baht per Share)	0.25	0.30
6. Dividends payment (Million Baht)	865	2,769
7. Dividend payout ratio (%)		
7.1 Payout ratio after deduction of all specified reserves (%)	40	30
7.2 Payout ratio after deduction of all specified reserves and beginning period retained loss (%)	40	58

**Remark:** \*Based on Separate Financial Statements

Opinion of the Board of Directors: It is appropriate to propose to the 2024 AGM to consider and approve the allocation of profits for legal reserves and dividend payments of the operating results of the year 2023, at the rate of Baht 0.25 per share, or a total of Baht 865,214,500. The dividend payment will be paid from the unappropriated retained earnings from the net profits for the year 2023 (Separate Financial Statements as of 31 December 2023). The Company determines the shareholders' list entitled to receive the dividend by the Record Date on Tuesday, 12 March 2024. The dividend payment will be made on Thursday, 9 May 2024.

In this regard, the right to receive dividends is subject to the Meeting's resolution.

Passing of a Resolution: This agenda requires a simple majority vote of shareholders present at the Meeting and entitled to vote.

#### Agenda 4

**To consider and approve the election of the directors in replacement of the directors who retire by rotation, and the amendment to directors authorized to sign their names on behalf of the Company**

Background and Rationale: According to Section 71 of the Public Limited Companies Act, B.E. 2535 (1992), and the Articles of Association of the Company, at every annual ordinary meeting, one-third (1/3) of the directors shall vacate in proportion. If the number of directors is not a multiple of three, the number of directors closest to one-third shall vacate. A director who vacates office under this section may be re-elected.

In the Meeting, four directors shall retire, which are:

1. Mr. Somchai Kuvijitsuwan      Vice Chairman,  
Independent Director, and Audit Committee Member
2. Miss Khaisri Utaiwan          Independent Director and Audit Committee Member
3. Pol.Lt.Gen. Chaiwat Chotima    Independent Director
4. Mrs. Ratrimani Pasiphol        Director

Mrs. Ratrimani Pasiphol will not be re-elected to be the Company's director for another term in the Meeting due to other businesses.

For nominating the directors, the Company made an announcement to invite the shareholders to propose the names of qualified candidates, and not prohibited by laws in advance for the positions of the directors in the Meeting via the Company's website and the SET's channel during 24 October 2023 to 1 February 2024. However, neither the agenda nor the names of the nominated persons have been proposed.

The Nomination and Remuneration Committee has thoroughly and carefully conducted the review of its screened under the Company's nomination policy to select qualified and suitable individuals to be proposed to hold the position of the Company's directors in accordance with the qualifications, working experiences, skills, and expertise, as well as the proportion of the Board members, including the performance of the directors during the past year. The Nomination and Remuneration Committee considers that the three persons are fully qualified as directors and have duly performed their duties as members of the Company's Board of Directors and Sub-Committees well throughout the time. In addition, the Nomination and Remuneration Committee considers that the independent directors will independently express their opinions, and be in compliance with relevant regulations, including the qualifications and performance of duties of independent directors according to the principles of the Corporate Governance Code for listed companies 2017 of the Securities and Exchange Commission of Thailand

In addition, the Nomination and Remuneration Committee has considered and is of the opinion that Mr. Surachai Kositsareewong has knowledge, abilities, experiences, and expertise that is beneficial to the Company's business, and having ethics in doing business including the qualifications and not having prohibited characteristics according to Section 68 of the Public Limited Companies Act, and the Securities and Exchange Act as well as related announcements.

For the best interests of the Company, the Nomination and Remuneration Committee, excluding the directors who are proposed for re-election, cast their votes individually to propose to the Board of Directors to propose to the Meeting to consider and approve:

- (1) the re-election of 3 following directors who will retire by rotation to be directors for another term:
  - 1) Mr. Somchai Kuvijitsuwan, who has been the Vice Chairman, the Independent Director, and the Audit Committee Member since 15 December 2023 until now for 2 consecutive months, whether the proposal been approved by the Meeting, the term of the director position serving will be a total of 3 years 6 months,
  - 2) Miss Khaisri Utaiwan, who has been an Independent Director and Audit Committee Member since 31 August 2023 until now for 6 consecutive months, whether the proposal has been approved by the Meeting, the term of the director position serving will be a total of 3 years 6 months,

- 3) Pol.Lt.Gen. Chaiwat Chotima, who has been an Independent Director since 31 August 2023 until now for 6 consecutive months, whether the proposal has been approved by the Meeting, the term of the director position serving will be a total of 3 years 6 months.
- (2) the appointment of Mr. Surachai Kositsareewong, as the Company's new director in replacement of Mrs. Ratrimani Pasiphol, who will retire by rotation and not be re-elected to be the Company's director for another term in the Meeting due to other businesses.

The profiles of each retired director were submitted together with the Meeting invitation ([Enclosure 2](#)).

In addition, to be in line with the change of director, the Meeting was proposed to consider and approve:

- (3) the amendment to directors authorized to sign their names on behalf of the Company to be in line with the change of director, as follows:

From

"Any two of Mr. Suthep Wongvorazathe, Pol.Lt.Gen. Chaiwat Chotima, General Warakiat Rattananont, Mr. Somchai Tejavaniya, Mr. Bundit Hansapaiboon, Miss Phatpuree Chinkulkitnivat, and Mrs. Ratrimani Pasiphol to jointly sign and affix the Company's seal."

To:

"Any two of Mr. Suthep Wongvorazathe, Pol.Lt.Gen. Chaiwat Chotima, General Warakiat Rattananont, Mr. Somchai Tejavaniya, Mr. Bundit Hansapaiboon, and Miss Phatpuree Chinkulkitnivat to jointly sign and affix the Company's seal."

Opinion of the Board of Directors: The Board of Directors, excluding the directors who are proposed for re-election, has thoroughly considered and carefully conducted its review of the screened process under the Company's nomination policy and ruled that the four nominated directors are fully qualified as directors and had duly performed their duties as the members of the Company's Board of Directors and Sub-Committees well. In addition, the Board of Directors considers that the directors will independently express their opinion and in compliance with relevant regulations.

The Board of Directors agreed with the recommendation made by the Nomination and Remuneration Committee to propose the Shareholders' Meeting to consider and approve:

1. the re-election of Mr. Somchai Kuvijitsuwan, who has been the Vice Chairman, the Independent Director, and the Audit Committee Member since 15 December 2023 until now for 2 consecutive months, whether the proposal been approved by the Meeting, the term of the director position serving will be a total of 3 years 6 months, Miss Khaisri Utaiwan, who has been an Independent Director and Audit Committee Member since 31 August 2023 until now for

- 6 consecutive months, whether the proposal has been approved by the Meeting, the term of the director position serving will be a total of 3 years 6 months, and Pol.Lt.Gen. Chaiwat Chotima, who has been an Independent Director since 31 August 2023 until now for 6 consecutive months, whether the proposal has been approved by the Meeting, the term of the director position serving will be a total of 3 years 6 months, the directors who will retire by rotation to be the Company's directors for another term;
2. the appointment of Mr. Surachai Kositsareewong, as the Company's new director in replacement of Mrs. Ratrimani Pasiphol, who will retire by rotation and not be re-elected to be the Company's director for another term in the Meeting due to other businesses;
  3. the amendment to directors authorized to sign their names on behalf of the Company to be in line with the change of director.

As proposed above.

Passing of a Resolution:

This agenda requires a simple majority vote of shareholders present at the Meeting and entitled to vote.

**Agenda 5**

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

Background and Rationale:

According to the Public Limited Companies Act, B.E. 2535 (1992), Section 90, and the Articles of Association of the Company, a payment of remuneration of the directors shall be in accordance with the resolution of the meeting of shareholders based on a vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting.

In order to ensure that the Company's directors will receive the appropriateness and fair remuneration, the Nomination and Remuneration Committee has considered the director remuneration for the year 2020, by taking into account the updated information of the benchmark rates of peers in the industry, as well as the Company's business expansion, the performance of the Company, including scope and responsibility of each committee as well as the performance of the Board of Directors and Sub-Committees, and endorsed the matter to be proposed to the Board of Directors for further proposal to the Meeting to approve the directors' remuneration for the year 2024, which is the same rate as the previous year, approved by the Extraordinary General Meeting of Shareholders No.1/2023, as follows.

**(1) Monthly Remuneration and Meeting Allowance**

The directors' remuneration	2024
1. The Board of Directors	
<ul style="list-style-type: none"> <li>● Monthly Remuneration (Baht/person)</li> </ul>	45,000
<ul style="list-style-type: none"> <li>● Meeting Allowance (Baht/time/person) (Only for attending directors)</li> </ul>	45,000

The directors' remuneration		2024
2. The Sub-Committees		
1) The Audit Committee		
• Monthly Remuneration (Baht/person)		20,000
• Meeting Allowance (Baht/time/person) (Only for attending directors)		25,000
2) The Nomination and Remuneration Committee, Sustainability and Corporate Governance Committee, and other committees that may be appointed in the future by the Board as seen fit and necessary		
• Monthly Remuneration (Baht/person)		None
• Meeting Allowance (Baht/time/person) (Only for attending directors)		25,000

The Chairman of the Board of Directors and the Chairman of the Sub-Committees shall receive monthly remuneration and meeting allowances higher than those of members by 25 percent, whilst the Vice Chairman of the Board of Directors shall receive monthly remuneration and meeting allowances higher than those of members by 12.5 percent respectively.

### (2) Bonus

0.75 per cent of the net profit, but not over Baht 3,000,000 per year per director. The calculated amounts are to reflect individual periods of service. Moreover, the Chairman and Vice Chairman shall receive a bonus higher than those of members by 25 percent and 12.5 percent respectively.

### (3) Other Remunerations

Group health insurance: in-patient (IPD) and out-patient (OPD) with annual premiums not over Baht 50,000 (excluding VAT) per director.

Details of the remuneration of each director for the year 2023 appear in the "Remuneration of the Board of Directors and Executives" of the Annual Registration Statement/ Annual Report 2023 (Form 56-1 One Report for the year 2023) (Enclosure 1).

Opinion of the Board of Directors: Concurred with the Nominating and Remuneration Committee's recommendation, the Meeting is recommended to consider and approve the determination of directors' remuneration for the year 2024, as proposed above.

Passing of a Resolution: This agenda requires a vote of no less than two-thirds of the total votes of shareholders present at the Meeting.



**Agenda 6****To consider and approve the appointment of auditor and determination of auditor remuneration for the year 2024**Background and Rationale:

To comply with the Public Company Act, B.E. 2535 (1992), Section 120, regarding the appointment of auditor and determination of auditor remuneration by the Meeting of Shareholder, and the Notification of the Securities and Exchange Commission. No. TorJor. 44/2013 regarding rules, criteria, and procedures for disclosure of financial status and operating results of securities issuing companies (as amended) requires that the Company ensure the rotation of their auditors whether auditors have performed their duties for 7 consecutive accounting years or not. In this regard, the Company may appoint retired auditors by rotation for the auditors who continuously performed their duties for at least 5 consecutive accounting years.

For the year 2024, the Company conducted a bidding process for audit fees. The Audit Committee had reviewed and considered the knowledge, ability, experience, and independence in auditing. adequacy of resources, including the appropriate audit fee, then resolved to propose to the Board of Directors to consider and concur on the appointment of an auditor for financial statements of the Company for the year 2024 ending on 31 December 2024 as listed below,

- (1) Mr. Sakda Kaothanthong  
Certified Public Accountant License No. 4628, or  
(Never signed the Financial Statements of the Company)
- (2) Mr. Waiyawat Kosamarnchaiyakij  
Certified Public Accountant License No. 6333, or  
(Never signed the Financial Statements of the Company)
- (3) Mr. Charoen Phosamritlert  
Certified Public Accountant License No. 4068, or  
(Never signed the Financial Statements of the Company)
- (4) Mr. Yoottapong Soontalinka  
Certified Public Accountant License No. 10604  
(Never signed the Financial Statements of the Company)

Any of these auditors from KPMG Phoomchai Audit Ltd. shall be appointed as the Company's auditor and the auditor remuneration for the year 2024 ending on 31 December 2024 shall be determined, in an amount of Baht 2,590,000, which the rate is lower than 60 percent compared to the previous year. The proposed auditor remuneration is consistent with the operating expenses of the auditor's audit, and the remuneration offered by the auditor is the same standard price as the size of the business and the same industry as the Company. The auditor remuneration is exclusive of out-of-pocket which will be billed per actual not exceed than 8% of audit fees.

Details of profiles of the proposed auditors for the year 2024 are shown in [Enclosure 3](#) of the invitation to the Meeting.

Comparative information on the payment of Auditor's remuneration in the previous year.

Details	2024 (Proposed year)	2023	Decrease (percent)
Audit fees (Baht)	2,590,000	6,538,567	60
Non-audit fee (Baht)	None	None	-

The four auditors are qualified of KPMG Phoomchai Audit Ltd. are auditors approved by The Securities and Exchange Commission, Thailand (SEC). They are qualified and have no relationship with or any vested interest in the Company, executives, major shareholders, or any related persons, therefore, are independent in the audit and provision of opinion on the Company's financial statements. In addition, none of the aforementioned auditors has acted as the auditor of the Company for more than 7 consecutive fiscal years or not.

In addition, KPMG Phoomchai Audit Ltd., is appointed as the auditor of the subsidiaries of the Company for the year 2024.

