

Notice of the 2023 Annual General Meeting of Shareholders QTC Energy Public Company Limited

Friday 31 March 2023 at 14.00 p.m.
by Electronic Method (E-AGM) only



No. QTC.CS 005/2023

24 February 2023

Subject: Notice of the 2023 Annual General Meeting of Shareholders

To: Shareholders

- Attachments:
1. 56-1 One Report comprising of the audited financial statement for 2022 ended as at 31 December 2022 (QR Code)
 2. Copy of the minutes of the 2022 Annual General Meeting of Shareholders
 3. Profiles of the candidates who have been nominated to replace the directors retiring by rotation
 4. Qualifications of Independent Director of the Company
 5. Profiles of the Company's auditors for 2023
 6. Company's Articles of Association concerning shareholders meetings and voting procedures
 7. Profiles of the independent directors proposed by the Company as proxies
 8. Guidelines for attending the 2023 AGM through Electronic Media (E-AGM) and the Appointment of Proxies
 9. Personal Data Protection Notice for the Shareholder Meeting
 10. Registration form for attending the 2023 AGM through Electronic Method (E-AGM)
 11. Proxy form
 12. Manual for attending the 2023 Annual General Meeting of Shareholders via Electronic Method (E-AGM)

NOTICE is hereby given that QTC Energy Public Company Limited (the Company) is holding the 2023 Annual General Meeting of Shareholders on Friday 31 March 2023 at 14.00 p.m., will be held via an electronic device (E-AGM) only., according to the Emergency Decree on Electronic Meeting. (E-AGM) The agenda of the Meeting will be as follows:

1. To consider and acknowledge the minutes of the 2022 Annual General Meeting of Shareholders

Facts and reasons: The 2022 Annual General Meeting of Shareholders was held on 1 April 2022 and the copy was sent to the Stock Exchange of Thailand within 14 days from the date of the 2022 AGM. The Board of Directors has reviewed such minutes, which were correctly recorded in accordance with the resolutions of the 2022 AGM and posted on the Company's website (<http://www.qtc-energy.com>) on 18 April 2022 so as to disclose such minutes to shareholders and investors. There were no comments and objections.

Board's opinion: The Board recommends that the minutes of the 2022 Annual General Meeting of Shareholders, as detailed in Attachment 2, be proposed to the 2023 AGM for acknowledge

Resolution This agenda is for an acknowledgment, which does not require resolution.

2. To consider and acknowledge the Company's operating results in respect of 2022

Facts and reasons: The details of the Company's operating results in respect of 2022 are set out in the 2022 56-1 One Report part 1 section 4 Management Discussion and Analysis sent to the shareholders in the form of QR Code together with the Notice of 2023 Annual General Meeting of Shareholders (Enclosure no. 1).

Board's opinion: The Board recommends that such operating results, as detailed in the Enclosure no.1, be proposed to 2023 AGM for further acknowledgement.

Resolution This agenda is for an acknowledgment which does not require resolution.

3. To consider and approve the consolidated financial statements in respect of the fiscal year ended as at 31 December 2022

Facts and reasons: The Board has arranged to have the Company's consolidated financial statements in respect of the fiscal year ended as at 31 December 2022 and audited by the certified public accountant in order to submit such financial statements to the shareholders' meeting for further consideration and approval in accordance with section 112 of the Public Limited Companies Act B.E. 2535 (1992) (Enclosure no. 1).

Board's opinion: The Board recommends that Company's audited consolidated financial statements in respect of the fiscal year ended as at 31 December 2022, as detailed in the 56-1 One Report part 3 Financial Reports (Enclosure no. 1), be proposed to 2023 AGM for further consideration and approval.

Resolution This agenda requires approval by majority votes from the shareholders who attend the meeting and exercise their voting rights.

4. To consider and approve the dividend payment derived from operating results for the fiscal year ended 31 December 2022

Facts and reasons: The Company has policy for payment of annual dividends at no less than fifty percent of the net profit in separate financial statements after deduction of juristic person income taxes and allocation of reserve funds in compliance with the law. However, the Company may consider dividend payments differing from the set policy, depending upon business performance, financial liquidity, economic conditions and necessity to use current capital in order to manage operations and expand the Company's business.

In addition, Sections 115 and 116 of the Public Companies Limited Act B.E. 2535 and Clauses 49 and 50 of the Company's Articles of Association provide that:

- 1) Shareholders' meeting must consider allocation of profit and payment of annual dividend
- 2) The company must allocate not less than 5 percent of the annual net profit (after deduction of (carried forward) retained loss (if any)) as legal reserve until it reaches 10 percent of registered capital
- 3) No dividend can be paid from other type of monies except for profit and no dividend is made if the Company incurs retained loss

According to the Company's operating results for the fiscal year ended 31 December 2022, it had total revenue as per the separate financial statements of 1,272,299,784 Baht and the net profit after deducting the accumulated loss of 97,609,220 Baht.

The Company had set aside a reserve fund up to the ten per cent of the registered capital. Therefore, there is no additional statutory reserve must be set aside in this annual general meeting of shareholders

Board's opinion: The Board deems it appropriate to propose to the shareholders' meeting to consider and approve the payment of dividend from the Company's operating results for the fiscal year ended 31 December 2022 in the amount of Baht 0.20 (Twenty satang) for 341,092,557 shares, totalling 68,218,511.40 Baht (Sixty-eight million two hundred and eighteen thousand five hundred and eleven baht and forty satang). The names of shareholders who are entitled to receive dividends will be determined on 11 April 2023 (Record Date), and the dividends will be paid on 26 April 2023.

In this regard, the dividend payment rate compared to net profit after corporate income tax and deduction of accumulated loss equal to 69.89%, which is in line with the Company's dividend policy.

The individual shareholders may apply for tax credit for tax on dividend, which derived from its profits levied by corporate income tax at the rate of 20 percent. The tax credit will equal to one-fourth of the dividend paid to shareholders.

Table of comparison of the dividends in relation to the operating result of 2019-2021

Details of dividend payment	2019	2020	2021
1. Net profit (Loss profit)	122,178,972	178,133,880	94,246,615
2. Retained earnings (Deficits)	54,606,015	120,053,038	126,822,928
3. Number of the company's issued shares	341,092,557	341,092,557	341,092,557
4. Amount of dividend per share			
• Interim Dividends (Baht/Shares)	0.15	0.15	-
Amount of the money	51,163,883.55	51,163,883.55	-
• Annual Dividends (Baht/Shares)	non-payment	0.25	0.20
Amount of the money	-	85,273,139.25	68,218,511.40
5. Total amount of dividends paid	51,163,883.55	136,437,022.80	68,218,511.40
6. Percentage of the annual net profit (%)	93.70	71.03	72.38

The right to receive dividends above remains uncertain unless the 2023 AGM has granted its approval.

Resolution This agenda requires approval by majority votes from the shareholders who attend the meeting and exercise their voting rights.

5. **To consider and approve the appointment of directors replacing those retire by rotation**

Facts and reasons: Under Article 18 of the Company's Articles of Association, at least one-third of the directors must vacate their office by rotation at each annual general meeting of shareholders, and if the number of directors is not a multiple of 3, the nearest number of 1/3 must retire by rotation. The directors who occupy the position for the longest period must retire. Therefore, the retiring directors are as follows:

1. Mr. Norachit Sinhaseni Chairman of the Nomination, Remuneration and Corporate Governance Committee / Independent Director
2. Mr. Suroj Lamsam Director
3. Dr. Apichart Sramoon Director
4. Mr. Ruangchai Kritsnakriengkrai Director

The process of selection of persons to serve on the Board of Directors of the Company is as follows:

1. As per the SEC's and SET's requirements, the minority shareholders are allowed to submit the name(s) of the person(s) through the Company's website for consideration by the Nomination, Remuneration and Corporate Governance Committee in order to subsequently propose to the shareholders' meeting for further consideration to be appointed as the Company's director(s).
2. The Company has inquired its independent directors for their voluntary vacancy of the office and major shareholders of their intention to nominate the name(s) of director(s).
3. The Nomination, Remuneration and Corporate Governance Committee shall have discretion to consider before proposing to the Board of Directors in order to subsequently propose to the shareholders' meeting for further appointment as director(s), taking into account the qualification required by the relevant laws, articles of association and charter of the Board of Directors

The Company has given an opportunity to its shareholders to nominate the qualified person for further appointment as the Company's director in accordance with such Selection Process in advance for the period of 92 days, commencing from 1 September 2022 to 1 December 2022, via the company's website. As a result, no shareholders nominated any person for election as director.

Board’s opinion: The Board has carefully considered and thought that all 4 candidates have got the knowledge, experiences, and competencies that shall benefit the Company’s operations and its growth. Therefore, deemed to propose to the shareholders’ meeting to consider and approve the appointment of Mr. Norachit Sinhaseni, Mr. Suroj Lamsam, Dr. Apichart Sramoon and Mr. Ruangchai Kritsnakriengkrai, the directors retired by rotation to be re-elected for another term.

The Board has considered and thought that Mr. Norachit Sinhaseni has been nominated to be an independent director who has a qualified in accordance with the law related to the requirements relating to independent directors. He also has held the position of independent director for 3 years. For the Profiles of 4 candidates are shown in Enclosure No. 3 and the qualifications of the independent directors of the Company are in accordance with the rules and regulations prescribed by the Capital Market Supervisory Board (the definition of independent directors appears as enclosure No. 4).

Details relating to the number of shares held by the nominated directors

Names of the retiring directors nominated for re-appointment	Number of shares held	Voting rights
1. Mr. Norachit Sinhaseni	-	-
2. Mr. Suroj Lamsam	-	-
3. Dr. Apichart Sramoon	42,501,000	42,501,000
4. Mr. Ruangchai Kritsnakriengkrai	-	-

Resolution This agenda requires approval by majority votes from the shareholders who attend the meeting and exercise their voting rights.

6. **To consider and approve the determination of directors’ remuneration for the year 2023**

Facts and reasons: The Nomination, Remuneration and Corporate Governance Committee has discretion to determine directors’ remuneration taking into account the operating results in the previous year, the directors’ performance and their scope of responsibilities by comparing with the other operators in the same industry. The Company only pays directors’ remuneration in form of meeting fee, monthly fee and Yearly remuneration and no other type of remuneration and benefit. Also, two directors who are executive do not receive monthly and yearly remuneration.

Criteria and Procedures for Proposal of Director’s Remuneration

The directors’ remuneration is provided according to the criteria and policy determined by the Board, which was initially considered by the Nomination, Remuneration and Corporate Governance Committee. Such criteria also relates to the Company’s operating results, performance and responsibility of the directors. The Company has clearly and transparently determined its policy for directors’ remuneration. The remuneration is at the appropriate level and consistent with industry, which can attract and preserve the qualified directors. In addition, such remuneration must be approved by the votes of not less than two-thirds of the shareholders attending the meeting.