Details of audit fee and non-audit fee paid to the auditor, related business to auditors and other auditors for the year 2023 ended on 31 December 2023 can be found in the "Auditor Remuneration" of the Annual Registration Statement/ Annual Report 2023 (Form 56-1 One Report for the year 2023) (Enclosure 1).

Opinion of the Board of Directors: The Board of Directors concurred with the endorsement of the Audit Committee to propose to the Meeting to appoint either Mr. Sakda Kaothanthong, Certified Public Accountant License No. 4628, or Mr. Waiyawat Kosamarnchaiyakij, Certified Public Accountant License No. 6333, or Mr. Charoen Phosamritlert, Certified Public Accountant License No. 4068, or Mr. Yoottapong Soontalinka, Certified Public Accountant License No. 10604, from KPMG Phoomchai Audit Ltd., to be the auditor of the Company and to determine the auditor remuneration in the amount of Baht 2,590,000 for the audit of the Financial Statements for the year 2024 ending on 31 December 2024.

Passing of a Resolution: This agenda requires a simple majority vote of shareholders present at the Meeting and entitled to vote.

**Agenda 7** **To consider and approve the issuance and offering of debentures up to Baht 30,000 million**

Background and Rationale: The Board of Directors deems it appropriate to propose to the Meeting, to consider and approve the issuance and offering of debentures up to Baht 30,000 million or equivalent in other currencies (revolving basis), within 5 years (the year 2024-2028), as deemed appropriate for the Company's financial needs and prevailing market conditions, for use as an investment, and/or general working capital, and/or repayment of existing debts, and/or others related to the Company's business.

The Board of Directors and/or persons assigned by the Board of Directors are authorized to engage in or refrain from engaging in any activity concerning and/or related to the issuance and offer of these debentures as appropriate. Details of the issuance and offering of debentures are as follows.

<b>Offering period</b>	During 2024-2028
<b>Type of debentures</b>	Debentures of all types, whether specifying holders' names or not, secured, or unsecured, subordinated, or unsubordinated, and with or without holders' representatives
<b>Requested approval limit</b>	Not exceeding Baht 30,000 million or equivalent in other currencies at any time. In the event that the debentures are redeemed, early redeemed, or repurchased for any reason, resulting in the outstanding balance of the debentures being reduced, the Company may issue additional debentures as long as outstanding debentures at any time are not exceeding such limit (revolving basis).
<b>Offering method</b>	The debentures may be offered onshore, and/or offshore to the public (public offering), and/or private placement, and/or high net worth investors, and/or institutional investors in one full lump sum or partial amount, either single or multiple offerings, either under projects and/or on a revolving basis.
<b>Objectives</b>	To be utilized as an investment, and/or general working capital, and/or repayment of existing debts, and/or others related to the Company's business.
<b>Tenor</b>	To be specified for each tranche, subject to market conditions and related prevailing factors at the time of issuance and offering, or under the corresponding terms and conditions of debentures for each tranche.
<b>Interest rates or rates of return</b>	To be decided regarding prevailing market conditions and other factors at the time of issuance and offering or under the corresponding terms and conditions of debentures for each tranche. In this regard, it shall comply with the notifications of the Securities and Exchange Commission (SEC) and/or the Office of SEC and/or other notifications or related regulations where applicable at the time of issuance and offering.
<b>Early Redemption</b>	Debenture holders may or may not have the right to redeem the debentures prior to the maturity date, and/or the Company may or may not have the right to redeem them prior to the maturity date, subject to the corresponding terms and conditions of debentures for each tranche.
<b>Authority to specify other details</b>	<p>The Board of Directors and/or persons assigned by the Board are authorized to engage in or refrain from engaging in any activity concerning and/or related to the issuance and offering of these debentures, which include but are not limited to the following:</p> <ol style="list-style-type: none"> <li>(1) To determine terms and details related to the issuance and offering of debentures, including types, security (if applicable), name, currency, interest rate, tenor, offering method, redemption right and maturity date, repayment of principal and interests, and other details concerning the issuance and offering, which including but not limited to par value, price, method, subscription period and allocation, and different offering method, type of investors to be offered, and terms and conditions of debentures whether single or multiple times (including being able to make the new issuance and offering of debentures to replace any matured, early redeemed, or repurchased debentures), etc.</li> <li>(2) To appoint arrangers and/or underwriters and/or debenture representatives and/or securities registrars and/or credit rating agencies and/or advisers and/or any party related to the issuance and offering of debentures in cases where such appointment needs to be made under applicable regulations or in other cases as appropriate, including listing such debentures with the Thai Bond Market Association or other secondary markets;</li> <li>(3) To contact, negotiate, execute, sign, certify, amend agreements and/or other documents, as well as to provide data and submit filing to the SEC, and/or any other agencies concerning such issuance and offering, and/or other related parties or agencies. This includes all other</li> <li>(4) To perform any actions deemed necessary and appropriate for the completion of the issuance and offering of debentures in accordance with the objectives.</li> </ol>

Opinion of the Board of Directors: It is appropriate to propose to the Meeting to consider and approve the issuance and offering of the debentures not exceeding Baht 30,000 million or equivalent in other currencies at any time within 5 years (the year 2024-2028) and the related authorization, as proposed above.

Passing of a Resolution: This agenda requires a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and entitled to cast their votes.

#### **Agenda 8**

#### **To consider and approve the restructuring of the Company's subsidiaries.**

Background and Rationale: The Board of Directors deems it appropriate to propose to the Meeting to consider and approve the restructuring of the Company's subsidiaries, considered as the acquisition or acceptance of business transfer of other company by the Company under Section 107 of the Public Limited Companies Act B.E. 2535 (as amended), the details as in the [Enclosure 4](#) The Restructuring of the Company's subsidiaries.

Opinion of the Board of Directors: It is appropriate to propose to the Meeting to consider and approve the restructuring of the Company's subsidiaries, considered as the acquisition or acceptance of business transfer of other company by the Company under Section 107 of the Public Limited Companies Act B.E. 2535 (as amended), as proposed above.

Passing of a Resolution: This agenda requires a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and entitled to cast their votes.

#### **Agenda 9**

#### **Other business (if any)**

Opinion of the Board of Directors: There will be no further proposed agenda to the Meeting of Shareholders and no voting for a resolution in this agenda to give the shareholders an opportunity to make enquiries to the Board of Directors (if any).

The Company determined the names of the shareholders who will be entitled to attend the Meeting and to receive dividend payment on Tuesday, 12 March 2024 (Record Date). The Company has disclosed the Invitation to the Meeting, together with its relevant documents on the Company's website at [www.bsrc.co.th](http://www.bsrc.co.th), Menu: Investors > Shareholder Information > Shareholder Meetings.

You are cordially invited to attend the meeting via electronic devices on the above date and time. Please note that there is no meeting room available for a physical meeting. Shareholders can register and identify themselves at [This Link](#) or scan a QR Code to enter the e-Shareholders Meeting system from 18 March 2024 to 13.30 hrs. on 10 April 2024. Any shareholder unable to attend the Meeting may appoint any independent director as your proxy by completing and submitting the attached proxy form and return the completed form and required supporting documents to the Company within 17.00 hrs. on 5 April 2024.



To generate maximum benefit from the meeting and to reserve the rights of the shareholders, if any shareholders have any queries regarding the meeting agenda, please send the questions in advance to Investor Relations at [bsrcir@bangchak.co.th](mailto:bsrcir@bangchak.co.th) or by phone at 033 142 244. Please identify your contact details. The Company will compile all the queries for further clarifications accordingly.

Yours respectfully,

**Bangchak Sriracha Public Company Limited**



**(Mr. Suthep Wongvorazathe)**

Chairman of the Board of Directors,  
and Independent Director

## Profiles of directors retiring by rotation who are nominated to be re-elected as directors for another term or nominated to be elected to replace retiring director



### Mr. Somchai Kuvijitsuwan

**Age:** 72 years

**Current position:**

Vice Chairman, Independent Director, and Audit Committee Member

**Proposed position:**

Vice Chairman, Independent Director, and Audit Committee Member

(Date of Appointment as Vice Chairman 21 February 2024

Date of Appointment as Director 15 December 2023)

**Number of years in position:** 2 months

**Number of times to attend the meeting in 2023:**

- 1/1 of the Board of Directors meeting
- 1/1 of the Audit Committee meeting

**Education/Training:**

- Bachelor of Laws in Laws Program, Ramkhamhaeng University
- Thai Barrister-at-law, Class 27, Institute of Legal Education of The Thai Bar
- Provincial Chief Public Prosecutor Course, Class 9/1987
- Master of Public Administration Program in Public Administration, National Institute of Development Administration (NIDA)
- Senior Executive Course (CMA 9), The Capital Market Academy
- Senior Executive in Energy Science Program (TEA 2), Thailand Energy Academy
- The Director Leadership Certification Program (DLCP), Class 11/2023, Thai Institute of Directors Association
- The Role of Chairman Program (RCP), Class 28/2012, Thai Institute of Directors Association
- Training for the Role of the Nomination and Governance Committee, 2012, Thai Institute of Directors Association
- Director Certification Program (DCP), Class 76/2006, Thai Institute of Directors Association
- Director Accreditation Program (DAP), Class 56/2006, Thai Institute of Directors Association
- Understanding the Fundamental of Financial Statement (UFS), Class 3/2006, Thai Institute of Directors Association

**Experience:**

- November 2023-Present  
Independent Director and the Audit, Environmental, Social Responsibilities, and Corporate Governance Committee, Krungthai Card Public Company Limited
- September 2023  
Advisory Committee to the Minister of Finance
- 2020-Present  
Independent Director, and Member of the Audit Committee, Eastern Power Group Public Company Limited
- 2016-Present  
Independent Director, Member of the Audit Committee, Member of Nomination, Remuneration, Corporate Governance, and Sustainable Development Committee, Prima Marine Public Company Limited
- 2016-Present  
Independent Director, and Member of the Risk Management Committee, WP Energy Public Company Limited

- 2016-Present  
Qualified Director in the Committee for the Budget Consideration of Central Buddhism Property, The Sangha Supreme Council of Thailand
- 2016-2018  
Chairman, AQ Estate Public Company Limited
- 2015-2018  
Independent Director, Chairman of the Audit Committee, Thonburi Healthcare Group Public Company Limited
- 2011-2018  
Independent Director, Chairman of the Audit Committee, PTT Global Chemical Public Company Limited
- 1977-2015  
Public Prosecutor Office of the Attorney General's, last position before retiring from government service by resignation was the Director-General of Public Prosecutions, Office of Policy, Strategy and Budget, Office of the Prosecutor's Committee, and Office of Economic and Resource Litigation.

**Record of violation of law:** None

**Shareholding in the Company:** None

**Director Development Training Organized by Thai Institute of Director (IOD):**

- The Director Leadership Certification Program (DLCP), Class 11/2023
- The Role of Chairman Program (RCP), Class 28/2012
- Training for the Role of the Nomination and Governance Committee, 2012
- Director Certification Program (DCP), Class 76/2006
- Director Accreditation Program (DAP), Class 56/2006
- Understanding the Fundamental of Financial Statement (UFS), Class 3/2006

**Family relationship with Executives of the Company:** None

**Directorship/Management in other listed companies:**

- Independent Director and the Audit, Environmental, Social Responsibilities, and Corporate Governance Committee, Krungthai Card Public Company Limited
- Independent Director, and Member of the Audit Committee, Eastern Power Group Public Company Limited
- Independent Director, Member of the Audit Committee, Member of Nomination, Remuneration, Corporate Governance, and Sustainable Development Committee, Prima Marine Public Company Limited
- Independent Director, and Member of the Risk Management Committee, WP Energy Public Company Limited

**Directorship/Management in non-listed companies:**

- Qualified Director in the Committee for the Budget Consideration of Central Buddhism Property, The Sangha Supreme Council of Thailand

**Directorship/Management in Business with potential conflict of interest:** None

## Profiles of directors retiring by rotation who are nominated to be re-elected as directors for another term or nominated to be elected to replace retiring director



### Miss Khaisri Utaiwan

**Age:** 67 Years

**Current position:**

Independent Director and Audit Committee Member

**Proposed position:**

Independent Director and Audit Committee Member

(Date of Appointment as Director 31 August 2023)

**Number of years in position:** 6 months

**Number of times to attend the meeting in 2023:**

- 7/7 of the Board of Directors meeting
- 6/6 of the Audit Committee meeting

**Education/Training:**

- Master of Laws, Temple University School of Law, Philadelphia, USA
- Bachelor of Laws (First Class Honors), Chulalongkorn University
- Top Executive Program in Commerce and Trade (TEPCoT) Class 10
- Certificate of Executive Program, Capital Market Academy, Class 26 (CMA 26)
- Certificate of Executive Program, Thailand Energy Academy, Class 13 (VorPorNor.13)
- Diploma of the Senior Justice Administration Program, Class 25 (BorYorSor. 25)

**Experience:**

- 2003 - Present  
Executive Director/Partner of The Legist Group Co., Ltd.

**Record of violation of law:** None

**Shareholding in the Company:** None

**Director Development Training Organized by Thai Institute of Director (IOD):** None

**Family relationship with Executives of the Company:** None

**Directorship/Management in other listed companies:** None

**Directorship/Management in non-listed companies:**

- Director and Advisor, MDCU Mednovation Co., Ltd.
- Company consultant, MDCUS Co., Ltd.
- Director of the Association of Capital Market Academy

**Directorship/Management in Business with potential conflict of interest:** None

## Profiles of directors retiring by rotation who are nominated to be re-elected as directors for another term or nominated to be elected to replace retiring director



### Pol.Lt.Gen. Chaiwat Chotima

**Age:** 71 Years

**Current position:**

Independent Director

**Proposed position:**

Independent Director

(Date of Appointment as Director 31 August 2023)

**Number of years in position:** 6 months

**Number of times to attend the meeting in 2023:**

- 7/7 of the Board of Directors meeting

**Education/Training:**

- Master degree in Political Science, New Mexico University, USA
- Bachelor of Political Science, Thammasat University
- Advance Security Management Program (ASMP), Class 3, The National Defence College
- Diploma, The Joint State - Private Sector Course Class 19, The National Defence College
- Advanced Police Administration Program, Class 17, Institute of Police Administration Development
- Certificate of Executive Program, Capital Market Academy, Class 15 (CMA 15)
- Certificate of Executive Program, Thailand Energy Academy, Class 7 (VorPorNor.7)

**Experience:**

- April 2023 - Present  
Independent Director  
BCPG Public Company Limited
- 2014 - April 2023  
Director, Bangchak Corporation Public Company Limited
- 2011  
Commissioner, Narcotics Suppression Bureau
- 2010  
Inspector-General (Inspection Division 8)

**Record of violation of law:** None

**Shareholding in the Company:** None

**Director Development Training Organized by Thai Institute of Director (IOD)**

- Director Certification Program (DCP194/2014)

**Family relationship with Executives of the Company:** None

**Directorship/Management in other listed companies:** None

**Directorship/Management in non-listed companies:**

- Vice President and Secretary, Thailand Boxing Association
- Vice President, Lawn Tennis Association of Thailand Under Royal Patronage
- Vice Chairman, Asian Boxing Confederation (ASBC)

**Directorship/Management in Business with potential conflict of interest:** None



## Profiles of directors retiring by rotation who are nominated to be re-elected as directors for another term or nominated to be elected to replace retiring director



### Mr. Surachai Kositsareewong

**Age:** 61 Years

**Proposed position:**

Director

**Number of years in position:** -None- (New Proposed)

**Number of times to attend the meeting in 2023:**  
-None- (New Proposed)

**Education/Training:**

- Master of Business Administration, Steton School of Economics and Business Administration Mercer University, USA
- Bachelor of Business Administration, Chulalongkorn University
- Director Certification Program (DCP152/2011), Thai Institute of Directors (IOD)
- Audit Committee Program (ACP16/2007), Thai Institute of Directors (IOD)
- Director Accreditation Program (DAP49/2006), Thai Institute of Directors (IOD)
- CFO Certification Program, Federation of Accounting Professions
- The Training Program on Structured Notes, Thailand Securities Institute
- Frontiers in Infrastructure Finance Distance Learning Course, The World Bank Institute
- Energy Training Program, AON
- Executive Development Program (EDP), Fiscal Policy Research Institute
- CEDI BABSON Entrepreneurial Leadership Program, Babson College Wellesley, Massachusetts, USA
- Diploma, The National Defence Course (NDC56), The National Defence College
- Intermediate Certificate Course in Good Governance for Middle Level Executives, Class 12, Public Director Institute
- Top Executive Program, Class 23, Capital Market Academy (CMA), The Stock Exchange of Thailand
- Certificate, Program for Thai-Chinese Leadership Institute, Huachew Chalermprakiet University
- Certificate, Program for Thammasat World Leadership Program (TWLP3)

**Experience:**

- 2023-present  
Independent Director, and Audit Committee Member, Buriram Sugar Public Company Limited
- 2022-present  
Senior Executive Advisor, Bangchak Corporation Public Company Limited
- 2013-2022  
Senior Executive Vice President, Accounting and Finance Group, Bangchak Corporation Public Company Limited
- 2009-2013  
Executive Vice President, Accounting and Finance, Bangchak Petroleum Public Company Limited
- 2012-2018  
Commissioner of the Arbitration Committee
- 2014-2017  
Commissioner, The Electronic Transactions Commission
- 2012-2014  
Director, MCOT Public Company Limited
- 2012-2014  
Director, Government Saving Bank
- 2007-2009  
Vice President (Administration), and Chief Finance Officer, Dhanarak Asset Development Company Limited

**Record of violation of law:** None

**Shareholding in the Company:** None

**Director Development Training Organized by Thai Institute of Director (IOD):**

- Director Accreditation Program (DAP49/2006)
- Audit Committee Program (ACP16/2007)
- Director Certification Program (DCP152/2011)

**Family relationship with Executives of the Company:** None

**Directorship/Management in other listed companies:**

- Independent Director, and Audit Committee Member, Buriram Sugar Public Company Limited

**Directorship/Management in non-listed companies:** None

**Directorship/Management in Business with potential conflict of interest:** None

## Profiles of the Proposed Auditors for Year 2024

### 1. Mr. Sakda Kaothanthong

Education, Licenses and Certifications:

- Bachelor of Accounting, Thammasat University
- Master of Science in Accounting, Thammasat University
- Senior Executive Program, Sasin Graduate Institute of Business Administration of Chulalongkorn University
- SEC licensed auditor, CPA No. 4628

Experience:

Sakda is KPMG in Thailand's Chief Administrative Officer (CAO) and Audit & Assurance Partner who has more than 30 years of extensive experience across a wide range of industries in accordance with various accounting frameworks, including Thai GAAP and IFRS. And he was also Head of Audit & Assurance during 2019-2021.

Sakda is also involved in various services apart from audit, including the full scope of IFRS conversion and merger and acquisition projects. Sakda has experience in audits in various industries, especially energy, automotive, technology and telecommunication, consumer market and retail. He has provided audit and assurance services to both local and multinational clients, especially Japanese clients and listed companies.

### 2. Mr. Waiyawat Kosamarnchaiyaki

Education, Licenses and Certifications:

- Bachelor of Business Administration (Accounting), Rajamangala Institute of Technology
- Master degree in Financial Accounting from Chulalongkorn University
- Diploma in auditing, Thammasat University
- Certificate on taxation and principles of accounting, Ramkhamhaeng University
- SEC licensed auditor, CPA No. 6333

Experience:

Waiyawat is an audit partner at KPMG Thailand and has over 26 years of experience in public accounting, including a year secondment program at the KPMG office in Singapore. He has managed complex audits for clients in a variety of industries, primarily in the energy and natural resources, power and utility, industrial market, and financial services. He is also specialized in IFRS engagements.

### 3. Mr. Charoen Phosamritlert

#### Education, Licenses and Certifications:

- Bachelor of Accounting, Bangkok University
- Master of Business Administration, Chulalongkorn University
- Senior Executive Program, Sasin Graduate Institute of Business Administration of Chulalongkorn University
- TLCA Leadership Development Program (LDP), Thai Listed Companies Association
- SEC and BOT licensed auditor, CPA No. 4068

#### Experience:

Charoen is a Chief Executive Officer (CEO) of KPMG in Thailand, Myanmar, and Laos. He has more than 30 years of experience providing audit and business advisory services. Charoen is responsible for managing a company's overall operations - this includes delegating and directing agendas, driving profitability, managing company organizational structure, strategy, and communicating throughout internal and external parties. Charoen has accumulated extensive audit and business advisory experiences in diversified industries covering multinational and listed companies. He is part of the overseas teams for the audit of national clients listed in Foreign Stock Exchanges and coordinator for the global audit of U.S.-based clients doing business in Thailand and the Asia Pacific. He is involved in merger and acquisition projects on a regular basis. He is also making major corporate decisions and setting the company's strategic direction, managing risks, and often representing KPMG to the public.

### 4. Mr. Yoottapong Soontalinka

#### Education, Licenses and Certifications:

- Bachelor of Accounting, Thammasat University
- SEC licensed auditor, CPA No. 10604

#### Experience:

Yoottapong is an Audit & Assurance Partner at KPMG Thailand with more than 18 years of experience providing auditing and accounting services in various business fields. In addition, he has experience working abroad in Indonesia, Myanmar, and Laos, including working with both local and multinational companies, Both private companies and listed companies. His sector experience includes working with clients in the industries market, Retail, Services, Agricultural, Energy Business and Non-profit organizations, etc. He also has extensive experience in International Financial Reporting Standards.

## The restructuring of the Company's subsidiaries

The Board of Directors Meeting of Bangchak Sriracha Public Company Limited (“**Company**”) No. 3/2567 held on 23 February 2024, has considered and deemed appropriate to propose to the 2024 Annual General Meeting of Shareholders (“**2024 AGM**”) to consider and approve the restructuring of the Company's subsidiaries, considered as the acquisition or acceptance of business transfer of other company by the Company under Section 107 of the Public Limited Companies Act B.E. 2535 (as amended), details as follows:

### Background

#### 1. Currently, the Company has the following subsidiaries:

##### 1.1 Industry Promotion Enterprises Limited (“IPEL”)

Business operation is to rent out plots of land to the Company under long-term lease agreements. As of 31 December 2023, the registered capital of IPEL is Baht 3,333,400. IPEL's shares consist of common shares and preferred shares. All IPEL's common shares, equaling 30 percent of all issued shares, are held by the Company. All IPEL's remaining preferred shares are held by employees of the Company and other individuals.

##### 1.2 United Industry Development Company Limited (UIDC) (“UIDC”)

Business operation is to rent out plots of land and office buildings to the Company under long-term lease agreements. As of 31 December 2023, the registered capital of UIDC is Baht 10,000,000. UIDC's shares consist of common shares and preferred shares. All UIDC's common shares, equaling 49 percent of all issued shares, are held by the Company. All UIDC's remaining preferred shares are held by employees of the Company and other individuals.

##### 1.3 Pacesetter Enterprises Limited (“PSE”)

Business operation is to rent out plots of land to the Company under long-term lease agreements. As of 31 December 2023, the registered capital of PSE is Baht 10,000,000. PSE's shares consist of common shares group A and common shares group B. About 33 percent of all issued shares are held by the Company.

##### 1.4 Mobil Enterprises (Thailand) Limited (“METL”)

METL registered its dissolution with the Department of Business Development on 2 December 2022, and it is in the process of liquidation.

### Details

1. The Company plans to proceed with the restructuring of the Company's subsidiaries, by purchasing preferred shares from individuals who hold approximately 70 percent, and approximately 51 percent of shares in IPEL and UIDC, respectively.
2. For the proposed restructuring of IPEL and UIDC, the Company must require the Company's 2024 AGM's approval for the acquisition or acceptance of business transfer of other company or private company by the Company. The purchase of preferred shares from individuals who hold approximately 70 percent and approximately 51 percent of shares in IPEL and UIDC, respectively, is considered as the acquisition or acceptance of business transfer of other company by the Company under Section 107 of the Public Limited Companies Act B.E. 2535 (as amended), which requires a vote of not less than three-fourths of the total number of votes of shareholders who attend the meeting and have the right to vote.

The Company shall propose the 2024 AGM which will be held on 10 April 2024 to consider and approve the purchase of preferred shares from individuals who hold approximately 70 percent and approximately 51 percent of shares in IPEL and UIDC, respectively.

The purchase of preferred shares from individuals is considered as an acquisition of assets under the Notification of the Capital Market Supervisory Board No. Tor Chor. 20/2551, Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets, and the Notification of the Board of Governors of the Stock Exchange of Thailand (“SET”) Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposal of Assets, 2004 (as amended) (the “**Notifications of Asset Acquisition and Disposal**”). The highest transaction size is calculated based on the value of net tangible assets is 0.96 percent, referenced from the Audited Financial Statements for the year ended 31 December 2023. When Combination the calculation of the transaction size with the acquisition and disposal transactions of assets made during 6 months, the maximum transaction value is less than 15 percent and the Company did not issue any new shares as consideration for the purchased assets. Therefore, the Company is not required to disclose information to the SET according to the regulations under the Notifications of Asset Acquisition and Disposal.

### Opinion of the Board of Directors

After due consideration, The Board of Directors is of the view that the restructuring of the Company’s subsidiaries is reasonable and will eventually benefit the Company. Thus, the Board of Directors has endorsed the acquisition of preferred shares of IPEL and UIDC from individuals, in an amount of approximately 70 percent, and approximately 51 percent, respectively. The total number of shares held in each company is 99.99 percent, is deemed appropriate to propose to the 2024 AGM to consider the following items.

1. To consider and approve the purchase or acceptance of transfer of the business of private companies by the Company, under Section 107 of the Public Limited Companies Act B.E. 2535 (as amended), as follows:
  - (1) Acquisition of approximately 70 percent of IPEL’s preferred shares from individuals, at a purchase price equivalent to the par value of the shares (Baht 100 per share), plus the amount of accumulated unpaid dividends until the purchase date.
  - (2) Acquisition of approximately 51 percent of UIDC’s preferred shares from individuals, at a purchase price equivalent to the par value of the shares (100 baht per share), plus the amount of accumulated unpaid dividends until the purchase date.

After acceptance of the shares transferred, the Company may consider restructuring all the Company’s subsidiaries as appropriate.