Details of the directors’ monthly and yearly remuneration and meeting allowance for the year 2022 is as follows:

Meeting fee	2022 (Baht per meeting)	2023 (as proposed) (Baht per meeting)
Chairman of the Board of Director	20,000	20,000
Chairman of Audit Committee Chairman of Nomination, Remuneration and Corporate Governance Committee	15,000	15,000
Director	15,000	15,000

Meeting fee	2022 (Baht per meeting)	2023 (as proposed) (Baht per meeting)
Member of Audit Committee Member of Nomination , Remuneration and Corporate Governance Committee	10,000	10,000
Monthly fee Remuneration	(Baht)	(Baht)
Chairman of the board	30,000	30,000
Director	25,000	25,000
Yearly Remuneration	Actual payment not exceeding Baht 6 million	Actual payment not exceeding Baht 6 million

Remarks: Bonus is paid to non-executive directors and subject to the discretion of the Nomination, Remuneration and Corporate Governance Committee.

The 2022 Annual General Meeting of Shareholders approved the directors' remuneration comprising of meeting fee, monthly fee and bonus and the details of actual payment of such remuneration are set out in the table below.

Name-Last Name	Position	Meeting Fee			Monthly Fee	Bonus 2022	Total
		Directors	Audit Committee	Nomina- tion Committee			
1. Mr. Krirk-krai Jirapaet	Chairman of the Board of Director	140,000	-	-	360,000	1,333,332	1,833,332
2. Mr. Natthaphon Lilawatthanun	Chairman of Audit Committee/ Director	105,000	75,000	-	300,000	666,666	1,146,666
3. Mr. Norachit Sinhaseni	Chairman of Nomination Committee/ Director	105,000	-	45,000	300,000	666,666	1,116,666
4. Dr. Kamol Takabut	Director/Nomination Committee/ Audit Committee	105,000	50,000	30,000	300,000	666,666	1,151,666
5. Mrs. Wasara Chotithammarat	Director/Nomination Committee/ Audit Committee	105,000	50,000	10,000	300,000	666,666	1,131,666
6. Mr. Suroj Lamsam	Director	105,000	-	-	300,000	666,666	1,071,666
7. Mr. Preedee Ngamsantikul	Director/Nomination Committee	105,000	-	10,000	300,000	666,666	1,081,666
8. Dr. Aphichat Sramoon	Director	105,000	-	-	300,000	666,666	1,071,666
9. Mr. Poonphiphat Tantanasin	Director/Nomination Committee	90,000	-	30,000	-	-	120,000
10. Mr. Ruangchai Kritsnakriengkrai	Director	90,000	-	-	-	-	90,000
11. Mr. Phairoj Boonpun*	Director	60,000	-	-	125,000	-	185,000
12. Mr. Pornthep Panyarachun*	Director	30,000	-	-	75,000	-	105,000
Total		1,145,000	175,000	125,000	2,660,000	5,999,994	10,104,999

Remarks 1.* Mr. Phairoj Boonpun directors retire by rotation, on 31 March 2022.

2.* Mr. Pornthep Panyarachun resigned from position of director on 1 June 2022.

Board’s Opinion: The Board of Directors has considered the opinion of the Nomination and Remuneration Committee and Corporate Governance, deemed that the Board of Directors has duties and responsibilities to manage and operate its business efficiently under the principles of good corporate governance, as well as dedicate their time to attend the meeting as regular basis. Therefore, deemed it to propose to the shareholders’ meeting to consider and approve the remuneration of the Board of Directors for the year 2023 at the same rate as the year 2022, which shall be paid in the form of meeting fee, monthly fee, and yearly remuneration without other forms of compensation and other benefits. Directors who are employees of the Company, shall not receive monthly remuneration and Yearly remuneration.

Resolution This agenda requires approval by the votes of not less than two-thirds of the total votes of the shareholders present.

7. To consider and approve the appointment of auditors and to determine their remuneration

Facts and reasons: Section 120 of the Public Company Act B.E. 2535 requires that the annual general meeting of shareholders appoints the auditors and determine their remuneration.

In addition, according to the Notification of the Securities and Exchange Commission No. TorChor. 75/2561 Re: Rules, Conditions and Procedures for Disclosure of Information relating to Financial Status and Operating Results of Issuing Companies (No. 14), which provides that the Company shall ensure that there is a rotation of auditors in the case where the existing auditor has performed the duties of auditing or reviewing, and rendering opinions on the financial statements of the Company for seven fiscal years (regardless of consecutiveness). In this regard, the Company shall appoint the same auditor who is relieved from the duty under the rotation upon the expiration of at least five fiscal consecutive periods.

The Audit Committee is of the view that the Meeting approves the appointment of the following auditors of EY Office Limited to be the auditors of the Company for 2023, with their remuneration of up to Baht 1,650,000 per annum, excluding out-of-pocket expenses.

	Names of Auditors	Certified Public Accountant No.	Number of Years of Services
1.	Ms. Rosaporn Decharkom	5659	1
2.	Mr. Chayapol Supposedtanon	3972	0
3.	Mrs. Gingkarn Atsawarangsalit	4496	0
4.	Ms. Pimjai Manitkajohnkit	4521	0
5.	Ms. Orawan Techawatanasirikul	4807	0
6.	Ms. Kirdsiri Kanjanaprakasit	6014	0

Table of comparison of the auditors’ remuneration

Auditors’ remuneration	Financial Year 2022 (Baht) EY Office Limited	Financial Year 2023 (Baht) EY Office Limited (As proposed)
1. Auditing fee	1,600,000	1,650,000
2. Other service charges and expenses	-	-

Board’s opinion: The Board recommends that the appointment of Ms. Rosaporn Decharkom, Certified Public Accountant No. 5659 or Mr. Chayapol Supposedtanon, Certified Public Accountant No. 3972 or Mrs. Gingkarn Atsawarangsalit, Certified Public Accountant No. 4496 or Ms. Pimjai Manitkajohnkit, Certified Public Accountant NO. 4521 or Ms. Orawan Techawatanasirikul, Certified Public Accountant No. 4807 or Ms. Kirdsiri Kanjanaprakasit, Certified Public Accountant No. 6014 of EY Office Limited to be the auditors of the Company for 2023

In this regard, The auditors to be proposed for appointment as the Company’s auditors this year have performed duty as auditors for the second year. However, if the nominated auditors are unable to perform their duties for the Company, EY Office Limited agrees to designate other qualified members of its team to replace the nominated auditors in order to audit the Company’s books and accounts and express opinion on the Company’s financial statements and to determine their remuneration of up to Baht 1,650,000 per annum, not including out-of-pocket expenses.

The above nominated auditors do not have any relationship or interest with or in the Company or any subsidiaries, executives, major shareholders or their affiliates. (Details and profiles of the auditors are set out in the Attachment no. 5)

The company’s auditor and subsidiary company’s auditor is the same.

Resolution This agenda requires approval by majority votes from the shareholders who attend the meeting and exercise their voting rights.

8. To consider and approve the amendment to the Company’s articles of association, Articles 22, 27, 28, 35, 36, 38, 39, 46, 47 and adding clause 63 and 64

Facts and reasons: Public Limited Companies Act (No. 4) 2022 has been published in the government gazette and came into effective on 24 May 2022 In order to for the regulations of the company to align with the Public Limited Companies Ac, the company hereby amends regulation Clause. 22, 27, 28, 35, 36, 38, 39, 46, 47 and adds Clause. 63 and 64 as follows;

The Existing Regulations	The New Regulations
<p>Clause 22. In the event that the entire Board of Directors vacates the office, such Board of Directors shall remain acting in the office to continue the business of the company only as necessary until the new Board of Directors takes hold of the office, unless the court orders otherwise.</p> <p>The Board of Directors who is vacating the officer, shall hold a shareholder meeting to elect a new Board of Directors within one (1) month from the date of vacating the office. The notice of the meeting shall be sent to the shareholders no less than fourteen (14) days prior to the meeting date. The notice of the meeting shall also be advertised in a newspaper at least three (3) days prior to the meeting date. It must be advertised for a period of three (3) consecutive days.</p>	<p>Clause 22. In the event that the entire Board of Directors vacates the office, such Board of Directors shall remain acting in the office to continue the business of the company only as necessary until the new Board of Directors takes hold of the office unless, the court orders otherwise.</p> <p>The Board of Directors who is vacating the officer, shall hold a shareholder meeting to elect a new Board of Directors within one (1) month from the date of vacating the office. The notice of the meeting shall be sent to the shareholders no less than fourteen (14) days prior to the meeting date. The notice of the meeting shall also be advertised in a newspaper or advertised electronically in accordance with the criteria and procedures of the law.</p>

The Existing Regulations	The New Regulations
<p>Clause 27. In calling a meeting of the Board of Directors, the chairman or the person assigned shall send the meeting notice to the directors no less than seven (7) days prior to the meeting date except in case of urgent necessity to protect the rights or benefits of the Company, the invitation shall be sent via other methods and set the date of the meeting earlier.</p> <p>In case two or more directors request for a meeting of the Board of Directors, the Chairman of the Board shall schedule the date of the meeting within fourteen (14) days from the date of receipt of such request.</p>	<p>Clause 27. In calling a meeting of the Board of Directors, the chairman or the person assigned shall send the meeting notice to the directors no less than three (3) days prior to the meeting date except in case of urgent necessity to protect the rights or benefits of the Company, the invitation shall be sent electronically or via other methods and set the date of the meeting earlier.</p> <p>When there is a reasonable cause or to protect the rights or benefits of the Company, two or more directors may jointly request the Chairman of the Board to call for a meeting. The agenda and reason of the meeting shall be determined. The Chairman of the Board shall schedule the date of the meeting within fourteen (14) days from the date of receipt of such request.</p> <p>In case the Chairman fails to comply with paragraph two, the directors may jointly call and schedule a meeting of the Board of Directors to consider the requested matter within fourteen (14) days from the date of expiration of the period under paragraph two.</p> <p>In the event that the chairman is absent for any reason, the vice-chairman shall be the person to call the meeting of the Board of Directors. In the event the vice-chairman is absent for any reason, two or more directors may jointly call a meeting of the Board of Directors.</p>
<p>Clause 28. For the Board of Directors meeting, the quorum must consist of not less than half of the total number of directors.</p> <p>In case the chairman is absent from the meeting or unable to perform the duties, if there is a vice-chairman, the vice-chairman shall be the chairman. If there is no vice-chairman or he is unable to perform his duties, the members present shall elect one among themselves to be the chairman of the meeting.</p>	<p>Clause 28. For the Board of Directors meeting, the quorum must consist of not less than half of the total number of directors who shall personally be present or via electronic means. The chairman of the board shall be the chairman of the meeting.</p> <p>In case the chairman is absent from the meeting or unable to perform the duties, if there is a vice-chairman, the vice-chairman shall be the chairman. If there is no vice-chairman or he is unable to perform his duties, the members present shall elect one among themselves to be the chairman of the meeting.</p>