2. The Chief Executive Officer, or the person authorized by the Chief Executive Officer, or the authorized signatory are authorized to have the authority to consider proceeding with:
  - (1) Sign the contract and/or related documents, contracts and/or amended documents, Contracts and/or any amendments, including fee approvals, expenses and taxes related to the acquisition of preferred shares of IPEL and UIDC from individuals (if any), as necessary and appropriate. However, the change must not be a material condition and must be presented to the Board of Directors for acknowledgement.
  - (2) Any matters relating to the proposal for consideration to complete items 1. and 2.

## Information of Independent Directors Proposed for Appointment as Proxy

### 1. Mr. Suthep Wongvorazathe

**Age:** 75 years      **Position:** Chairman of the Board of Directors, and Independent Director

**Contact address:**      Bangchak Sriracha Public Company Limited  
3195/21-29 Rama IV Road, Klong Ton, Klong Toey, Bangkok 10110

**No. of share(s) in the Company (as of 31 December 2023):** - None -

**Having interest in the agenda proposed in the General Meeting of Shareholders:** - None -

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### 2. Mr. Somchai Kuvijitsuwan

**Age:** 73 years      **Position:** Vice Chairman, Independent Director, and Member of the Audit Committee

**Contact address:**      Bangchak Sriracha Public Company Limited  
3195/21-29 Rama IV Road, Klong Ton, Klong Toey, Bangkok 10110

**No. of share(s) in the Company (as of 31 December 2023):** - None -

**Having interest in the agenda proposed in the General Meeting of Shareholders:** - None -

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### 3. Mr. Veerasak Kositpaisal

**Age:** 69 years      **Position:** Independent Director and Chairman of Audit Committee

**Contact address:**      Bangchak Sriracha Public Company Limited  
3195/21-29 Rama IV Road, Klong Ton, Klong Toey, Bangkok 10110

**No. of share(s) in the Company (as of 31 December 2023):** - None -

**Having interest in the agenda proposed in the General Meeting of Shareholders:** - None -

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### 4. Miss Khaisri Utaiwan

**Age:** 67 years      **Position:** Independent Director, Member of the Audit Committee,  
and Chairman of the Nomination and Remuneration Committee

**Contact address:**      Bangchak Sriracha Public Company Limited  
3195/21-29 Rama IV Road, Klong Ton, Klong Toey, Bangkok 10110

**No. of share(s) in the Company (as of 31 December 2023):** - None -

**Having interest in the agenda proposed in the General Meeting of Shareholders:** - None -

**Remark:** Profiles details of the above four independent directors are as in the Annual Registration Statement / Annual Report (Form 56-1 One Report) 2023.

(ปิดอากรแสตมป์  
20 บาท)  
(Attach stamp  
duty of Baht 20)

## หนังสือมอบฉันทะ แบบ ก.

## Proxy Form A.

(แบบทั่วไปซึ่งเป็นแบบที่ง่ายและไม่ซับซ้อน)  
(General and Simple Form)

เลขทะเบียนผู้ถือหุ้น.....เขียนที่.....  
Shareholder registration number.....Written at.....

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

(1) ข้าพเจ้า.....สัญชาติ.....  
I/We.....nationality

อยู่บ้านเลขที่.....ซอย.....ถนน.....  
residing/located at no.....Soi.....Road

ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....  
Sub-district.....District.....Province.....Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท.....บริษัท บางจาก ศรีราชา จำกัด (มหาชน) (“บริษัท”)  
Being a shareholder of Bangchak Sriracha Public Company Limited (the “Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้  
Holding the total number of.....shares and have the rights to vote equal to.....votes as follows

หุ้นสามัญ.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง  
ordinary share.....shares and have the rights to vote equal to.....votes

หุ้นบุริมสิทธิ.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง  
preference share.....shares and have the rights to vote equal to.....votes

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

(1) ชื่อ.....อายุ.....ปี  
Name.....age.....years,

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....  
residing/located at no.....Road.....Sub-District.....

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....  
District.....Province.....Postal Code

หรือ/Or

(2) มอบฉันทะให้กรรมการของบริษัท คือ  
Appoint the Director of the Company

นายสุเทพ วงศ์วรเศรษฐ  
ประธานกรรมการและกรรมการอิสระ หรือ  
Mr. Suthep Wongvorazathe Chairman of the Board of Directors, and Independent Director or

นายสมชาย คูวิจิตรสุวรรณ  
รองประธานกรรมการ กรรมการอิสระและประธานคณะกรรมการตรวจสอบ หรือ  
Mr. Somchai Kuvijitsuvan, Vice Chairman, Independent Director, and Member of the Audit Committee or

นายวีรศักดิ์ ไชยสิทธิ์ไพศาล  
กรรมการอิสระและประธานคณะกรรมการตรวจสอบ หรือ  
Mr. Veerasak Kositpaisal, Independent Director and Chairman of Audit Committee or

นางสาวไขศรี อุทัยวรรณ  
กรรมการอิสระและกรรมการตรวจสอบ และประธานคณะกรรมการสรรหา และกำหนดค่าตอบแทน  
Miss Khaisri Utaiwan, Independent Director, Member of the Audit Committee, and Chairman of the Nomination and Remuneration Committee

กรณีเลือกข้อ 1.  
กรุณาทำเครื่องหมาย   
และระบุรายละเอียดของ  
ผู้รับมอบฉันทะ  
If choosing No.1,  
please mark   
and give the details  
of the proxies.

กรณีเลือกข้อ 2.  
กรุณาทำเครื่องหมาย   
และเลือกกรรมการอิสระ  
คนใดคนหนึ่ง  
If choosing No.2,  
please mark   
and select one of  
the Independent  
Directors.

(ข้อมูลกรรมการอิสระของบริษัท ที่เป็นตัวแทนรับมอบฉันทะปรากฏตามสิ่งที่ส่งมาด้วยลำดับที่ 5 ของหนังสือเชิญประชุมสามัญผู้ถือหุ้น ประจำปี 2567)

(Details of Independent Directors for Appointment as Proxy are specified in Enclosure of the Invitation of the 2024 Annual General Meeting of Shareholders) 5

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะคนใดคนหนึ่ง ไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระที่เหลือเป็นผู้รับมอบฉันทะแทนกรรมการอิสระที่ไม่สามารถเข้าประชุม

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

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ในวันพุธที่ 10 เมษายน 2567 เวลา 13.30 น. ด้วยวิธีการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) เพียงรูปแบบเดียวเท่านั้น หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy (“**proxy**”) to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders on Wednesday, 10 April 2024, at 13.30 hrs. via electronic devices (E-AGM) only, or such other date, time and place as the meeting may be held.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor  
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy  
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy  
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy  
(.....)

#### หมายเหตุ/Remarks

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

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



(ปิดอากรแสตมป์  
20 บาท)  
(Attach stamp  
duty of Baht 20)

## หนังสือมอบฉันทะ แบบ ข.

## Proxy Form B.

(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนและตายตัว)  
(Form with fixed and specific details authorizing proxy)

เลขทะเบียนผู้ถือหุ้น.....เขียนที่.....  
Shareholder registration number.....Written at.....

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

(1) ข้าพเจ้า.....สัญชาติ.....  
I/We.....nationality

อยู่บ้านเลขที่.....ซอย.....ถนน.....  
residing/located at no.....Soi.....Road

ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....  
Sub-district.....District.....Province.....Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท.....บริษัท บางจาก ศรีราชา จำกัด (มหาชน) (“บริษัท”)  
Being a shareholder of Bangchak Sriracha Public Company Limited (the “Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้  
Holding the total number of.....shares and have the rights to vote equal to.....votes as follows

หุ้นสามัญ.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง  
ordinary share.....shares and have the rights to vote equal to.....votes

หุ้นบุริมสิทธิ.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง  
preference share.....shares and have the rights to vote equal to.....votes

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

กรณีเลือกข้อ 1.  
กรุณาทำเครื่องหมาย  
และระบุรายละเอียดของ  
ผู้รับมอบฉันทะ  
If choosing No.1,  
please mark  
and give the details  
of the proxies.

(1) ชื่อ.....อายุ.....ปี  
Name.....age.....years,

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....  
residing/located at no.....Road.....Sub-District

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....  
District.....Province.....Postal Code

หรือ/Or

ชื่อ.....อายุ.....ปี  
Name.....age.....years,

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....  
residing/located at no.....Road.....Sub-District

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....  
District.....Province.....Postal Code

คนหนึ่งคนใดเพียงคนเดียว  
Only of the above persons

กรณีเลือกข้อ 2.  
กรุณาทำเครื่องหมาย  
และเลือกกรรมการอิสระ  
คนใดคนหนึ่ง

If choosing No.2,  
please mark  
and select one of  
the Independent  
Directors.

- (2) มอบฉันทะให้กรรมการของบริษัท คือ  
Appoint the Director of the Company

นายสุเทพ วงศ์วรเศรษฐ์  
ประธานกรรมการและกรรมการอิสระ หรือ  
Mr. Suthep Wongvorazathe Chairman of the Board of Directors, and Independent Director or

นายสมชาย คูวิจิตรสุวรรณ  
รองประธานกรรมการ กรรมการอิสระและประธานคณะกรรมการตรวจสอบ หรือ  
Mr. Somchai Kuvijitsuvan, Vice Chairman, Independent Director, and Member of the Audit Committee or

นายวีรศักดิ์ โสสิตไพศาล  
กรรมการอิสระและประธานคณะกรรมการตรวจสอบ หรือ  
Mr. Veerasak Kositpaisal, Independent Director and Chairman of Audit Committee or

นางสาวไขศรี อุทัยวรรณ  
กรรมการอิสระและกรรมการตรวจสอบ และประธานคณะกรรมการสรรหา และกำหนดค่าตอบแทน  
Miss Khaisri Utaiwan, Independent Director, Member of the Audit Committee, and Chairman of the Nomination  
and Remuneration Committee

(ข้อมูลกรรมการอิสระของบริษัท ที่เป็นตัวแทนรับมอบฉันทะปรากฏตามสิ่งที่ส่งมาด้วยลำดับที่ 5 ของ  
หนังสือเชิญประชุมสามัญผู้ถือหุ้น ประจำปี 2567)

(Details of Independent Directors for Appointment as Proxy are specified in [Enclosure 5](#)  
of the Invitation of the 2024 Annual General Meeting of Shareholders)

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะคนใดคนหนึ่ง ไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระ  
ที่เหลือเป็นผู้รับมอบฉันทะแทนกรรมการอิสระที่ไม่สามารถเข้าประชุม

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

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าใน การประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ในวันพุธที่  
10 เมษายน 2567 เวลา 13.30 น. ด้วยวิธีการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) เพียงรูปแบบเดียวเท่านั้น หรือที่จะพึงเลื่อนไป  
ในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy (“**proxy**”) to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders  
on Wednesday, 10 April 2024, at 13.30 hrs. via electronic devices (E-AGM) only, or such other date, time and place  
as the meeting may be held.

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

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

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

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

## วาระที่ 1

## Agenda No. 1

รับทราบรายงานของคณะกรรมการเกี่ยวกับผลการดำเนินงานของบริษัท ในรอบปี 2566

To acknowledge the Board of Directors report on the 2023 performance statement

เนื่องจากเป็นวาระรับทราบ จึงไม่มีการลงคะแนน

As this agenda is for acknowledgement, there is no voting.

## วาระที่ 2

## Agenda No. 2

พิจารณาอนุมัติงบการเงิน สำหรับปีบัญชี สิ้นสุดวันที่ 31 ธันวาคม 2566

To consider and approve the Audited Financial Statements for the year ended 31 December 2023

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

## วาระที่ 3

## Agenda No. 3

พิจารณาอนุมัติการจัดสรรกำไรเป็นทุนสำรองตามกฎหมายและจ่ายเงินปันผล สำหรับผลการดำเนินงาน ปี 2566

To consider and approve the allocation of profits for legal reserves and dividend payments of the operating results of the year 2023

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

## วาระที่ 4

## Agenda No. 4

พิจารณาอนุมัติการเลือกตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ และการแก้ไขเปลี่ยนแปลงกรรมการผู้มีอำนาจนามแทนบริษัท

To consider and approve the election of the directors in replacement of the directors who retire by rotation, and the amendment to directors authorized to sign their names on behalf of the Company

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

การแต่งตั้งกรรมการทั้งหมด

The appointment of all directors.

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

- การแต่งตั้งกรรมการเป็นรายบุคคล  
The appointment of director individually.
- ชื่อกรรมการ 1. นางสาวไขศรี อุทัยวรรณ  
Director's name 1. Miss Khaisri Utaiwan
- เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain
- ชื่อกรรมการ 2. นายสมชาย คูวิจิตรสุวรรณ  
Director's name 2. Mr. Somchai Kuvijitsuwon
- เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain
- ชื่อกรรมการ 3. พลตำรวจโท ชัยวัฒน์ โชติมา  
Director's name 3. Pol.Lt.Gen. Chaiwat Chotima
- เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain
- ชื่อกรรมการ 4. นายสุรชัย โฆษิตเสรีวงศ์  
Director's name 4. Mr. Surachai Kositsareewong
- เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain
- การแก้ไขเปลี่ยนแปลงกรรมการผู้มีอำนาจลงนามแทนบริษัท  
The amendment to directors authorized to sign their names on behalf of the Company
- เห็นด้วย  ไม่เห็นด้วย งดออกเสียง  
Approve Disapprove Abstain

## วาระที่ 5

## Agenda No. 5

## พิจารณาอนุมัติการกำหนดค่าตอบแทนคณะกรรมการ ประจำปี 2567

## To consider and approve the determination of director's remuneration for the year 2024

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

## วาระที่ 6

## Agenda No. 6

## พิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชี ประจำปี 2567

## To consider and approve the appointment of an auditor and determination of auditor remuneration for the year 2024

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

## วาระที่ 7

## Agenda No. 7

## พิจารณาอนุมัติวงเงินในการออกและเสนอขายหุ้นกู้ วงเงินรวมไม่เกิน 30,000 ล้านบาท

## To consider and approve the issuance and offering of debentures up to Baht 30,000 million

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

## วาระที่ 8

## Agenda No. 8

## พิจารณาอนุมัติการปรับโครงสร้างบริษัทย่อยของบริษัท

## To consider and approve the restructuring of the Company's subsidiaries

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

## วาระที่ 9

## Agenda No. 9

## เรื่องอื่นๆ (ถ้ามี)

## Other business (if any)

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

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

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณี que ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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

ลงชื่อ/Signed ..... ผู้มอบฉันทะ/Grantor  
(.....)

ลงชื่อ/Signed ..... ผู้รับมอบฉันทะ/Proxy  
(.....)

ลงชื่อ/Signed ..... ผู้รับมอบฉันทะ/Proxy  
(.....)

ลงชื่อ/Signed ..... ผู้รับมอบฉันทะ/Proxy  
(.....)

#### หมายเหตุ/Remarks

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

## ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

## Attachment to Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท บางจาก ศรีราชา จำกัด (มหาชน)

A proxy is granted by a shareholder of Bangchak Sriracha Public Company Limited

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ในวันพุธที่ 10 เมษายน 2567 เวลา 13.30 น. ด้วยวิธีการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) เพียงรูปแบบเดียวเท่านั้น หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

At the 2024 Annual General Meeting of Shareholders on Wednesday, 10 April 2024, at 13.30 hrs. via electronic devices (E-AGM) only, or such other date, time and place as the meeting may be held.

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_  
Agenda No. Re :

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

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

เห็นด้วย  
Approve

ไม่เห็นด้วย  
Disapprove

งดออกเสียง  
Abstain

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_  
Agenda No. Re :

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

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

เห็นด้วย  
Approve

ไม่เห็นด้วย  
Disapprove

งดออกเสียง  
Abstain

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_  
Agenda No. Re :

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

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

เห็นด้วย  
Approve

ไม่เห็นด้วย  
Disapprove

งดออกเสียง  
Abstain

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_  
Agenda No. Re :

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

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

เห็นด้วย  
Approve

ไม่เห็นด้วย  
Disapprove

งดออกเสียง  
Abstain

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_  
 Agenda No. Re :

ชื่อกรรมการ \_\_\_\_\_  
 Director's name

เห็นด้วย  
 Approve

ไม่เห็นด้วย  
 Disapprove

งดออกเสียง  
 Abstain

ชื่อกรรมการ \_\_\_\_\_  
 Director's name

เห็นด้วย  
 Approve

ไม่เห็นด้วย  
 Disapprove

งดออกเสียง  
 Abstain

ชื่อกรรมการ \_\_\_\_\_  
 Director's name

เห็นด้วย  
 Approve

ไม่เห็นด้วย  
 Disapprove

งดออกเสียง  
 Abstain

ชื่อกรรมการ \_\_\_\_\_  
 Director's name

เห็นด้วย  
 Approve

ไม่เห็นด้วย  
 Disapprove

งดออกเสียง  
 Abstain

ชื่อกรรมการ \_\_\_\_\_  
 Director's name

เห็นด้วย  
 Approve

ไม่เห็นด้วย  
 Disapprove

งดออกเสียง  
 Abstain

ชื่อกรรมการ \_\_\_\_\_  
 Director's name

เห็นด้วย  
 Approve

ไม่เห็นด้วย  
 Disapprove

งดออกเสียง  
 Abstain

ชื่อกรรมการ \_\_\_\_\_  
 Director's name

เห็นด้วย  
 Approve

ไม่เห็นด้วย  
 Disapprove

งดออกเสียง  
 Abstain



ปิดอากรแสตมป์  
20 บาท)  
(Attach stamp  
duty of Baht 20)

## แบบหนังสือมอบฉันทะ แบบ ก.

## Proxy Form C.

(ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศ  
และแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น)  
(For the shareholders who are specified in the register as foreign investors  
and have appointed a custodian in Thailand to be a share depository and keeper)

เลขทะเบียนผู้ถือหุ้น.....เขียนที่.....  
Shareholder registration number.....Written at.....

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

(1) ข้าพเจ้า.....สัญชาติ.....  
I/We.....nationality.....

อยู่บ้านเลขที่.....ซอย.....ถนน.....  
residing/located at no.....Soi.....Road.....

ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....  
Sub-district.....District.....Province.....Postal Code.....

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ.....  
As the custodian of.....

เป็นผู้ถือหุ้นของบริษัท.....บริษัท บางจาก ศรีราชา จำกัด (มหาชน) (“บริษัท”)  
Being a shareholder of Bangchak Sriracha Public Company Limited (the “Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้  
Holding the total number of.....shares and have the rights to vote equal to.....votes as follows

หุ้นสามัญ.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง  
ordinary share.....shares and have the rights to vote equal to.....votes

หุ้นบุริมสิทธิ.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง  
preference share.....shares and have the rights to vote equal to.....votes

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

(1) ชื่อ.....อายุ.....ปี  
Name.....age.....years,

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....  
residing/located at no.....Road.....Sub-District.....

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....  
District.....Province.....Postal Code.....

หรือ/Or

ชื่อ.....อายุ.....ปี  
Name.....age.....years,

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....  
residing/located at no.....Road.....Sub-District.....

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....  
District.....Province.....Postal Code.....

คนหนึ่งคนใดเพียงคนเดียว  
Only of the above persons

กรณีเลือกข้อ 1.  
กรุณาทำเครื่องหมาย  
และระบุรายละเอียดของ  
ผู้รับมอบฉันทะ  
If choosing No.1,  
please mark  
and give the details  
of the proxies.

กรณีเลือกข้อ 2.  
กรุณาทำเครื่องหมาย  
และเลือกกรรมการอิสระ  
คนใดคนหนึ่ง

If choosing No.2,  
please mark  
and select one of  
the Independent  
Directors.

- (2) มอบฉันทะให้กรรมการของบริษัท คือ  
Appoint the Director of the Company
- นายสุเทพ วงศ์วรเศรษฐ์  
ประธานกรรมการและกรรมการอิสระ หรือ  
Mr. Suthep Wongvorazathe Chairman of the Board of Directors, and Independent Director or
- นายสมชาย คูวิจิตรสุวรรณ  
รองประธานกรรมการ กรรมการอิสระและประธานคณะกรรมการตรวจสอบ หรือ  
Mr. Somchai Kuvijitsuvan, Vice Chairman, Independent Director, and Member of the Audit Committee or
- นายวีรศักดิ์ โขสิตไพศาล  
กรรมการอิสระและประธานคณะกรรมการตรวจสอบ หรือ  
Mr. Veerasak Kositpaisal, Independent Director and Chairman of Audit Committee or
- นางสาวไขศรี อุทัยวรรณ  
กรรมการอิสระและกรรมการตรวจสอบ และประธานคณะกรรมการสรรหา และกำหนดค่าตอบแทน  
Miss Khaisri Utaiwan, Independent Director, Member of the Audit Committee, and Chairman of the Nomination  
and Remuneration Committee

(ข้อมูลกรรมการอิสระของบริษัท ที่เป็นตัวแทนรับมอบฉันทะปรากฏตามสิ่งที่ส่งมาด้วยลำดับที่ 5 ของหนังสือเชิญประชุมสามัญผู้ถือหุ้น ประจำปี 2567)

(Details of Independent Directors for Appointment as Proxy are specified in [Enclosure 5](#) of the Invitation of the 2024 Annual General Meeting of Shareholders)

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะคนใดคนหนึ่ง ไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระที่เหลือเป็นผู้รับมอบฉันทะแทนกรรมการอิสระที่ไม่สามารถเข้าประชุม

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

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าใน การประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ในวันพุธที่ 10 เมษายน 2567 เวลา 13.30 น. ด้วยวิธีการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) เพียงรูปแบบเดียวเท่านั้น หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy (“**proxy**”) to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders on Wednesday, 10 April 2024, at 13.30 hrs. via electronic devices (E-AGM) only, or such other date, time and place as the meeting may be held.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี ดังนี้

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

- มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้  
Grant all of my/our proxy in accordance with the number of shares with voting right I/we hold
- มอบฉันทะบางส่วน คือ  
Grant certain of my/our proxy as follows:
- |                       |                                     |        |                                      |       |
|-----------------------|-------------------------------------|--------|--------------------------------------|-------|
| <input type="radio"/> | หุ้นสามัญ.....                      | หุ้น   | และออกเสียงลงคะแนนได้เท่ากับ.....    | เสียง |
|                       | ordinary share                      | shares | and have the rights to vote equal to | votes |
| <input type="radio"/> | หุ้นบุริมสิทธิ.....                 | หุ้น   | และออกเสียงลงคะแนนได้เท่ากับ.....    | เสียง |
|                       | preference share                    | shares | and have the rights to vote equal to | votes |
|                       | รวมสิทธิออกเสียงลงคะแนนทั้งหมด..... |        | เสียง                                |       |
|                       | Total voting right                  |        | votes                                |       |

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้  
In this Meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:

**วาระที่ 1**  
**Agenda No. 1**

**รับทราบรายงานของคณะกรรมการเกี่ยวกับผลการดำเนินงานของบริษัท ในรอบปี 2566**  
**To acknowledge the Board of Directors report on the 2023 performance statement**

เนื่องจากเป็นวาระรับทราบ จึงไม่มีการลงคะแนน  
As this agenda is for acknowledgement, there is no voting.

**วาระที่ 2**  
**Agenda No. 2**

**พิจารณาอนุมัติงบการเงิน สำหรับปีบัญชี สิ้นสุดวันที่ 31 ธันวาคม 2566**  
**To consider and approve the Audited Financial Statements for the year ended 31 December 2023**

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

**วาระที่ 3**  
**Agenda No. 3**

**พิจารณาอนุมัติการจ่ายกำไรเป็นกุนสำรองตามกฎหมายและจ่ายเงินปันผล สำหรับผลการดำเนินงาน ปี 2566**  
**To consider and approve the allocation of profits for legal reserves and dividend payments of the operating results of the year 2023**

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

**วาระที่ 4**  
**Agenda No. 4**

**พิจารณาอนุมัติการเลือกตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ และการแก้ไขเปลี่ยนแปลงกรรมการผู้มีอำนาจนามแทนบริษัท**  
**To consider and approve the election of the directors in replacement of the directors who retire by rotation, and the amendment to directors authorized to sign their names on behalf of the Company**

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall have the right to approve in accordance with my/our intention as follows:
- การแต่งตั้งกรรมการทั้งหมด  
The appointment of all directors.
- เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

- การแต่งตั้งกรรมการเป็นรายบุคคล  
The appointment of director individually.
- ชื่อกรรมการ 1. นางสาวไขศรี อุทัยวรรณ  
Director's name 1. Miss Khaisri Utaiwan
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove งดออกเสียง Abstain
- ชื่อกรรมการ 2. นายสมชาย คูวิจิตรสุวรรณ  
Director's name 2. Mr. Somchai Kuvijitsuwon
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove งดออกเสียง Abstain
- ชื่อกรรมการ 3. พลตำรวจโท ชัยวัฒน์ โชติมา  
Director's name 3. Pol.Lt.Gen. Chaiwat Chotima
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove งดออกเสียง Abstain
- ชื่อกรรมการ 4. นายสุรชัย โฆษิตเสรีวงศ์  
Director's name 4. Mr. Surachai Kositsareewong
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove งดออกเสียง Abstain
- การแก้ไขเปลี่ยนแปลงกรรมการผู้มีอำนาจลงนามแทนบริษัท  
The amendment to directors authorized to sign their names on behalf of the Company
- เห็นด้วย Approve  ไม่เห็นด้วย Disapprove งดออกเสียง Abstain

## วาระที่ 5

## Agenda No. 5

## พิจารณาอนุมัติการกำหนดค่าตอบแทนคณะกรรมการ ประจำปี 2567

## To consider and approve the determination of director's remuneration for the year 2024

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

## วาระที่ 6

## Agenda No. 6

## พิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชี ประจำปี 2567

## To consider and approve the appointment of an auditor and determination of auditor remuneration for the year 2024

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

## วาระที่ 7

## Agenda No. 7

## พิจารณาอนุมัติวงเงินในการออกและเสนอขายหุ้นกู้ วงเงินรวมไม่เกิน 30,000 ล้านบาท

## To consider and approve the issuance and offering of debentures up to Baht 30,000 million

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

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

เห็นด้วย  
Approve

ไม่เห็นด้วย  
Disapprove

งดออกเสียง  
Abstain

## วาระที่ 8

## Agenda No. 8

## พิจารณาอนุมัติการปรับโครงสร้างบริษัทย่อยของบริษัท

## To consider and approve the restructuring of the Company's subsidiaries

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

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

เห็นด้วย  
Approve

ไม่เห็นด้วย  
Disapprove

งดออกเสียง  
Abstain

## วาระที่ 9

## Agenda No. 9

## เรื่องอื่นๆ (ถ้ามี)

## Other business (if any)

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

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

เห็นด้วย  
Approve

ไม่เห็นด้วย  
Disapprove

งดออกเสียง  
Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

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

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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

ลงชื่อ/Signed ..... ผู้มอบฉันทะ/Grantor  
(.....)