The Existing Regulations	The New Regulations
<p>Clause 35. The Board of Directors must hold a shareholders' meeting at least once a year. Such meeting shall be called "general meeting" which shall be held within four (4) months after the end of the Company's fiscal year.</p> <p>Any other meeting of shareholders shall be called an "extraordinary general meeting."</p> <p>The Board of Directors may call an extraordinary meeting whenever it deems appropriate or one or more shareholders who have shares amounting to not less than ten (10) percent of the total number of shares sold, may submit their names in writing requesting the Board of Directors to call an extraordinary meeting at any time. The agenda and reasons for requesting the meeting must be clearly stated in the said letter. The Board of Directors must hold a shareholders' meeting within forty-five (45) days from the date of receipt of the letter from the shareholders.</p> <p>In the event that the Board of Directors fails to arrange a meeting within forty-five (45) days from the date of receipt of the letter from the shareholders, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may call the meeting themselves within forty-five (45) days from the date of expiration of the period under the above paragraph. This shall be deemed as a shareholders' meeting convened by the Board of Directors. The Company shall be responsible for necessary expenses incurred from holding the meeting and providing reasonable facilitation. If the quorum is incomplete, the shareholders who requested the meeting to be summoned shall jointly compensate the Company for the expenses incurred in holding that meeting.</p>	<p>Clause 35. The Board of Directors must hold a shareholders' meeting at least once a year. Such meeting shall be called "general meeting" which shall be held within four (4) months after the end of the Company's fiscal year.</p> <p>Any other meeting of shareholders shall be called an "extraordinary general meeting."</p> <p>The Board of Directors may call an extraordinary meeting whenever it deems appropriate or one or more shareholders who have shares amounting to not less than ten (10) percent of the total number of shares sold, may submit their names in writing requesting the Board of Directors to call an extraordinary meeting at any time. The agenda and reasons for requesting the meeting must be clearly stated in the said letter. The Board of Directors must hold a shareholders' meeting within forty-five (45) days from the date of receipt of the letter from the shareholders.</p> <p>In the event that the Board of Directors fails to arrange a meeting within forty-five (45) days from the date of receipt of the letter from the shareholders, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may call the meeting themselves within forty-five (45) days from the date of expiration of the period under the above paragraph. This shall be deemed as a shareholders' meeting convened by the Board of Directors. The Company shall be responsible for necessary expenses incurred from holding the meeting and providing reasonable facilitation. If the quorum is incomplete, the shareholders who requested the meeting to be summoned shall jointly compensate the Company for the expenses incurred in holding that meeting.</p> <p>In the event that shareholders have called for an extraordinary general meeting of shareholders themselves, the shareholder calling the meeting may send a meeting invitation by electronic means to the shareholders who have expressed their intention or consent to send a meeting invitation by electronic means. Such actions must be in accordance with the criteria and procedures prescribed by the Public Company Registrar.</p>
<p>Clause 36. In calling a shareholders' meeting, the Board of Directors shall prepare a notice specifying the place, date, time, agenda of the meeting and matters to be proposed to the meeting with appropriate details. It shall clearly state that it is proposed for acknowledgment, approval, or consideration together with the opinions of the Board of Directors on such matters and shall be delivered to the shareholders and the public company registrar for acknowledgment at least seven (7) days prior to the meeting date. The notice of the meeting shall also be advertised in a newspaper at least three (3) days prior to the meeting date. It must be advertised for a period of three (3) consecutive days.</p>	<p>Clause 36. In calling a shareholders' meeting, personally or electronically, the Board of Directors shall prepare a notice specifying the place, date, time, agenda of the meeting and matters to be proposed to the meeting with appropriate details. It shall clearly state that it is proposed for acknowledgment, approval, or consideration together with the opinions of the Board of Directors on such matters and shall be delivered to the shareholders and the public company registrar for acknowledgment at least seven (7) days prior to the meeting date. The notice of the meeting shall also be advertised in a newspaper or advertised electronically in accordance with the criteria and procedures of the law.</p>

The Existing Regulations	The New Regulations
<p>Clause 38. In the shareholders’ meeting, the shareholders may appoint proxies to attend and vote on their behalf in the meeting. The proxy must be made in writing with the signature of the grantor and shall be in accordance with the form prescribed by the public company registrar. The form shall be submitted to the Chairman of the Board, or a person designated by the Chairman of the Board of Directors at the meeting place before the proxy attends the meeting and at least contains the following items:</p> <ul style="list-style-type: none"> A. Number of shares held by the grantor B. Name of the proxy C. The time of the meeting when the proxy is entrusted to attend the meeting and vote. 	<p>Clause 38. In the shareholders’ meeting, the shareholders may appoint proxies to attend and vote on their behalf in the meeting. The proxy must be made in writing with the signature of the grantor and shall be in accordance with the form prescribed by the public company registrar. The form shall be submitted to the Chairman of the Board or a person designated by the Chairman of the Board of Directors at the meeting place before the proxy attends the meeting or the proxy may be made by electronic means instead. It must use a method that is safe and reliable indicating that the proxy is made by the shareholder. and is in accordance with the criteria prescribed by the registrar. The proxy shall at least contain the following items:</p> <ul style="list-style-type: none"> A. Number of shares held by the grantor B. Name of the proxy C. The time of the meeting when the proxy is entrusted to attend the meeting and vote.
<p>Clause 39. The meeting of shareholders shall proceed according to the order of the agenda specified in the notice of the meeting unless the meeting resolves to change the order of the agenda with a vote of not less than two-thirds (2/3) of the number of shareholders present at the meeting. When the meeting has completed the consideration of the agenda specified in the meeting notice, the shareholders holding shares in aggregate of not less than one-third (1/3) of the total number of shares sold may request the meeting to consider matters other than those specified in the meeting notice.</p> <p>In the event that the meeting is unable to complete the consideration of the matters according to the agenda specified in the meeting notice or matters proposed by shareholders that are proposed and need to postpone the consideration, the meeting shall determine the place, date and time of the next meeting and the Board of Directors shall send a meeting notice specifying the place, date, time and agenda to the shareholders at least seven (7) days prior to the meeting. This shall be advertised in the newspaper.</p>	<p>Clause 39. The meeting of shareholders shall proceed according to the order of the agenda specified in the notice of the meeting unless the meeting resolves to change the order of the agenda with a vote of not less than two-thirds (2/3) of the number of shareholders present at the meeting. When the meeting has completed the consideration of the agenda specified in the meeting notice, the shareholders holding shares in aggregate of not less than one-third (1/3) of the total number of shares sold may request the meeting to consider matters other than those specified in the meeting notice.</p> <p>In the event that the meeting is unable to complete the consideration of the matters according to the agenda specified in the meeting notice or matters proposed by shareholders that are proposed and need to postpone the consideration, the meeting shall determine the place, date and time of the next meeting and the Board of Directors shall send a meeting notice specifying the place, date, time and agenda to the shareholders at least seven (7) days prior to the meeting. This shall be advertised in the newspaper or may be advertised electronically in accordance with the criteria and procedures of the law.</p>
<p>Clause 46. When the company wishes to reduce its capital, there must be a letter notifying the resolution of the capital reduction to the company’s creditors within fourteen (14) days from the date of the resolution of the shareholders’ meeting. The objection must be submitted within two (2) months from the date of receipt of the notice of the resolution. The resolution shall also be published in a newspaper within fourteen (14) days, for a period of three (3) consecutive days</p>	<p>Clause 46. When the company wishes to reduce its capital, there must be a letter notifying the resolution of the capital reduction to the company’s creditors within fourteen (14) days from the date of the resolution of the shareholders’ meeting. The objection must be submitted within two (2) months from the date of receipt of the notice of the resolution. The resolution shall also be published in a newspaper or advertised electronically in accordance with the criteria and procedures of the law, within fourteen (14) days.</p>

The Existing Regulations	The New Regulations
<p>Clause 47. It is forbidden to announce the approval of dividend payment except it is approved by the resolution of the shareholders' meeting or resolutions of the Board of Directors where there is an interim dividend payment</p> <p>The dividend payment shall be notified in writing to the shareholders. The notice of the dividend payment shall be published in a newspaper for three (3) consecutive days and such dividend payment shall be made within one (1) month from the date of such resolution.</p>	<p>Clause 47. It is forbidden to announce the approval of dividend payment except it is approved by the resolution of the shareholders' meeting or resolutions of the Board of Directors where there is an interim dividend payment</p> <p>The dividend payment shall be notified in writing to the shareholders. The notice of dividend payment shall be published in a newspaper or advertised via electronic means in accordance with the criteria and procedures of law. Such dividend payment shall be made within one (1) month from the date of such resolution.</p>
<p>None</p>	<p>Clause 63. In the event that any meeting of the Board of Directors and/or shareholders is held via electronic means, the delivery of meeting invitations and meeting documents to directors and/or shareholders can be made by electronic mail. It must be delivered within the period specified by law. The copies of the meeting invitations and supporting documents shall be kept as evidence, which may also be stored in electronic form.</p>
<p>None</p>	<p>Clause 64. In sending any letter or document, the company or its Board of Directors may send it by electronic means to any director, shareholder or creditor of the Company who has expressed their intention or consent to the sending of such letter or document by electronic means. Such actions must be in accordance with the criteria and procedure prescribed by the Public Company Registrar.</p>

Board's opinion: The Board recommends that the amendment to the Company's Articles of Association, Articles 22, 27, 28, 35, 36, 38, 39, 46, 47 and adding clause 63 and 64, be approved by the shareholders' meeting.

Resolution: This agenda requires approval by the votes of not less than three-fourths of the total votes of the shareholders present.

9. Other business (if any)

All the shareholders are invited to attend the 2023 Annual General Meeting of Shareholders via electronic means (E-AGM) on the aforementioned date and time on Friday, March 31, 2023 at 2:00 p.m.

The Company fixes: 27 February 2023 as the record date for determining the shareholders' names entitled to attend the 2023 Annual General Meeting., The Company has posted the Invitation Letter of 2023 Annual General Meeting of Shareholders with related document on Company's website (www.qtc-energy.com).

For shareholders wishing to attend the meeting in person via electronic media or granting proxies to other persons or independent directors of the Company to attend meetings via electronic means, please study the procedure, registration method and manual for attending the 2023 Annual General Meeting of Shareholders via Electronic Means (E-AGM) as the attachments No. 8 and 12.

The Company has given opportunity to minority shareholders to exercise their rights in proposing their own agenda item(s) in order to promote the compliance with good corporate governance's guideline. In this regard, a shareholder or shareholders holding shares in aggregate of 1 percent of the total number of shares which have voting rights for the period of 6 consecutive months may propose agenda item for the 2023 AGM between 1 September 2022 and 1 December 2022. The relevant criteria is publicized on the Company's website and reported to the SET. However, none has proposed agenda item for 2023 AGM.

Yours sincerely,

QTC Energy Public Company Limited



(Mr. Krirkkrai Jirapaet)

Chairman of the Board of Directors

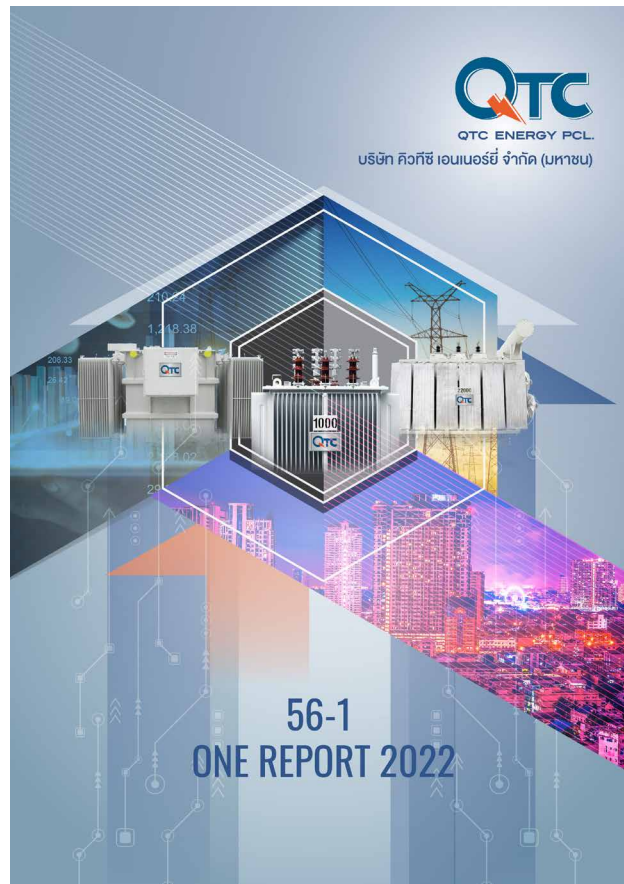
Note: - The Company will post the minutes of 2023 AGM on our website (www.qtc-energy.com) within 14 days after 2023 AGM.

The Office of the Company's Secretary

Tel. 66 (02) 379-3089-92 ext. 241

Form 56-1 One Report

(The document is in QR Code format attached to the Invitation to the 2023 Annual General Meeting of Shareholders)



Minute of the Annual General Meeting of Shareholders for Year 2022 Of

QTC Energy Public Company Limited

On Friday 1st April 2022

At Srinakarin 1, 9th Floor

The Grand Fourwings Convention Hotel, Srinakarin Road, Bangkok.

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The meeting commenced at 2.00 p.m.

Mr. Krirk-Krai Jirapaet, the Chairman of the company serving as the Chairman, stated that the number of shareholders on the date of collecting the name list of shareholders for the right of attendance on 25th February 2022 was totally 3,551 shareholders therefore the total number of shares was 341,092,557 shares.

In this Meeting, there were 9 attended shareholders with 58,371,655 shares and 62 proxies with 153,672,908 shares. As a result, there were 71 attended shareholders and proxies with the total shares of 212,044,563 shares calculated to be 62.1663% of all issued shares of the company (the total shares of the company were 341,092,557 shares). Therefore, it was considered as constituted quorum according to Company Rules. As a result, the Chairman would like to open the Annual General Meeting of Shareholders for Year 2022. Prior the Meeting, the Chairman would like to suggest 11 directors and 3 executives as well as other attendants as follows:

Attended Directors

- | | |
|---------------------------------|---|
| 1. Mr. Krirk-Krai Jirapaet | Independent Director / Chairman |
| 2. Mr. Natthaphon Lilawatthanun | Independent Director / Chairman of Audit Committee |
| 3. Mr. Norachit Sinhaseni | Independent Director / Chairman of Nomination, Remuneration, and Corporate Governance Committee |
| 4. Dr. Kamol Takabut | Independent Director / Audit Committee/
Nomination, Remuneration, and Corporate Governance Committee |
| 5. Mrs. Wasara Chotithammarat | Independent Director / Audit Committee |
| 6. Mr. Preedee Ngamsantikul | Director |

7. Mr. Poonphiphat	Tantanasin	Director / Nomination, Remuneration, and Corporate Governance Committee /Chief Executive Officer
8. Mr. Ruangchai	Kritsnakriengkrai	Director /Managing Director/Chairman of Risk Management Committee
9. Mr. Suroj	Lamsam	Director (e-Meeting)
10. Mr. Aphichat	Sramoon	Director (e-Meeting)
11. Mr. Pornthep	Panyarachun	Director (e-Meeting)

The directors were attend the meeting amount 91.67% of all the company's director about 12 person.

Attended Executives

1. Miss. Pakanat	Tungtrakool	Company Secretary
2. Miss. Boonpa	Ruddist	Deputy Managing Director, General Management
3. Miss. Kobpetch	Chuphemporn	Manager of Finance & Accounting Department

Other Attendants

1. Miss. Kanyanat	Sriratchatchaval	Representative of the Auditor from Grant Thornton Company Limited
2. Miss. Mananya	Thitinantawan	Legal Consultant CMT Company Limited
3. Miss. Thanawan	Chalayonnawin	Legal Consultant CMT Company Limited
4. Mr. Suppasarn	Srathongchom	Legal Consultant CMT Company Limited

The Meeting commenced.

Prior commencing consideration on the Meeting's agendas, the Chairman assigned Mr. Suppasarn Srathongchom, the Legal Consultant, to clarify on procedures of Meeting and voting of shareholders in each agenda as follows:

1. Each attended shareholder and proxy holding the voting right of the shareholder shall be given with the ballot at the registration point.
2. The Meeting shall consider each agenda upon the order defined in Invitation Letter. The information of each agenda shall be proposed and shareholders shall be given an opportunity to vote for such agenda. In the event that any shareholder or proxy wished to ask any question or give any opinion, such person had to always raise his/her hand and informed his/her name and surname as well as presented himself/herself to the Meeting.
3. After perceiving details of each agenda and if there was any shareholder disagreed with any agenda or abstained from voting for any agenda, such shareholder shall write his/her vote in the ballot and returned to the company's staff. For convenience and promptitude of vote counting, the company's staff shall firstly collect the ballots with voting for disagreement followed by the ballots with vote abstention. Any shareholder who disagreed or abstained from voting shall raise his/her hand for collection accordingly.

4. All shareholders have one vote per one share. Any shareholder gaining any special interest in any agenda shall not have any right to vote for such agenda

5. Vote counting upon agendas defined in this Annual General Meeting of Shareholders was divided into 2 types as defined in Public Limited Companies Act B.E. 2535 as follows:

5.1 Agendas requiring approval based on majority of voting of attended shareholders were Agenda 3,4,5, and 7 and the company shall calculated the vote base by counting the votes of shareholders with agreement or disagreement excluded with shareholders with abstention from voting.

5.2 The agenda required to be approved by the Meeting with the votes not less than two-third of all votes of attended shareholders was Agenda 6 and the company shall calculated the vote base by counting the votes of shareholders with agreement, disagreement, abstention and cards waste voting.

6. The company will not included in the cards waste vote counting, except for Agenda No.6, they will be included as a base for counting votes.

7. In the event that there was no objection or opinion provided by any attendant, it shall be deemed that the Meeting unanimously agreed or approved.

8. In order to make ballots collection transparent and consistent according to the principles of Corporate Governance, the company shall keep the ballots of the shareholders who agreed with the proposal of each agenda as the evidence. The shareholders shall return the ballots to company staff after the Meeting. In the event that there was any shareholder wished to leave the Meeting earlier, such shareholder shall return the ballot to company's staff as well.

The Chairman gave an opportunity to the Shareholder to ask some questions or give their opinions on such voting. Since there was no further question, the Chairman invited one of the proxies or shareholders to be the witness of vote counting, that was, Miss Thanawan Chalayonnawin, representative of the Legal Consultant CMT Company Limited

The Chairman gave a speech to commence the Meeting and assigned Mr. Suppasarn Srathongchom, to propose the agendas and clarify details of agenda 1 to the Meeting on behaves of the Chairman. The agendas of this meeting were as follows:

Agenda 1: Consideration on acknowledgment the minutes of the General Meeting of Shareholders 2021

Mr. Suppasarn Srathongchom, The Consult of Law, proposed the Meeting to acknowledge the Minute of The General Meeting of Shareholders 2021(AGM 2021) held on 23 April, 2021 and sent to the Stock Exchange of Thailand within 14 days from the date of the AGM 2021. The Board of Directors has reviewed such minutes, which were correctly recorded in accordance with the resolutions of the AGM 2021 and posted on the Company's website (<http://www.qtc-energy.com>) on 6 May, 2021 so as to disclose such minutes to its shareholders and investors. There were no comments and objections. The details as shown in the copy of such minute attached to the Invitation Letter of this Meeting or Attachment 2 (page 9-21).

After such clarification, the chairman provided the Meeting an opportunity to ask the questions and give more opinions. It was appeared that there was no question or opinion asked or provided by any attendant. As a result, he proposed the Meeting to consider on acknowledgment of the minutes of The General Meeting of Shareholders 2021

Resolution: The Meeting had already considered and had the resolution to acknowledge the Minute of The General Meeting of Shareholders 2021 as proposed.

Agenda 2: Consideration on acknowledgment of company's performance for Year 2021

The Chairman assigned Mr. Ruangchai Kritsnakriengkrai, the Managing Director, to provide information on conclusion of 2021 Performance to the shareholders as follows:

1. The company was evaluated on CG Scorecard by IOD to be in excellent level and gained 100 points on holding Annual General Meeting of Shareholders from Thai Investors Association for 7 consecutive years.
2. The Company is still a member of Thai Private Sector Collective Action against Corruption (CAC). In 2021, the Company has renewed CAC membership for the 1st and has now been reviewed by the CAC Board. Continuing membership will be effective from 21 March 2022 to 31 March 2025
3. On July 29, 2021, Transferred its securities for trading on the Stock Exchange of Thailand (SET) in resource industry group, energy and utilities sector.
4. In November, Received SET Awards 2021, in the group of Business Excellence, the of category Best Innovative Company Awards 2021 from the Stock Exchange of Thailand.
5. In December, the Company received an honorable award of Sustainability Disclosure Recognition (SDC) 2021 from Thaipat Institute.

Turnover could be concluded as follows:

From 5-year retrospective performance, the Company has been grown consecutively. In 2021, the Company's income ratio was 1,185 million baht with profit of 127 million baht. The Company's income was increased by 14% but profit was reduced by changes of income proportion of customer group and more severe price competition.

In overview, total income of 2021 consisted of 67% from selling transformers, 21% of trading business, 11% from selling electric power, and 1% from other incomes.

Each quarterly income of the Company was as follows: Income of the first quarter was 234 million baht; Income of the second quarter was 295 million baht; Income of the third quarter was 326 million baht; and Income of the fourth quarter was 331 million baht with details as proposed in the Meeting.

For transformer business that is the core business of the Company, in 2021, the Company gained income from selling transformers and services in the amount of 782.47 million baht divided into 15% from selling transformers to government agencies and state enterprise, 39% from selling transformers to private sector, 41% from selling transformers to other countries, and 5% from services.