ลงชื่อ/Signed ..... ผู้รับมอบฉันทะ/Proxy  
(.....)

ลงชื่อ/Signed ..... ผู้รับมอบฉันทะ/Proxy  
(.....)

ลงชื่อ/Signed ..... ผู้รับมอบฉันทะ/Proxy  
(.....)

#### หมายเหตุ/Remarks

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

## ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ก.

## Attachment to Proxy Form C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท บางจาก ศรีราชา จำกัด (มหาชน)

A proxy is granted by a shareholder of Bangchak Sriracha Public Company Limited

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ในวันพุธที่ 10 เมษายน 2567 เวลา 13.30 น. ด้วยวิธีการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) เพียงรูปแบบเดียวเท่านั้น หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

At the 2024 Annual General Meeting of Shareholders on Wednesday, 10 April 2024, at 13.30 hrs. via electronic devices (E-AGM) only, or such other date, time and place as the meeting may be held.

วาระที่..... เรื่อง.....  
Agenda No. Re :

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

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

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

วาระที่..... เรื่อง.....  
Agenda No. Re :

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

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

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

วาระที่..... เรื่อง.....  
Agenda No. Re :

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

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

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

วาระที่..... เรื่อง.....  
Agenda No. Re :

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

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

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

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_  
 Agenda No. Re :

ชื่อกรรมการ \_\_\_\_\_  
 Director's name

เห็นด้วย  
 Approve

ไม่เห็นด้วย  
 Disapprove

งดออกเสียง  
 Abstain

ชื่อกรรมการ \_\_\_\_\_  
 Director's name

เห็นด้วย  
 Approve

ไม่เห็นด้วย  
 Disapprove

งดออกเสียง  
 Abstain

ชื่อกรรมการ \_\_\_\_\_  
 Director's name

เห็นด้วย  
 Approve

ไม่เห็นด้วย  
 Disapprove

งดออกเสียง  
 Abstain

ชื่อกรรมการ \_\_\_\_\_  
 Director's name

เห็นด้วย  
 Approve

ไม่เห็นด้วย  
 Disapprove

งดออกเสียง  
 Abstain



**Rules for registration, proxy and attending the Shareholders' Meeting  
Only Via Electronic Means provided by Digital Access Platform Co., Ltd ("DAP")  
Affiliate of the Stock Exchange of Thailand**

### Registration

1. From 18 March 2024 to 13.30 hrs. on 10 April 2024, shareholder wishing to attend the 2024 Annual General Meeting of Shareholders ("2024 AGM") via Electronic Means ("e-AGM") shall register and identify themselves [at This Link](#) or scan QR Code embedded aside to enter e-Shareholders Meeting system.
2. Shareholder shall follow the instructions prescribed in the DAP e-Shareholders Meeting Manual [Enclosure 8](#) or scan the QR Code embedded aside.
3. Username and Password provided must be kept confidential and not be shared to other persons.

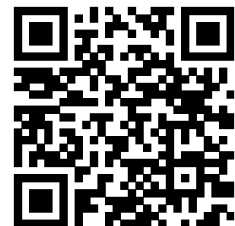


### Appointment of Proxy

Each shareholder does not wish or is unable to attend the 2024 AGM via e-AGM, shareholder is requested to proxy the Company's Independent Director as per the conditions and procedures stated in the [Enclosure 5](#) of the Notice. Each shareholder is permitted to grant only one proxy authorizing attendance and voting at the meeting. Shareholders are not permitted to allocate voting rights amongst multiple proxy holders.

The Company has prepared and sent 3 types of proxy forms to the shareholders along with an invitation notice for the shareholders' meeting ([Enclosure No. 5](#)). The shareholders may select for usage either one of the proxy forms as appropriate and affix a stamp duty of Baht 20, crossed, and dated appropriately to validate it in accordance with the law. The Company recommends proxy form B specifying your voting intention in each agenda.

To enable the Company to prepare for the meeting properly, shareholders are encouraged to submit duly completed and signed proxy forms in accordance with the below rules along with all supporting documents to the Company Secretary at the Company's address. Proxy and supporting documents must be obtained by the Company within 17.00 hours on 5 April 2024, so that the Company has sufficient time to verify the documents. Alternatively, shareholders may register the proxy by yourself [at This Link](#) or scan a QR Code to enter the DAP e-Shareholders Meeting system within 12.00 hours on 9 April 2024, and further submit the proxy and its supporting to the Company after the registration.



### Supporting Documents for the Appointment of Proxy

#### In the case of an individual grantor

The grantor must submit, and the proxy must present the following documents:

- Form of proxy signed by the grantor.
- Copy of grantor identification card, government official identification card or passport (in case of foreign grantor) which must be certified true and correct by the grantor.

**In the case of a juristic person grantor**

The grantor must submit, and the proxy must present the following documents:

- Form of proxy signed by a person authorized to sign to bind the juristic person according to its Affidavit, with the seal of the juristic person affixed (if any).
  - In case the grantor is a juristic person registered in Thailand, please submit a copy of the Affidavit issued by the Ministry of Commerce with a validity date no later than 6 months prior to the date of the shareholder meeting, certified true and correct by a person authorized to sign to bind such juristic person with the seal of the juristic person affixed (if any).
  - In case the grantor is a juristic person registered abroad, please submit a copy of the constitutional document issued by a competent authority in the country where the juristic person is located and certified by a notary public or other competent authority for no longer than 6 months.
- Copy of identification card, government official identification card or passport (in case of foreign appointer) of authorized person(s) of the juristic person which must be certified true and correct by the owner of the identification card, government official identification card or passport (as the case may be).
- For a foreign juristic person, if an original of any document is not in the English language, the English translation thereof must be prepared and attached. Such translation must also be certified true and correct by a person authorized to sign to bind the juristic person.
- The proxy must present his/her original identification card, government official identification card or passport (in case of foreign proxy) for the purpose of registration via [This Link](#) or scan a QR Code to enter the E-Shareholders Meeting system.

**In case the grantor is the custodian**

that the Company's shares are deposited with, and such custodian is taking care of the Company's shares for the foreign investor whose name appears in the register book, and the custodian appoints the proxy to attend the meeting with Proxy Form C. The grantor must submit, and the proxy must present the following documents:

- Power of Attorney from the shareholder who is a foreign investor authorizes the custodian to execute the proxy on his/her behalf.
- Confirmation letter showing that the signatory of the Proxy is authorized to operate custodian business.
- Form of proxy signed by a person authorized to sign to bind the custodian according to its Affidavit, with the seal of the juristic person affixed (if any).
- Copy of Affidavit issued by the Ministry of Commerce with a validity date no later than 6 months prior to the date of the shareholder meeting, certified true and correct by a person authorized to sign to bind such juristic person with the seal of the juristic person affixed (if any).

- Copy of identification card, government official identification card or passport (in case of foreign appointer) of authorized person(s) of the custodian, which must be certified true and correct by the owner of the identification card, government official identification card or passport (as the case may be).
- If any of the aforementioned documents is not in the English language, the English translation thereof must be prepared and attached. The translation must also be certified true and correct by a person referring to such document or a person authorized to act on behalf of such person.
- The proxy must present his/her original identification card, government official identification card or passport (in case of foreign proxy) for the purpose of registration via [This Link](#) or scan a QR Code to enter the E-Shareholders Meeting system.



**Bangchak Sriracha Public Company Limited**  
**reserves the right to permit only those who have, in its view,**  
**completed the correct process to attend the meeting.**

### Explanation regarding Proxy Forms for the Shareholders' Meeting

Reference is made to the Notice of Department of Business Development Re: Prescription of Proxy Form (No. 5) B.E. 2550, dated 2 February 2007, which specifies three types of proxy forms for use in meetings of shareholders of public limited companies as follows:

**Form A.** General proxy, which allows the Proxy to vote freely on behalf of the Grantor.

**Form B** Proxy specifies various particulars for authorization, which contains clear and concise details thereof and requires the Proxy to vote in the manner pre-selected by the Grantor.

**Form C** Specific proxy for use by foreign shareholders who appoint a custodian in Thailand to act as custodian of shares.

If any shareholder is unable to attend the meeting, such shareholder may appoint another person or any one of the following persons to act as a proxy to attend and vote on their behalf and to form the quorum of the meeting in compliance with the Articles of Association of the Company:

1. Mr. Suthep Wongvorazathe Chairman of the Board of Directors, and Independent Director
2. Mr. Somchai Kuvijitsuwan Vice Chairman, Independent Director, and Member of the Audit Committee
3. Mr. Veerasak Kositpaisal Chairman of the Audit Committee and Independent Director
4. Miss Khaisri Utaiwan Independent Director, Member of the Audit Committee and Chairman of the Nomination and Remuneration Committee

Please select the appropriate form and sign your name as the Grantor, clearly specify the proxy's name, affix a duty stamp of Baht 20, and return the same together with the supporting documents for the appointment of Proxy as stipulated in the Rules for registration, proxy and attending the Shareholders' Meeting ([Enclosure 6](#)) to the Company Secretary at the Company's address prior to the meeting. Thank you for your cooperation.

## Articles of Association of the Company relating to Shareholders' Meeting

### CHAPTER 5

#### Directors and Meeting of the Board of Directors

14. Unless otherwise prescribed in Article 19, directors must be elected at a meeting of shareholders in accordance with the following rules and procedures:
  - (a) in election of each director, each shareholder will have vote(s) equal to the number of share(s) held by him;
  - (b) each shareholder may vote all of his shares in the exercise of the right he has under paragraph (a) to elect each of the candidates of his choice as a director, but he cannot split his shares and cast his split votes in favour of two or more candidates to one directorship;
  - (c) the candidates will be appointed as directors in order descending from the highest to the lowest number of votes received until all of the director positions required at such time are filled. Where the votes cast for candidates in descending order are tied, which would otherwise cause the number of directors to be exceeded, in case the chairman is also the Company's shareholder, the chairman of the meeting shall have a casting vote, or, in case the chairman is not the Company's shareholder, the decision shall be made by drawing a lot.
15. At every annual general meeting, one-third of the directors shall retire. If the number of directors is not a multiple of three, then the number of directors closest to one-third shall retire.
16. A director who retires from his office may be re-elected.
27. Directors are entitled to remuneration, allowances, and fringe benefits from the Company in the form of emolument, bonus, or other similar entitlements and per diem as prescribed by the Board of Directors which may set an exact amount or a guideline and may prescribe it for certain or indefinite periods of time until it is changed.

The provisions stated in paragraph one will not affect the right of the Company's staff or employees who are appointed to be the directors with respect to their entitlement of any compensation and benefit as the Company's staff or employees.

### CHAPTER 6

#### SHAREHOLDERS' MEETINGS

31. The board of directors must arrange for an annual general meeting of the shareholders to be held within four months from the last day of the Company's fiscal year at the place where the head office of the Company is located, a nearby province or any place which the chairman of the board deems appropriate.
32. Shareholders' meetings other than annual general meetings shall be called extraordinary general meetings.

33. An extraordinary general meeting may be called by:
- (a) the board of directors which may call it at any time; or
  - (b) shareholders holding an aggregate of not less than 10 per cent of the total number of shares issued and sold may submit their names in a request directing the board of directors to call an extraordinary general meeting at any time, but the reasons for calling such meeting must be clearly stated in such request. The board of directors must arrange for an extraordinary general meeting to be held within 45 days from the date of receipt of such request from the shareholders.
34. In calling a shareholders' meeting, the board of directors must proceed as follows:

- (a) prepare a notice stating the place, date, time, agenda of the meeting and matters to be proposed to the meeting together with reasonable details by indicating clearly whether it is the matter proposed for acknowledgement, approval, or for consideration, including the opinions of the board of directors for such matters; and
- (b) deliver the above notice to the shareholders at least seven days prior to the date of the meeting.

The said notice may be delivered via electronic means in accordance with criteria and procedures prescribed by laws, and publish the above notice as per the criteria and procedures prescribed by laws for three consecutive days at least three days, and prior to the date of the meeting at least three days.

35. In order to constitute a quorum, there must be at least 25 shareholders and proxies (if any) attending at a shareholders' meeting or at least one-half of the total number of shareholders and, in either case, such shareholders must hold not less than one-third of the total number of the Company's shares issued and sold.

At any shareholders' meeting, if one hour has passed since the time specified for the meeting and the number of shareholders attending the meeting is still inadequate for a quorum as defined in the first paragraph of Article 35, and:

- (a) if such a shareholders' meeting is called by the request of the shareholders, such meeting will be cancelled;
- (b) if such shareholders' meeting is not called by the request of the shareholders, the board of directors must call for another meeting by sending a notice to the shareholders at least seven days prior to the date of the meeting. The notice is not required to be published in accordance with criteria and procedures prescribed by laws. At the subsequent meeting, a quorum prescribed in the first paragraph of Article 35 is not required.

36. The chairman of a shareholders' meeting has the duty to conduct the meeting in compliance with the articles of association of the Company relating to shareholders' meetings and to follow the sequence of the agenda specified in the notice unless the meeting resolves to change the sequence of the agenda with a vote of not less than two-thirds of the number of the shareholders or proxies (if any) present at the meeting. If the meeting concludes its consideration of the matters referred to in the first paragraph, the shareholders, or their proxies (if any) holding an aggregate of not less than one-third of the total number of shares issued and sold may request the meeting to consider matters other than those which are indicated in the notice.

If the meeting has not concluded its consideration of the matters according to the sequence of the agenda referred to in the first paragraph nor the matters raised by the shareholders under the second paragraph and it is necessary to postpone the consideration of the meeting, the meeting shall then determine the place, date and time for the next meeting and require the board of directors to send a notice stating the place, date, time and the agenda of the meeting to the shareholders at least seven days prior to the date of the meeting. The notice must be published in accordance with the criteria and procedures prescribed by laws, for at least three consecutive days and prior to the date of the meeting at least three days.

37. A resolution of the shareholders' meeting shall require:
- (a) in an ordinary event, the majority vote of the shareholders or proxies (if any) who attend the meeting and are entitled to vote; where one share will be counted as one vote. In case of a tied vote, the chairman of the meeting will have a casting vote.
  - (b) In the following events, a vote of not less than three-quarters of the total number of votes of the shareholders and proxies (if any) who attend the meeting and are entitled to vote; where one share will be counted as one vote:
    - (1) sale or transfer of the whole or certain substantial parts of the Company's business to other persons;
    - (2) purchase or acceptance of a transfer of the business of other companies or private companies;
    - (3) making, amending or terminating contracts concerning the granting of a lease of the whole or certain substantial parts of the Company's business;
    - (4) authorization of another person to manage the Company's business; or amalgamation of the business with other persons for sharing profit and loss;
    - (5) amendment, modification or addition to the memorandum or articles of association of the Company;
    - (6) increase or decrease of capital;
    - (7) issuance of debentures;
    - (8) amalgamation; or
    - (9) dissolution.
38. A secret vote at a shareholders' meeting may be made upon a request by at least five shareholders and a resolution passed by the shareholders' meeting by a majority vote of the shareholders and proxies (if any) who attend the meeting and are entitled to vote where one share shall be counted as one vote.
39. An annual general meeting should transact the following businesses:
- (a) to acknowledge the report of the board of directors proposed to the meeting regarding business operations during the past year including its annual report;
  - (b) to consider and approve the balance sheet and profit and loss accounts including an audit report of the auditor;
  - (c) to allocate profit and declare dividends;
  - (d) to consider and appoint directors replacing directors retiring by rotation;
  - (e) to consider and approve directors' remuneration;
  - (f) to appoint the auditor and auditor's remuneration; and
  - (g) to consider other business.

**Request Form for the Annual Registration Statement / Annual Report 2023  
(Form 56-1 One Report), in hard copy**

**To:** Company Secretary / Investor Relations  
Bangchak Sriracha Public Company Limited

**Address:** 3195/21-29 Rama IV Road, Klong Ton, Klong Toey, Bangkok 10110

**Telephone:** 033 142 244

**Email:** [bsrcir@bangchak.co.th](mailto:bsrcir@bangchak.co.th)

I, a shareholder of Bangchak Sriracha Public Company Limited, would like to receive the hard copy of the Annual Registration Statement / Annual Report for 2023 (Form 56-1 One Report).

Please select one of the below.

Thai Form 56-1 One Report Or

English Form 56-1 One Report

**Name of Shareholder:** .....

**Address:** .....  
.....  
.....

**Contact: Number:** .....

**Signature:** .....

**Date:** .....



# User Manual

## e-Shareholder Meeting System



2

## Contents

- 1** Preparation for DAP e-Shareholder Meeting

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- 2** Steps of e-Registration

---

- 3** Steps of joining the e-Meeting

---

- 4** e-Question and e-Voting functions

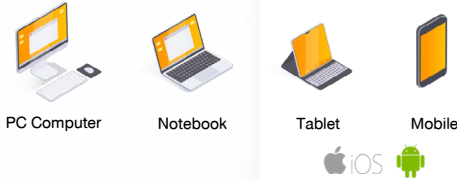
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- 5** Resetting password

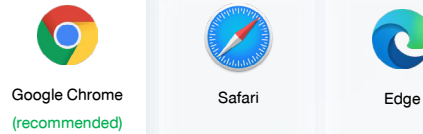
3

# 1 Preparation for DAP e-Shareholder Meeting

For registration, please prepare an electronic device with a camera.

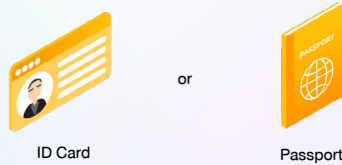


Access to DAP e-Shareholder Meeting via Web Browser.

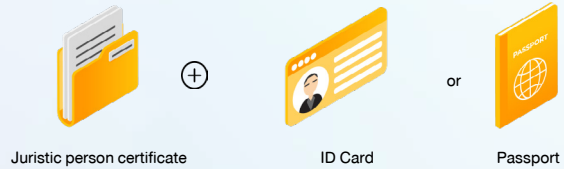


## Documents required for registration

Individual shareholder



Juristic person



4

## Preparation for DAP e-Shareholder Meeting

e-Registration via DAP e-Shareholder Meeting system

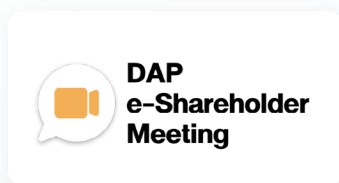
Attend the meeting in person

Thai person    Foreign person    Juristic person

Proxy to another person (A)

Proxy to another person (B)

Proxy to independent director (B)



Register by sending documents to the company\*

1 For registration, shareholders submit the documents for identity verification to the company, as specified in the invitation to the shareholders' meeting

2 The company officer will check the information and proceed registration. The system will inform the shareholders of the registration result and username for attending the meeting.

\* Please study the details of registration such as document list / document submission, as specified in the invitation to the shareholders' meeting

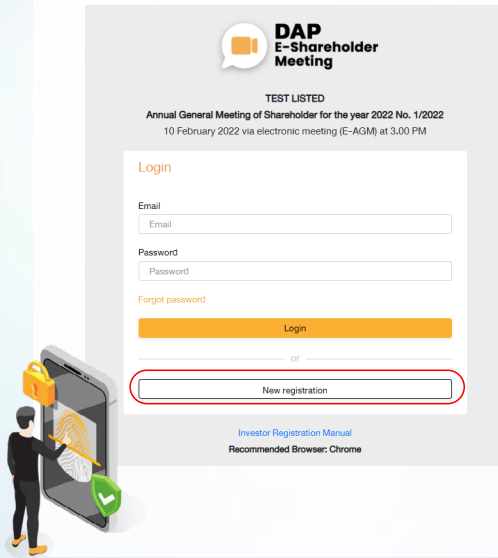
In case of proxy

For shareholder who is unable to attend the meeting, they may appoint a proxy. Please find more information about proxy in the invitation letter to shareholders' meeting.

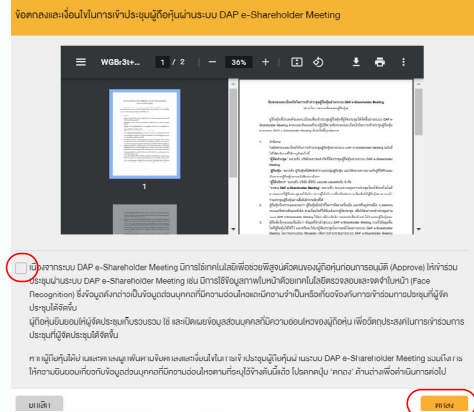
## 2 Steps of e-Registration

Log in to register from the registration link provided in the invitation to the shareholders' meeting.

### 1 Click "New registration"



### 2 Shareholders accept the terms and conditions for attending the shareholders' meeting via DAP e-Shareholder system by marking and click "OK"



### 2.1 Attend the meeting in person – Individual person with the ID Card

#### 1 Choose a registration form

- Attend in person
- Proxy



#### 2 Specify the type of shareholder

- Thai person
- Foreign person / Person without the ID card
- Juristic person

#### 3 Fill out shareholder's information

- Name-Surname
- ID card number / laser code on the back of the ID card (optional)
- Date of birth
- Email address (It will be used as your username when logging in)
- Password
- Mobile phone number

Your password must be between 8-15 characters and must contain:

1. Uppercase letter
2. Lowercase letter
3. Number or Special characters

Shareholders consent to receive documents in electronic format from the meeting organizer by marking  and click "Next"

#### 4 Enter OTP



OTP will be sent to the mobile phone number and email you have entered.  
(If shareholder have entered a foreign phone number, the OTP will be only sent to your email.)

Enter OTP and click "Next"

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**5** Take pictures of yourself

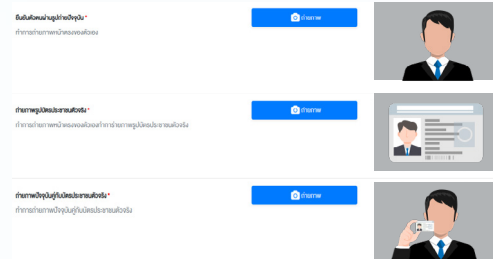
**6** Review registration and securities holding information

Shareholders need to take pictures of yourself holding the ID card as explained in 3 steps below:


Picture 1 : Picture of yourself

Picture 2 : Picture of your ID card

Picture 3 : Picture of yourself holding the ID card



Please keep your username and password confidential. Your login account should never be disclosed to others.



Shareholders review the registration information and securities holding information. If the information is correct, click "Submit"

8

**2.2** Attend the meeting in person – Foreign person / Person without the ID card OR Juristic Person

**1** Choose a registration form

**2** Specify the type of shareholder

**3** Fill out personal information

Attend in person       Proxy

Thai person       Foreign person / Person without the ID card       Juristic person

**Foreign person / Person without the ID card**

- Name-Surname
- Passport / Non-Thai ID / Government Officer Number
- Email address (It will be used as your username when logging in)
- Password
- Mobile phone number


**Juristic person**

- Juristic person Name (Company Name)
- Registration Number
- Juristic person representative information: ID card number / laser code on the back of the ID card and date of birth (optional)
- Email address (It will be used as your username when logging in)
- Password
- Mobile phone number

Your password must be between 8-15 characters and must contain:


1. Uppercase letter
2. Lowercase letter
3. Number or Special characters

Shareholders consent to receive documents in electronic format from the meeting organizer by marking  and click "Next"




9

- 4 Enter OTP
 




OTP will be sent to the mobile phone number and email you have entered.  
(If shareholder have entered a foreign phone number, the OTP will be only sent to your email.)

Enter OTP and click "Next"
  
- 5 Take a picture of yourself / Attach files
 



Take a picture of yourself and upload attachments as specified in the invitation letter


[อัปโหลดไฟล์](#)



Upload attachments as specified in the invitation letter

[อัปโหลดไฟล์](#)
  
- 6 Review registration and securities holding information
 

Please keep your username and password confidential. Your login account should never be disclosed to others.



Shareholders review the registration information and securities holding information. If the information is correct, click "Submit"

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### 2.3 Proxy to another person (A)

- 1 Choose a registration form
 

Attend in person
 Proxy
  
- 2 Fill out the information of the shareholder who appoints a proxy and enter OTP
 

- Name-Surname
  - ID card number / laser code on the back of the ID card
  - Date of birth
  - Email Address
  - Mobile phone number

Shareholders consent to receive documents in electronic format from the meeting organizer by marking  and click "Next"

  - Enter OTP
  
- 3 Specify the type of proxy
 

Proxy to another person (A)
 Proxy to independent director (B)
  
- 4 Fill out proxies information
 

- Name-Surname / Age
  - ID card number / Address
  - Email Address
  - Mobile phone number

[อัปโหลดไฟล์](#)


The shareholder uploads the proxy form A with attachments as specified in the invitation letter

Proxy form A can be downloaded at [เอกสารใบมอบฉันทะ: ก.](#)

Click "Next"


11

**5** Review registration and securities holding information



Shareholders review the registration information and securities holding information. If the information is correct, click "Submit"

Proxies will receive an email with the initial password.  
Proxies will have to reset a new password before logging in to DAP e-Shareholder Meeting



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**2.4 Proxy to another person (B)**

**1** Choose a registration form

Attend in person       Proxy

**2** Fill out the information of the shareholder who appoints a proxy and enter OTP

- Name-Surname
- ID card number / laser code on the back of the ID card (optional)
- Date of birth
- Email Address
- Mobile phone number

Shareholders consent to receive documents in electronic format from the meeting organizer by marking  and click "Next"


- Enter OTP

**3** Specify the type of proxy

Proxy to another person (B)       Proxy to independent directors (B)

**4** Fill out proxies information

<p><u>Proxy to another person (B)</u></p> <ul style="list-style-type: none"> <li>• Name-Surname / Age</li> <li>• ID card number / Address</li> <li>• Email Address</li> <li>• Mobile phone number</li> </ul>	<p><u>Proxy to another person (B)</u></p> <ul style="list-style-type: none"> <li>• Independent Director's name</li> </ul>
--	---



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5 Cast a vote in advance

Agenda No 1 To acknowledge the overall operation of the Company during 2020

Agenda No 2 To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31st December 2020

Agenda No 3 To consider and approve the appointment of Directors for replacement of those who retired.