In 2021, although the Company was affected by COVID-19 pandemic directly and indirectly, the Company's core business like transformer business was able to be grown

consecutively whereas income gained from 8 megawatt Q Solar 1 Power Plant could generate income in the amount of 133.51 million baht and profit of 96 million baht in 2021.

In 2022, the Company has determined to generate more sale volumes in order to generate returns for all shareholders. In addition, the Company is also ready to operate our business under proactive strategy to obtain Superior Long-term Performance or sustainable growth through 3 businesses of the Company group, i.e., “Transformers - Solar Cells - EV Charger”

The Chairman of the Meeting added that the previous year was considered as the hard year for everyone in Thailand and throughout the world because we had to encounter with COVID-19 pandemic. The Company has overcome obstacles with determination and efficient risk management. It could be found that the Company gained more income but price competition caused reduction of profit. However the Company still gained some profit. The Company has strived to reduce reliance on domestic customers by expanding business to foreign markets as well as reduce reliance on income from transformer business by operating other energy businesses, for example, businesses on renewable and alternative energy in order to make the Company stable with sustainable growth.

After clarifying, the Chairman of the Meeting gave an opportunity to the Meeting for asking some questions or giving more opinions. There were some questions from some shareholders as follows:

Miss Janenate Methaweewinij (attended shareholder) asked about causes of higher selling cost.

The Managing Director clarified that there were 2 causes of higher cost : 1) selling price due to the Company was required to reduce selling price for gaining competitiveness in market; and 2) international shipping cost.

Miss Janenate Methaweewinij asked whether international shipping cost affected to cost in 1/2022 quarter and there were other products with high margin as substitutes for reducing cost.

The Managing Director clarified that the Company established the strategy to sell products to customers who emphasized on quality therefore price competition was not severe. Consequently, the Company would gain higher margin. International shipping cost still slightly affected to cost in 1/2022 quarter.

The Chief Executive Officer additionally clarified that another factor affecting to higher cost was higher material price, for example, prices of steel and copper that were main materials for manufacturing transformers plus with higher oil price. Therefore, it could be found that the policy mentioned by the President on establishment of sale strategy by expanding products to overseas with higher profit could make high proportion of exportation in the rate of 41%.

Miss Janenate Methaweewinij asked further how the growth of the Company’s quarter income would be and solution of the Company if material price was still higher.

The Chief Executive Officer clarified that the Company has always determined and realized that sale strategy or cost management must be planned to gain higher profits, for example, increasing sale volume of foreign customer group with high profit. Moreover, the Company has also operated solar power plant business and trading business by becoming the distributor of invertors from Huawei and Sungrow as well as the distributor of solar cells from LONGi Solar Company Limited and Trina Solar Company Limited. Moreover, the Company also signed in Distributor Partner Agreement made with Electricity Generating Authority of Thailand to become the distributor of EV Chargers of Wallbox brand from Spain. This was another strategy

that could increase sale volume and profits. For variable material price, the Company established the guidelines for solving such problem by setting selling price based on variation of material price.

Miss Janenate Methaweewinij asked about sources of other incomes in the amount of 11 million baht.

The Managing Director clarified that other incomes in the amount of 11 million baht were income from returns of investment, scrap selling, assets selling, and space rental.

Since there was no further question, the Chairman of the Meeting proposed the Meeting to consider on acknowledgement of 2021 performance of the Company that was already sent to all shareholders with Invitation Letter (Attachment 1).

Resolution: The Meeting had the resolution to acknowledge company's performance for year 2021 as proposed.

Agenda 3 Consideration and Approval of Company's Financial Statement for Year Ended December 31st, 2021

The Chairman assigned Mr. Ruangchai Kritsnakriengkrai, the Managing Director, to provide company's financial statement for year ended December 31st, 2021 as follows: Financial statement had been already audited and approved by company's auditor as well as verified by the Audit Committee. The details of such auditing and verification were shown in the 56-1 One Report 2021 delivered to all shareholders with Invitation Letter (Attachment 1, page 97-170) prior the Meeting.

STATEMENTS OF PROFIT OR LOSS

	CONSOLIDATED FINANCIAL STATEMENT UNIT: MILLION BAHT	CONSOLIDATED FINANCIAL STATEMENT UNIT: MILLION BAHT
	2021	2020
TOTAL REVENUE	1,185.03	1,037.24
TOTAL COST OF SALES AND SERVICES	878.37	706.46
TOTAL EXPENSES	145.47	146.50
NET PROFIT (LOSS)	127.22	157.53
EARNING PER SHARE (BAHT)	0.38	0.46

STATEMENT OF FINANCIAL POSITION

ACCOUNT RECEIVABLE	160.14	182.08
TOTAL ASSETS	1,986.93	1,935.66
SHORT-TERM LOAN	0	0
ACCOUNT PAYABLE	141.22	117.40
TOTAL DEBTS	250.97	243.48
ACCUMULATED PROFIT	181.89	141.72
TOTAL SHAREHOLDER'S EQUITY	1,735.96	1,692.19

FINANCIAL RATIO FOR YEAR 2021

GROSS PROFIT MARGIN	25.05%
NET PROFIT	10.74%
RETURN ON ASSETS (ROA)	6.49%
RETURN ON EQUITY (ROE)	7.42%
DEBT TO EQUITY RATIO (D/E)	0.14

From presented financial statements, profit of 2021 was reduced from 2020 by 19%. As aforementioned, this reduction was caused by changes of proportion of customer group, price competition, and reduction of account receivables because the Company could manage debtors properly and efficiently.

In 2021, the Company efficiently and effectively managed cash therefore the Company had no short-term loan and long-term loan for account payables that was increased by 20% because the Company improved conditions on debt payment and negotiated on loan to be consistent with lending to the Company's customers.

Mr. Natthaphon Lilawatthanun clarified additional information to the Meeting that the Audit Committee, Executive Committee and Auditors have already considered and vitrified quarterly financial statement and financial statement for year 2021 in order to ensure that the company's financial statement was prepared correctly according to Generally Accepted Accounting Standards and its information was also disclosed sufficiently, reliably, and completely in Notes to Financial Statement.

After clarifying, the Chairman of the Meeting gave an opportunity to the Meeting for asking more questions or giving more opinions. There were some questions from some shareholders as follows:

Miss Janenate Methaweewinij asked whether the Company sold solar cells to private sector or government sector and whether sale volume of 2022 would be higher than that of 2021.

The Managing Director clarified that the Company distributed solar cells to customers from private sector only. For 2022 sale volume, the Company expected that the growth of sale volume would be certainly continuous.

Miss Ladda Thitikiatphong (authorized person of shareholder) asked about the concept on 2021 temporal investment management and higher return rate of deposit in current account compared to investment in open-end fund.

The Managing Director clarified that the Company formerly invested in open-end fund gave 1-year retrospective return in the approximate rate of 0.47%. However, it was already acknowledged that return rate of investment in open-end fund was reduced by COVID-19 pandemic. Consequently, return rate of the 4th quarter of 2021 of such fund was around 0.10%. The Company considered on investment in deposit in saving account and current account with more certainty. At that time, saving deposit interest rate was 0.40% and current deposit interest rate was 0.35%.

Miss Ladda Thitikiatphong asked further on details and reasons on setting impairment of investment in subsidiaries and associates.

The Managing Director clarified that, for calculation of impairment of investment of 2021, the Company considered on allowance for impairment investment in associates in the amount of 12.64 million baht calculated from Enterprise Value at 31 December 2021 with portion of 49.98%. In 2019, the Company recorded reserve money of impairment from impairment of loan

in the full amount of 10.90 million baht. In 2021, the capital was increased to be 40 million baht for investing in EV Charger Station Project and payment of loan with interest. Therefore, transactions of allowance for impairment of loan were converted to be impairment of investment in associates in full amount of 10.90 million baht. Details of calculation of allowance for impairment of investment in associates were as follows:

Allowance for impairment of investment in associates (Enterprise Value) 12.64 million baht
 Deducted with allowance for impairment of investment in associates (0.50) million baht
 from the beginning of the year
 Set allowance for impairment of investment in associates (during the year) 12.14 million baht

Miss Ladda Thitikiatphong asked further about the goal of the Company on reserve money as defined by laws.

The Managing Director clarified that the Company had full amount of reserve money as defined by laws at that time, i.e., not less than 10% of registered capital calculated to be 34,109,256 baht as shown in Page 102 of 56-1 One Report.

Miss Ladda Thitikiatphong asked further about causes of cost reduction of registered capital of QTC Global Power Company Limited (QTCGP) from 700 million baht to be 560 million baht.

The Managing Director clarified that since QTCGP had accumulated loss, costs were reduced to eliminate accumulated loss enabling QTCGP to pay for dividend.

Finance and Accounting Manager additional clarified that accumulated loss of QTCGP was caused by evaluation on impairment of investment that was invested by QTCGP invested in Q Solar 1 Company Limited that was the result of accounting loss accumulation. When QTCGP gained profits from business operation of such year, QTCGP was unable to pay for dividend to shareholders. Consequently, QTCGP reduced cost to eliminate accumulated loss that would be beneficial for shareholders.

Since there was no further question, the Chairman of the Meeting proposed the Meeting to consideration and approval of company's financial statement for year ended December 31st, 2021.

Resolution :The Meeting had the unanimous resolution to approve the Company's financial statements for accounting period ended at 31 December 2021 that was already audited and certified by the Company's auditor with the following votes:

Approved	212,049,563	votes equal to 100.00
Disapprove	0	votes equal to 0
Abstain	0	votes
Void Ballots	0	votes

Remarks: In this agenda, there were additional 1 shareholders attended during the Meeting and their shares were counted as 5,000 shares. As a result, there were totally 72 attended shareholders and proxies with the total shares of 212,049,563 shares.

Agenda 4: Consideration and Approval the dividend payment derived from operating results for the fiscal year ended 31 December 2021

The Chairman assigned Mr. Suppasarn Srathongchom, The Consult of Law, clarified to the Meeting that According to The Company has a policy for payment of annual dividends at no less than fifty percent of the net profit in separate financial statements after deduction of juristic person income taxes and allocation of reserve funds in compliance with the law. However, the Company may consider dividend payments differing from the set policy, depending upon business performance, financial liquidity, economic conditions, and the necessity to use current capital to manage operations and expand the Company's business.

In addition, Sections 115 and 116 of the Public Companies Limited Act B.E. 2535 and Clauses 49 and 50 of the Company's Articles of Association provide that:

- 1) Shareholders' meeting must consider allocation of profit and payment of annual dividend
- 2) The company must allocate 5 percent of the annual net profit (after deduction of (carried forward) retained loss (if any)) as legal reserve until it reaches 10 percent of registered capital
- 3) No dividend can be paid from other type of monies except for profit and no dividend is made if the Company incurs retained loss

According to the Company's operating results for the fiscal year ended 31 December 2021, in the amount of 0.20 baht for 341,092,557 shares, totaling 68,218,511.40 baht. The names of shareholders who are entitled to receive dividends will be determined on 12 April 2022 (Record Date), and the dividends will be paid on 27 April 2022.

After clarification, the chairman provided the Meeting an opportunity to ask and give further opinions. It was appeared that there was no question or opinion asked or provided by any attendant. As a result, he proposed the Meeting to consider and approve the dividend payment derived from operating results for the fiscal year ended 31 December 2021.

Resolution: The Meeting had the unanimous resolution to approve the dividend payment derived from operating results for the fiscal year ended 31 December 2021, in the amount of 0.20 baht for 341,092,557 shares, totaling 68,218,511.40 baht. The names of shareholders who are entitled to receive dividends will be determined on 12 April 2022 (Record Date), and the dividends will be paid on 27 April 2022, with vote as follows:

Approved	212,049,563	votes equal to 100.00
Disapprove	0	votes equal to 0
Abstain	0	votes
Void Ballots	0	votes

Agenda 5: Consideration and Approval on Appointing Directors in place of Directors who have Completed their term

Mr. Suppasarn Srathongchom, the Consult of Law, clarified to the Meeting that, in order to be in accordance with Good Corporate Governance and enabling the Meeting to give their opinions fully as well as making voting fairly and clearly, Dr. Kamol Takabut, Mr. Poonphiphat Tantanasin and Mr. Preedee Ngamsantikul the 3 candidates were invited to be out of the Meeting Room.

The Chairman assigned Mr. Norachit Sinhaseni, Chairman of Nomination, Remuneration, and Corporate Governance Committee, clarified to the Meeting that, according to Section 18 of the Company Rules, it stated that there must be one third or the closest number of directors that shall be dismissed in every Annual General Meeting of Shareholders and the directors holding the

longest term of positions shall be firstly dismissed. In this year, the names of the directors that shall be dismissed were as follows:

1. Dr. Kamol Takabut	Nomination, Remuneration and Corporate Government Committee Director, Audit committee Director and Independent Director
2. Mr. Poonphiphat Tantanasin	Nomination, Remuneration and Corporate Government Committee Director, and Director
3. Mr. Preedee Ngamsantikul	Director
4. Mr. Phairoj Boonpun	Director

In this regard, Mr. Phairoj Boonpun notified his intention not to return to be a director for another term.

The Board of Director had the resolution to approve on appointing Dr. Kamol Takabut, Mr. Poonphiphat Tantanasin and Mr. Preedee Ngamsantikul, the directors retired by rotation to be re-elected for another term. The total number of the Company's directors is 11 persons.

The Company has given an opportunity to its shareholders to nominate the qualified person for further appointment as the Company's director in accordance with such Selection Process in advance for the period of 60 days, commencing from 5 October 2021 to 3 December 2021, on the Company's website. So far none of minority shareholders has proposed any person for such consideration.

The chairman provided the Meeting an opportunity to ask and give further opinions. It was appeared that there was no question or opinion asked or provided by any attendant. As a result, he proposed the Meeting to consider and approve the appointment of the above directors to hold the position of director for one more term. Profiles of these three directors are set out in the Invitation Letter (Attachment No.3).

Resolution: The Meeting had the unanimous resolution to appoint Dr. Kamol Takabut, Mr. Poonphiphat Tantanasin, and Mr. Preedee Ngamsantikul, the directors retired by rotation to be re-elected for another term, be approved with the majority of the votes of the shareholders present and exercising their voting rights, as per the details below. Shareholders voted for each nominee as follows:

5.1 Dr. Kamol Takabut

Approved	212,049,563	votes equal to	100.00
Disapprove	0	votes equal to	0
Abstain	0	votes	
Void ballot	0	votes	

5.2 Mr. Poonphiphat Tantanasin

Approved	212,049,563	votes equal to	100.00
Disapprove	0	votes equal to	0
Abstain	0	votes	
Void ballot	0	votes	

5.3 Mr. Preedee Ngamsantikul

Approved	212,049,563	votes equal to	100.00
Disapprove	0	votes equal to	0
Abstain	0	votes	
Void ballot	0	votes	

Agenda 6: Consideration and Approval on the determination of directors' remuneration 2022

The Chairman assigned Mr. Norachit Sinhaseni, Chairman of Nomination, Remuneration, and Corporate Governance Committee, clarified in this agenda as follows:

The Company shall comply with the rules and policies set by the Board of Directors to determine the remuneration, whereby the Nomination and Remuneration Committee and Corporate Governance shall consider at the first phase. The criteria will be related to the Company's operating results, the performance, and responsibility of directors. The Company has obviously and transparently set the remuneration policy for the directors, which the remuneration is at the appropriate level and consistent with industry, which can attract and preserve the qualified directors and for the past several years the directors' burdens has been increased due to business expansion also, the Company has set the existing remuneration for 4 years ago, thus it deemed appropriate to adjust the monthly remuneration amount of Chairman and directors. However, the meeting fee and yearly remuneration shall remain the same rate as 2021. The proposed payment of meeting fee, monthly remuneration and yearly remuneration are as follows:

Meeting fee	2021 (Baht per meeting)	2022 (as proposed) (Baht per meeting)	Compared to the year 2021 (Baht per meeting)
Chairman of the Board of Director	20,000	20,000	Unchanged
Chairman of Audit Committee Chairman of Nomination , Remuneration and Corporate Governance Committee	15,000	15,000	Unchanged
Director	15,000	15,000	Unchanged
Member of Audit Committee Member of Nomination , Remuneration and Corporate Governance Committee	10,000	10,000	Unchanged
Monthly Remuneration	(Baht)	(Baht)	(Baht)
Chairman of the board	25,000	30,000	Increase 5,000
Director	20,000	25,000	Increase 5,000
Yearly Remuneration	Actual payment not exceeding Baht 6 million	Actual payment not exceeding Baht 6 million	Unchanged

Remarks : Yearly Remuneration is paid to non-executive directors and subject to the discretion of the Nomination, Remuneration and Corporate Governance Committee.

After clarification, the chairman provided the Meeting an opportunity to ask and give further opinions. It was appeared that there was no question or opinion asked or provided by any attendant. As a result, the chairman proposed the Meeting to consider and approve the remuneration of directors for year 2022 that shall be paid in the form of Meeting fee, Monthly remuneration and Yearly remuneration.

Resolution: The Meeting had the unanimous resolution to approve the annual remuneration for the year 2022 with vote as follows:

Approved	212,049,563	votes equal to	100.00
Disapprove	0	votes equal to	0
Abstain	0	votes equal to	0
Void ballot	0	votes equal to	0

Agenda 7: Consideration and approval the appointment of auditors and to determine their remuneration

The Chairman assigned Mr. Natthaphon Lilawatthanun, the Chairman of Audit Committee, clarified in this agenda as follows:

The Company has been using the service from Grant Thornton Thailand Co., Ltd. since 2012-2021 by rotating the auditors, according to the Notification of the Securities and Exchange Commission No. TorChor. 75/2561 Re: Rules, Conditions and Procedures for Disclosure of Information relating to Financial Status and Operating Results of Issuing Companies (No. 14), which provides that the Company shall ensure that there is a rotation of auditors in the case where the existing auditor has performed the duties of auditing or reviewing, and rendering opinions on the financial statements of the Company for seven fiscal years (regardless of consecutiveness). In this regard, the Company shall appoint the same auditor who is relieved from the duty under the rotation upon the expiration of at least five fiscal consecutive periods.

The Audit Committee of the Company has an opinion to propose that the Company change the auditor of the Company for the year 2022 because Grant Thornton Limited has served the Company for more than 10 years. Circulating auditors with other auditor companies to receive new advice and suggestions in the preparation of some financial reports Therefore, it is proposed to appoint a certified public accountant of EY Office Limited, which is a reputable company as one of the world's four leading audit firms and is recognized in the audit field. and has auditors who are knowledgeable, competent, experienced for companies listed in the Stock Exchange of Thailand (SET), as well as being an audit firm with a global network that will ensure the company ,shareholders and investors that it will be able in deliver the financial statement with global standards. The company propose the following auditors to be the auditors of the Company for 2022, with their remuneration of up to Baht 1,600,000 per annum, excluding out-of-pocket expenses.

Therefore, to consider and approve on appointing Mr. Chayapol Suppasedtanon, Certified Public Accountant No. 3972 or Mrs. Gingsarn Atsawarangsalit, Certified Public Accountant No. 4496 or Ms. Pimjai Manikajohnkit, Certified Public Accountant NO. 4521 or Ms. Orawan Techawatanasirikul, Certified Public Accountant No. 4807 or Ms. Rosaporn Decharkom, Certified Public Accountant No. 5659 or Ms. Kirdsiri Kanjanaprakasit, Certified Public Accountant No. 6014 of EY Office Limited to be the auditors of the Company for 2022

The above nominated auditors do not have any relationship or interest with or in the Company or any of its executives, major shareholders or their affiliates.

After clarification, the chairman provided the Meeting an opportunity to ask and give further opinions. It was appeared that there was no question or opinion asked or provided by any attendant. As a result, the chairman proposed the Meeting to consider and approve the appointment of auditors and to determine their remuneration.

Resolution: The Meeting had the unanimous resolution to approve the appointment of company's auditor based on the proposed name list and the rate of audit fee in the maximum amount of 1,600,000 baht per year excluded from other expenses with vote as follows:

Approved	212,049,563	votes equal to	100.00
Disapprove	0	votes equal to	0
Abstain	0	votes	
Void ballot	0	votes	

Agenda 8: Other Businesses (if any)

Shareholders gave some opinions and asked for some questions that could be summarized as follows:

Miss Janenate Methaweewinij asked about the amount of 2022 investment budget and focused fields of investment.

The Chief Executive Officer clarified that the Company set the goal of investment and each project must have Internal Rate of Return (IRR) not lower than 10%.

Miss Janenate Methaweewinij asked about the Company's plan on EV Charger and asked about the origin of imported products.

The Chief Executive Officer clarified that the Company set the goals on 3 dimensions in 2022 including:

1) The Company must install 5 EV Charger stations by using EV Charger of Costel brand from South Korea.

2) The Company signed in an agreement on charger of Wallbox brand from Spain made with Electricity Generating Authority of Thailand; and

3) EV Charger stations tended to be certainly grown in the future that would increase the growth rate of transformers and other related products, for example, solar cells and inverters because each station had to be installed with transformer and other products that were already distributed by the Company.

Miss Janenate Methaweewinij asked whether EV Charger installation would be in the form of station inside gas station or standalone station. She was also curious that charger was already provided when buying EV car therefore purchasing of additional charger may not be required.

The Chief Executive Officer clarified that charger may not be provided in the future because charging system of each country that was the manufacturer of EV cars had different electric systems and standards. For 5 EV Charger stations under the Company's project, they would be inside gas stations. The first EV Charger station was at a Bangchak gas station in Same Dam Sub-District that was rented by the Company. Service users must download Application before using this service because service fee would be charged via Application.