Agenda No 3.1 Mr. Somchai Kamtong

ดาวน์โหลด

The shareholder uploads the proxy form B with attachments as specified in the invitation letter

Proxy form B can be downloaded at

เอกสารใบมอบฉันทะ: ข.

The shareholder who appoints a proxy cast a vote in advance for all agenda. There are 3 voting options:

- Agree
- Disagree
- Abstain

Click "Next"

6 Review registration and securities holding information



Shareholders review the registration information and securities holding information. If the information is correct, click "Submit"

The shareholder will receive an email informing your proxy registration result to confirm that the proxy registration has been completed. However, the shareholder will not receive the password, as the proxy are appointed to independent director and your vote was already casted.

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### 3 Steps of joining the e-Meeting



1

<https://portal.eservice.setgroup.or.th>

Shareholders log in to DAP e-Shareholder Meeting system on the date and time specified by the company

Click the meeting link in the email received from the system.

2

Login

Email

Password

Forgot password

Login

Enter Username (email address that you have registered) and Password

3

Meeting list

Company Name Meeting Type Status Year Search Cancel

Annual General Meeting of Shareholder for the year 2022 No. 1/2022

19 July 2022 ACM Online Join Meeting

1. Search for the meeting by finding the Company name / Meeting type etc.
2. Click "Join Meeting" on the meeting you wish to join

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4
Meeting list
Join Meeting

Meeting information
Agenda
Q&A
Summary voting results

**Meeting information**

Company Name: ABC-Shareholder Meeting

Company Number: TEST

Meeting Name: Annual General Meeting of Shareholders for the year 2022 No. 1/2022

Meeting Type: AGM

Meeting Location: via electronic meeting (E-Meeting) at 3:00 PM

No.	Full name	Common Stock	Preferred Stock	Address
1	นายอนุช วัฒนกุล	1,000	1,000	233/29 หมู่ 5 ตำบลบ้านดง อำเภอเมืองสุราษฎร์ธานี
<b>Total</b>		<b>1,000</b>	<b>1,000</b>	

- Click "Join Meeting" Join Meeting
- Agree to the terms and conditions of service by marking  and click "Join Meeting"
- Confirm name and voting rights
- Enter OTP

Menu bar will display information as follow:

1. Meeting information
2. Meeting agenda
3. Your question list
4. Voting result (after announced)



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### 3 Steps of joining the e-Meeting

1
Meeting Room
Open WebEx
Leave Meeting

**DAP e-Shareholder Meeting**

ประชุมแบบ วีดิโอ-ประชุมแบบเสียง

ประชุมผ่านบัญชีโทรศัพท์ประจำตัว 2564

Unmute
Start video
Start Sharing

Submit Vote
Send Question

**Agenda**

- 1 To acknowledge the overall operation of the Company during 2021
- 2 To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year 2020
- 3 To consider and approve the appointment of Directors for replacement of those who resign.
- Mr. A
- Mr. B
- Agenda No 4 To consider appointing auditors and setting audit fees for the year 2022
- Agenda No 4.1 To consider appointing auditors of ABC Company in place of the former company whose contract has expired in 2021
- Agenda No 4.2 To consider and approve the audit fee for the year 2022

5
Q&A
6
Summary voting results

**Q&A**

**To acknowledge the overall operation of the Company during 2021**

Question : I would like to know the operating results of the company in 2021

Remark : Completed

06 February 2022 14:09 Delete

Question : สอบถามการเลือกตั้งกรรมการที่จะรับตำแหน่งมาจากรายการ

Remark : Completed

06 February 2022 14:09 Delete

- Description
1. Meeting Display: Webex Meeting screen will be embedded in DAP e-Shareholder Meeting, If the screen does not work, click 'Open WebEx' on the top right to view the meeting via Application Cisco Webex Meeting instead
  2. Current agenda will be indicated by star icon and yellow bar
  3. e-Voting functions: voting can be casted only within appointed time frame
  4. e-Question functions: queuing your questions for both current and upcoming agenda
  5. Your questions submitted in the meeting
  6. Voting results: It will be only shown after the company has announced results for each agenda



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## 4 e-Question and e-Voting functions



### e-Question functions

The screenshot shows the 'e-Shareholder Meeting' interface. A 'Send Question' dialog box is open, allowing users to select an agenda item and enter a question. Below the dialog, a 'Submit Vote' button is highlighted. An orange callout box contains the text: "When you are allowed to ask questions, the company will call your name. Please turn on your microphone and/or camera (VDO) to ask such question by yourself".

During the meeting, shareholders can submit questions in advance:

1. Click "Submit Vote" [Send Question](#)
2. Vote within the period of time given for both your vote rights and proxy's (if any)  
Click "Submit Vote" [Send Question](#)

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## 4 e-Question and e-Voting functions



### e-Voting functions

The screenshot shows the 'Submit Vote' dialog box. It displays the agenda item: "Agenda No 4 To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31st December 2020". Below this, there are three voting options: "Agree All", "Disagree All", and "Abstain All". The "Agree All" option is selected. Below the main options, there are sections for "Shareholder: Mr. A Testter" and two proxy holders: "1) Proxy: Mr. B Testterproxy" and "2) Proxy: Mr. C Testterproxy". Each section has "Agree", "Disagree", and "Abstain" radio button options. A "Submit Vote" button is at the bottom right.

For each agenda, there are 3 voting options: "Agree", "Disagree" and "Abstain"

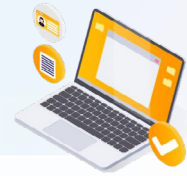
1. Click "Submit Vote"
2. Vote within the period of time given for both your vote rights and proxy's (if any)
3. Click "Submit Vote" [Submit Vote](#)

Shareholders are able to vote only within given time frame.

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## 4 e-Question and e-Voting functions

### e-Voting functions



1

**DAP E-Shareholder Meeting**  
 การประชุมสามัญผู้ถือหุ้นประจำปี 2565 ครั้งที่ 1/2565  
 บริษัท ทีเอสเอ็มเอส ซีที

Agenda No. 3 To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31st December 2021

ชื่อผู้ลงคะแนน	จำนวนหุ้นที่ออก (Number of Votes)	โหวต (Percentage)
ผู้สนับสนุน (Agree)	43,000	61.00%
ไม่โหวต (Disagree)	13,000	20.00%
งดออกเสียง (Abstain)	14,000	20.00%
งดออกเสียง (Abstain)	0	-
รวม	70,000	100.00%

e-Summary

Agenda has voting. Voting Result Summary

2

Send Question or Vote

Q&A

Summary voting results

No.	Agenda Name	Vote	Summary
1	To acknowledge the overall operation of the Company during 2021		
2	To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31st December 2020		
3	To consider and approve the appointment of Directors for replacement of those who retired.		
4	Mr. A.		
5	Mr. B.		

Agenda has voting. Voting Result Summary

After the closing of voting in each agenda, the company will announce results. Shareholders can check the result of each agenda by clicking the icon

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## 5 Resetting password



To retrieve your password, shareholders can reset password by clicking "Forgot password" button.

**DAP E-Shareholder Meeting**

TEST LISTED  
 Annual General Meeting of Shareholder for the year 2022 No. 1/2022  
 10 February 2022 via electronic meeting (E-AGM) at 3.00 PM

Login

Email

Password

**Forgot password**

Login

or

New registration

Investor Registration Manual  
 Recommended Browser: Chrome

1 Reset password via email

รีเซ็ตพาสเวิร์ด

อีเมล \*

กรุณากรอกอีเมลที่ลงทะเบียนไว้  
 อีเมลจะต้องเป็นชื่อจริงและนามสกุลเท่านั้น

ถัดไป

Enter your registered email

ส่งอีเมลสำเร็จ

กรุณาตรวจสอบอีเมลของคุณเพื่อทำการรีเซ็ตพาสเวิร์ดใหม่

ตกลง

Check your inbox

รีเซ็ตพาสเวิร์ดใหม่

อีเมล

พาสเวิร์ดใหม่

ยืนยันพาสเวิร์ดใหม่

ถัดไป

Set new password

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# 5 Resetting password

## 2 Reset password via mobile phone number

Click the link to reset password via mobile phone

Enter your mobile phone number

Request for OTP and enter OTP

Set new password



To download user manual



shareholders could study more information at:  
<https://www.set.or.th/e-shareholder-meeting>



Or scan the following QR Code:



## Privacy Notice for the 2024 Annual General Meeting of Shareholders (“AGM”) Bangchak Sriracha Public Company Limited

Bangchak Sriracha Public Company Limited (“**Company**”) values any personal information of the shareholder(s) and/or proxy (“**you**”) and acts in compliance with the Personal Data Protection Act B.E. 2562. The Company would like to inform you as follows:

### Data Controller information

The Company’s contact details appear in the invitation for the Company’s AGM.

### 1. Personal Data

The Company needs to collect your personal data information for the purpose of AGM arrangement and AGM attendance as follows:

- 1.1 General Personal Data: Name Title, Name, Surname, Gender, Age, Address, Postal Code, Telephone Number, Identification Number, Bank Account, e-mail, Fax number, Shareholder ID, Occupation, meeting log file
- 1.2 Sensitive Personal Data: Body temperature and travelling records related to sensitive personal information specified in the identity document, such as religion and race.

### 2. Objectives, Legal basis, and Data Processing

The Company will process the personal data in accordance with the objectives and legal basis as follows:

#### 2.1 Legal basis

The Company will collect, keep, use and disclose your data in item 1.1 and item 1.2 for the purpose of calling, arranging, and conducting the AGM including verifying your identification and sending any related documents and carrying out any action according to the AGM resolutions and the laws as well as carrying out any other activities to comply with the laws and any order of the competent authorities in accordance with the Public Limited Companies Act, B.E. 2535(1992), Civil and Commercial Code, the Securities and Exchange Act, B.E. 2535, the Emergency Decree on Public Administration in Emergency Situation, B.E. 2548, the Communicable Disease Act, B.E. 2558 and any other laws.

#### 2.2 Legitimate interest

The Company will collect, keep, use, and disclose your data in item 1.1 for the purpose of preparing AGM minutes, and keeping evidence of your attendance to the AGM as well as for any activity as necessary related to the legitimate interest of the Company and other person to the extent that it is within your reasonable expectation.

The Company will collect, keep, use, and disclose your data in item 1.2 for the purpose of screening any person at risk of being infected with COVID-19 in order to achieve public health interest to prevent any contagious disease and in compliance with the measures and guidelines of AGM.

The Company will take photographs and record the video during the AGM for the use of reporting and publicizing the AGM via electronic means and printing. You may appear in the photograph or video recording of the AGM, but the details of your identity will not be identified.

### **3. Source of Personal Data**

The Company will collect your personal data directly from you and indirectly from your proxy holder, Thailand Securities Depository Co., Ltd, and Digital Access Platform Co., Ltd, a group company of the Stock Exchange of Thailand, the service provider of e-Shareholder Meeting.

### **4. Personal Data Storage and Security System to Protect Information**

The Company will keep your personal data for as long as necessary for the objectives stated above. However, the Company expects to keep your personal data in item 1.1 for a period of 10 years and in item 1.2 for a period of 6 months from the date that the Company receives your data or after the AGM date, whichever is longer. To comply with the above objectives, upon the lapse of those periods, the Company will delete and/or destroy your personal data or anonymize such data.

The Company maintains a strong security standard with appropriate mechanisms and techniques such as restricting access to your personal data to help prevent against loss or protect your personal data from unauthorized use, disclosure, destruction, or access. The Company, however, cannot guarantee that there will be no errors or defects which may arise from compliance with such mechanisms. Therefore, the Company reserves the right to deny any liability for any damage or loss that occurred in any event.

### **5. Disclosure or Transfer of Personal Data**

The Company may disclose or transfer your personal data to affiliates and contractors or service providers of the Company including but not limited to (1) internet or software service provider, website developer, information technology service provider, and support company; (2) auditor, financial consultant; (3) lawyer, legal consultant; (4) paper storage and destruction service provider; and etc., whom of which will keep, collect, use and/or transfer personal data to countries outside Thailand in accordance with the Objectives prescribed under this Privacy Notice on a need to know basis as necessary to fulfil its performance. In this regard, the Company will request its affiliates, contractors and service providers not to use your personal data for any other purpose and to maintain the security system to protect your personal data as required by law.

The Company may transfer your personal data to countries outside Thailand, and that country may have a higher or lower standard of data protection than Thailand. For example, the Company may keep your personal data on a cloud platform or server located outside Thailand to obtain information technology support services. If the Company has to transfer your personal data to a country that has a lower standard of data protection than Thailand, the Company will proceed to ensure that the transferred personal data will be appropriately protected or the personal data transfer is legally allowed under the laws related to personal data protection such as the third party who will be authorized to access your personal data shall provide a contractual obligation to protect your personal data with minimum standard level comparable to Thailand.

## **6. Right of Data Owner**

The personal data owner has the rights to access and receive a copy of your personal data, to object to the collection, use, or disclosure of the data, to correct your personal data, to erase your personal data within the prescribed period, to restrain from using your personal data, to transfer your personal data to other person, and to complain in accordance with conditions of related laws. If you would like to exercise any of your rights, please contact the Company and the Company will consider your request and contact you as soon as possible. If the Company fails to comply with the laws related to personal data protection, you can file a complaint to the Office of the Personal Data Protection Commission.

Exercising any of your rights above may be limited or restricted by governing laws. In some circumstances, the Company may deny your request appropriately with justification. For instance, when the Company has to comply with law or court's order.