Miss Janenate Methaweewinij asked whether EV Charger Stations Installation Project was supported by Thai government.

The Chief Executive Officer clarified that this project was not clearly supported by Thai government at that time.

Miss Janenate Methaweewinij asked whether the Company had co-investor because EV Charger Stations Installation Project required high investment.

The Chief Executive Officer clarified that this project was invested through the joint venture, i.e., PPWE Company Limited and UAC Global Public Company Limited.

Miss Ladda Thitikiatphong asked whether EV Charger Stations Installation Project for condominiums consisted of customers that were interested group of the Company.

The Chief Executive Officer clarified that the target customer group of the Company consisted of condominiums, golf courses, department stores, and all taxi breakpoints.


Dr. Kamol Takabut additional clarified that Thailand was relying on natural gas for generating electric power at that time and Electricity Generating Authority of Thailand had capacity of power generation of 30% where as 70% was capacity of power generation of Independent Power Producer (IPP), Small Power Producer (SPP), and VSPP (Very Small Power Producer). Thailand was consuming higher volume of electric power in industrial and transportation fields for expanding BTS railways in Bangkok at that time. As clarified above, most power generation methods consuming natural gas were reduced and electricity value would be higher in the future therefore Thai government required to construct more power plants for generating electricity as demanded. For EV Charger, the Company already studied and analyzed that the use of EV vehicles tended to be higher because its expenses was lower than fuel and it also helped to reduce the problems on pollution and global warming.

Miss Janenate Methaweewinij asked on investment amount of each EV Charger station.


The Managing Director clarified that EV Charger station installed at the Company was Fast Charge requiring 15-30 minutes for charging but those stations installed at condominiums or department stores were Normal Charge stations requiring 5-8 hours for charging therefore investment amount was based on increased number of EV cars each year. Currently, the Company plans to invest in 5 stations with the budget that is not over than 10 million baht.

Since there was no further question from any attendant, the Chairman gave the speech to thank all attendants for participating in this Annual General Meeting of Shareholders for Year 2022 and close the Meeting.

The Meeting was closed at 3.50 pm.

Signature  Chairman

(Mr. Krirk-Krai Jirapaet)

Signature  Recorder

(Miss Pakanat Tungtrakool)

Profiles of the Candidates for Director Positions



Name	Mr. Norachit Sinhaseni
Position	Director
Age	69 years
Educational qualification	<ul style="list-style-type: none"> • Honorary Doctorate Degree of Public Administration in International Relations, Kasem Bundit University • Master of Arts in International Relations, The Fletcher School of Law and Diplomacy, United States, by P. Rew Floyd Scholarship • Bachelor of Law (Honors), Chulalongkorn University • Capital Market Leader Program, Capital Market Academy (CMA 20) • National Defence College (Class 4313)
Directorship training	<ul style="list-style-type: none"> • Director Certification Program (DCP), Class 113/2009 • Role of the Chairman Program (RCP), Class 46/2020 • Advanced Audit Committee Program (AACP), Class 37/2020 • Board Nomination & Compensation Program (BNCP), Class 10/2020
Work Experience	<ul style="list-style-type: none"> • Member and spokesperson of the Constitution Drafting Commission (CDC) • Permanent Secretary, Ministry of Foreign Affairs • Ambassador, Permanent Representative of Thailand to the United Nations in New York • Deputy Permanent Secretary (Multilateral Affairs) • Deputy Permanent Secretary (Bilateral Affairs) • Ambassador of Royal Thai Embassy, Wellington, New Zealand • Director-General of the Department of East Asian Affairs • Director-General of the Department of Information and Spokesman of the Ministry of Foreign • Chief of the Office of the Secretary to the Minister (Surin Pitsuwan) • Deputy Director-General of the Department of International Organizations • Deputy Director-General of the Department of East Asian Affairs • Minister Counsellor, Permanent Mission of Thailand to the United Nations in New York • Chief of the Office of the Secretary to the Minister (Air Chief Marshal Siddhi Savetsila) • Third Secretary, Second Secretary and First Secretary, Royal Thai Embassy, Manila • Chairman of Thailand Foundation • Member of the Board of Trustees of Prince Mahidol Award Foundation • Member of the Executive Committee of King Prajadhipok's Institute • Member of the Board of Tourism Authority of Thailand
Current job positions	<ul style="list-style-type: none"> • Independent Director/ Vice Chairman of the Board of Directors/ Chairman of the Nomination and Remuneration Committee of QTC Energy (Public) Company Limited • Independent Director / Chairman of the Nomination and Remuneration Committee / Chairman of the Risk Management Committee / Member of the Audit Committee of Central Plaza Hotel (Public) Company Limited • Law Councilor, Office of the Council of State • Member of the Thai National Group, Permanent Court of Arbitration in The Hague

<u>In any listed companies</u>	QTC Energy Public Company Limited/ Central Plaza Hotel (Public) Company Limited
<u>In any non-listed companies</u>	Office of the Council of State
In any companies which may result in a conflict of interest with the Company	None
Expertise	Administrative
Nature of the nominated directorship	Independent Director
Term of office	3 year
Appointment Date	30 July 2020
% of shareholding in the Company	None
Direct or indirect interest in any entity in which the company or its subsidiary is a party to agreement	None
Family relationship with executives or major shareholders of the Company or its subsidiaries	None
Relationship with the Company or its subsidiaries or juristic persons which may have conflict of interest in past 2 years	None
Executive directors, employees, staff or advisers who receive salary	None
Professional such as auditor or legal adviser	None
Business relationship which is considered material and may have effect to performance on independent duty	None
Interest in the agendas proposed in the Meeting	a person nominated to be a director in agenda 5
Historical records or meeting attendance in 2022	The Board of Director Meeting 7 out of 7
Criteria to nominate director	The Board of Directors has taken into account the opinion of the Nomination, Remuneration and Corporate Governance Committee and is of the view that Mr. Norachit Sinhaseni is qualified for being the director as specified in the relevant laws, the Company's Articles of Association and the Charter of the Board of Directors.

(This candidate is not a director or executive in any company which may result in a conflict of interest with the Company.)



Name	Mr. Suroj Lamsam
Position	Director
Age	57 years
Educational qualification	<ul style="list-style-type: none"> • Master of Business Administration in Management, Sasin Graduate Institute of Business Administration • Master of Arts, Communications, New York University • Bachelor of Arts., Marketing and Consumer Studies, Syracuse University, Syracuse New York King in Public • Advanced Certificate in Economics Management for Executives 1, Prajadhipok's Institute
Directorship training	<ul style="list-style-type: none"> • Director Accreditation Program(DAP), Class of 40/2005
Work Experience	<ul style="list-style-type: none"> • Director and Senior Executive Vice President of Loxley (Public) Company Limited • Director of Loxley Orbit (Public) Company Limited • Director of National Innovation Agency
Current job positions	<ul style="list-style-type: none"> • Director of QTC Energy (Public) Company Limited • Chief Executive Officer and President of Loxley (Public) Company Limited • President of L Food Solutions Company Limited • President of Dole Thailand Company Limited • Director of AOT Aviation Security Company Limited • Managing Director of LB EV Company Limited • Managing Director of L Automotive Company Limited • President of The Foodsource Company Limited • Director of Siamsamut Warin Company Limited • Director of Loxley Joint & Hold Company Limited • Director of BP-Castrol (Thailand) Company Limited • Director of Car Convenie Company Limited • Director of Loxley Intertrade (Guangzhou) Company Limited • Chairman of the Board of Loxbit (Public) Company Limited • Director of ASM Security Management Company Limited • Director of Loxley GTECH Technology Company Limited • Director of Loxley Trading Company Limited • Director of Loxley Global Company Limited • Director of Loxley Mobile Company Limited • Managing Director of Loxley Property Development Company Limited • Director of Data Mining Company Limited • Director of Ekpavee Company Limited • Managing Director of Thai Gateway Company Limited • Director of Thanakorn Vegetable Oil Company Limited • Director of Lam Sam Estate Company Limited • Director of Phatra Samphant Company Limited • Director of Point Asia Land Development Company Limited • Director of Chanaporn Company Limited • Director of Ruam Samphant Company Limited • Director of Wanatan Company Limited • Director of Satera Pattana Company Limited • Director of Suruedee Company Limited • Director of Kasikornbank Public Company Limited

<u>In any listed companies</u>	QTC Energy Public Company Limited/ Loxley (Public) Company Limited / Loxbit (Public) Company Limited/ Kasikornbank Public Company Limited
<u>In any non-listed companies</u>	L Food Solutions Company Limited / Dole Thailand Company Limited / AOT Aviation Security Company Limited / LB EV Company Limited / L Automotive Company Limited / The Foodsource Company Limited / Siamsamut Warin Company Limited / Loxley Joint & Hold Company Limited / BP-Castrol (Thailand) Company Limited / Car Convenie Company Limited / Loxley Intertrade (Guangzhou) Company Limited / ASM Security Management Company Limited / Loxley GTECH Technology Company Limited / Loxley Trading Company Limited / Loxley Global Company Limited / Loxley Mobile Company Limited / Loxley Property Development Company Limited / Data Mining Company Limited / Ekpavee Company Limited / Thai Gateway Company Limited / Thanakorn Vegetable Oil Company Limited / Lam Sam Estate Company Limited / Phatra Samphant Company Limited / Point Asia Land Development Company Limited / Chanaporn Company Limited / Ruam Samphant Company Limited / Wanatan Company Limited / Satera Pattana Company Limited / Suruedee Company Limited
In any companies which may result in a conflict of interest with the Company	None
Expertise	Administrative
Nature of the nominated directorship	Director
Term of office	6 years
Appointment Date	29 August 2017
% of shareholding in the Company	None
Direct or indirect interest in any entity in which the company or its subsidiary is a party to an agreement	None
Family relationship with executives or major shareholders of the Company or its subsidiaries	None
Relationship with the Company or its subsidiaries or juristic persons which may have conflict of interest in past 2 years	None
Executive directors, employees, staff or advisers who receive salary	None
Professional such as auditor or legal adviser	None
Business relationship which is considered material and may have effect to performance on independent duty	None
Interest in the agendas proposed in the Meeting	a person nominated to be a director in agenda 5

Historical records or meeting attendance in 2022

The Board of Director Meeting 7 out of 7

Criteria to nominate director

The Board of Directors has taken into account the opinion of the Nomination, Remuneration and Corporate Governance Committee and is of the view that Mr. Suroj Lamsam is qualified for being the director as specified in the relevant laws, the Company's Articles of Association and the Charter of the Board of Directors.

(This candidate is not a director or executive in any company which may result in a conflict of interest with the Company.)

Name	Dr. Apichart Sramoon	
Position	Director	
Age	53 years	
Educational qualification	<ul style="list-style-type: none"> • Doctor of Engineering (Civil Engineering And Energy), Nagaoka University of Technology (NUT), Japan • Master of Soil Engineering, Asian Institute Of Technology (AIT), Thailand • Bachelor of Civil Engineering (First Class Honor), King Monkut's University of Technology Thonburi (KMUTT) 	
Directorship training	<ul style="list-style-type: none"> • Financial Statements for Directors Class 19/2013 • Director Accreditation Program (DAP) Class 169/2020 	
Work Experience	<ul style="list-style-type: none"> • Civil Engineer of Intacon Company Limited • Structural Engineer of Meinhardt (Thailand) Company Limited • Researcher of Nagaoka University of Technology • Senior Engineer of TEAM Consulting Engineering and Management (Public) Company Limited • Managing Director of Geotechnical & Foundation Engineering Company Limited • Vice President of TEAM Consulting Engineering and Management (Public) Company Limited • Managing Director of TLT Consultant Company Limited 	
Current job positions	<ul style="list-style-type: none"> • Director of QTC Energy (Public) Company Limited • Chief executive officer of TEAM Consulting Engineering and Management (Public) Company Limited • Chairman of Board of TEAM SQ (Public) Company Limited • Chairman of Board/ Director of Geotechnical & Foundation Engineering Company Limited • Chairman of Board of World Credit Foncier Company Limited • Chairman of Board/ Director of TEAM Construction Management Company Limited • Chairman of Board of World Corporation (Public) Company Limited • Director of NauticAWT Limited • Director of iGL Synergy Company Limited • Director of Nam Theun 1 Power Company Limited 	
<u>In any listed companies</u>	QTC Energy Public Company Limited / TEAM Consulting Engineering and Management (Public) Company Limited / World Corporation (Public) Company Limited / TEAM SQ (Public) Company Limited	

<u>In any non-listed companies</u>	TEAM Construction Management Company Limited / World Credit Foncier Company Limited / Geotechnical & Foundation Engineering Company Limited / NauticAWT Limited / iGL Synergy Company Limited / Nam Theun 1 Power Company Limited
In any companies which may result in a conflict of interest with the Company	None
Expertise	Engineering, Administrative
Nature of the nominated directorship	Director
Term of office	3 years
Appointment Date	30 July 2020
% of shareholding in the Company	42,501,000 ordinary shares, representing 12.46%
Direct or indirect interest in any entity in which the company or its subsidiary is a party to an agreement	None
Family relationship with executives or major shareholders of the Company or its subsidiaries	None
Relationship with the Company or its subsidiaries or juristic persons which may have conflict of interest in past 2 years	None
Executive directors, employees, staff or advisers who receive salary	None
Professional such as auditor or legal adviser	None
Business relationship which is considered material and may have effect to performance on independent duty	None
Interest in the agendas proposed in the Meeting	a person nominated to be a director in agenda 5
Historical records or meeting attendance in 2022	The Board of Director Meeting 7 out of 7
Criteria to nominate director	The Board of Directors has taken into account the opinion of the Nomination, Remuneration and Corporate Governance Committee and is of the view that Dr. Apichart Sramoon is qualified for being the director as specified in the relevant laws, the Company's Articles of Association and the Charter of the Board of Directors.

(This candidate is not a director or executive in any company which may result in a conflict of interest with the Company.)

Name	Mr. Ruangchai Kritsnakriengkrai	
Position	Director	
Age	57 years	
Educational qualification	<ul style="list-style-type: none"> • Master of Business Economics, School of Development Economics, National Institute of Development Administration • Bachelor of Engineering (Electrical Power Engineering), Year 1989, King Mongkut's Institute of Technology North Bangkok 	
Directorship training	<ul style="list-style-type: none"> • Director Accreditation Program (DAP), Class 116/2015 • Financial Statements for Directors (FSD) Program, Class 27/2015 • Director Certification Program (DCP), Class 236/2017 • Risk Management Program for Corporate Leaders (RCL) Class 28/2022 	
Work Experience	<ul style="list-style-type: none"> • Deputy Managing Director of QTC Energy (Public) Company Limited • International Sales Manager of QTC Energy (Public) Company Limited • Sales Manager of PPC Asian Insulators Company Limited • OEM Sales Manager of Gates Unita (Thailand) Company Limited • Director of QTC Panco Company Limited 	
Current job positions	<ul style="list-style-type: none"> • Director/ Managing Director of QTC Energy (Public) Company Limited • Director of QTC GLOBAL POWER Company Limited • Director of Q Solar 1 Company Limited • Director of PPWE Company Limited • Director of QTC Marketing Company Limited 	
<u>In any listed companies</u>	QTC Energy Public Company Limited	
<u>In any non-listed companies</u>	QTC GLOBAL POWER Company Limited / Q Solar 1 Company Limited/ PPWE Company Limited/ QTC Marketing Company Limited	
In any companies which may result in a conflict of interest with the Company	None	
Expertise	Executive transformers	
Nature of the nominated directorship	Executive Director	
Term of office	7 years	
Appointment Date	13 September 2016	
% of shareholding in the Company	None	
Direct or indirect interest in any entity in which the company or its subsidiary is a party to an agreement	None	

Family relationship with executives or major shareholders of the Company or its subsidiaries None

Relationship with the Company or its subsidiaries or juristic persons which may have conflict of interest in past 2 years None

Executive directors, employees, staff or advisers who receive salary Yes (Managing Director)

Professional such as auditor or legal adviser None

Business relationship which is considered material and may have effect to performance on independent duty None

Interest in the agendas proposed in the Meeting a person nominated to be a director in agenda 5

Historical records or meeting attendance in 2022 The Board of Director Meeting 6 out of 6

Criteria to nominate director The Board of Directors has taken into account the opinion of the Nomination, Remuneration and Corporate Governance Committee and is of the view that Mr. Ruangchai Kritsnakriengkrai is qualified for being the director as specified in the relevant laws, the Company's Articles of Association and the Charter of the Board of Directors.

(This candidate is not a director or executive in any company which may result in a conflict of interest with the Company.)

Definition of Independent Director of the Company

The company has determined the definition of its independent directors as the director who is non-executive director and do not involve in the management permanently, and is not the company's major shareholder. The company has specified requirements equal to the minimum requirements set by the SEC and the SET. Nominated independent directors of the company are fully qualified according to the definitions as below:

- (1) Holding no more than one percent of the total voting shares.
- (2) Not being an executive director involved in the management of the business, employee, staff, advisor earning regular monthly salary, controlling person during the period of two preceding years.

Relaxation of this requirement is in the case where the person is retired as a government official or as a consultant of a government agency which is a majority shareholder or has controlling interest for less than 2 years.

- (3) Not being a person who is related by blood or legal relations with a director or an executive.
- (4) Not having a business relationship with including not being the significant shareholder or the controlling person of a juristic person having a business relationship with the company in an amount starting from 20 million baht or more or from three percent of NTA, whichever is amount is lower, unless such foregoing relationships have ended for at least two years.
- (5) Not being an auditor of the company, its parent company, subsidiary, associate company, a major shareholder, a controlling person, unless such foregoing relationships have ended for at least two years.
- (6) Not being a provider of professional services, a significant shareholder, controlling person, or partner of such provider with a service fee of more than two million baht during the period of two preceding year.

* In case of a person who has qualifications inconsistent with 4 and 6, he or she shall be granted an exemption from such prohibition, provided that the issuer has obtained an opinion of the board of directors indicating that after a consideration in accordance with the principle in Section 89/7, the appointment of such person does not affect the performance of duties and the giving of independent opinions, and that the following information has also been disclosed in the notice calling the shareholders' meeting.

- (7) Not being a director who is appointed as the representative of directors of the issuer, major shareholder or shareholder who is a connected person of a majority shareholder.
- (8) Not undertaking any business of the same nature and in competition with the company and the subsidiary, or holding more than one percent of the voting shares, or being a managing director, employee, staff, advisor with a regular monthly salary, person with controlling interest in such business.
- (9) Not having any other characteristics that cause the inability to express independent opinions.
- (10) An independent director can be an independent director of an affiliated company, but a member of the Audit Committee is prohibited from being a director of a parent company, subsidiary or subsidiary at the same level (sister company) which are listed companies.
- (11) After being appointed as an independent director, that independent director may be assigned by the board of directors to make a decision on the business operation, the parent company, subsidiary, associate company, sister company, major shareholder or controlling person in the form of collective decision. However, a member of the Audit Committee is prohibited from taking part in the decision-making on the business operation.

Auditor's Profile

Name	Ms. Rosaporn Decharkom
Audit firm	EY Office Limited
CPA No.	5659
Years of service	Over 25 years
Position	Partner



Qualifications

- Certified Public Accountant (Thailand)
- Approved auditor of the Thai Securities and Exchange Commission and the Stock Exchange of Thailand
- A member of Investigation Subcommittee of the Federation of Accounting Professions

Education

- Bachelor's degree in Accounting, Thammasat University (2nd class honours)
- Master's degree in Accounting, Thammasat University

Experience

- Leading a wide range of audit assignments for numerous large corporations in a variety of industries, comprising both SET-listed companies and multinational clients with cross-border businesses. Her areas of expertise are real estate, manufacturing and trading, information and technology, energy and logistics businesses
- Overseeing management advisory and SET listing engagements

Conflicts of interest other than providing audit services to companies / subsidiaries / associated companies or juristic persons that may have conflicts may result in the inability to perform duties independently:

- None -

Record of illegal action

- None -

Contact information

Telephone	02 264 0777 / 02 264 9090
Fax	02 264 0789-90
Email	rosaporn.decharkom@th.ey.com

Auditor's Profile

Name	Mr. Chayapol Suppasedtanon
Audit firm	EY Office Limited
CPA No.	3972
Years of service	Over 30 years
Position	Partner



Qualifications

- Certified Public Accountant (Thailand)
- Approved auditor of the Thai Securities and Exchange Commission and the Stock Exchange of Thailand

Education

- Bachelor's degree in Accounting, Chiang Mai University
- Master of Business Administration, Ramkhamhaeng University

Experience

- Leading a wide range of audit assignments for numerous large corporations in a variety of industries; comprising both SET-listed companies and multinational clients with cross-border businesses for over 30 years
- His areas of particular expertise are the hospitality, real estate and construction, manufacturing and property fund sectors.
- Overseeing management advisory and due diligence for various businesses

Conflicts of interest other than providing audit services to companies / subsidiaries / associated companies or juristic persons that may have conflicts may result in the inability to perform duties independently:

- None -

Record of illegal action

- None -

Contact information

Telephone	02 264 0777 / 02 264 9090
Fax	02 264 0789-90
Email	chayapol.suppasedtanon@th.ey.com

Auditor's Profile

Name	Mrs. Gingkarn Atsawarangsalit
Audit firm	EY Office Limited
CPA No.	4496
Years of service	Over 30 years
Position	Partner



Qualifications

- Certified Public Accountant (Thailand)
- Approved auditor of the Thai Securities and Exchange Commission and the Stock Exchange of Thailand

Education

- Bachelor's degree in Accounting, Chulalongkorn University (2nd class honours)
- Master of Business Administration, Kasetsart University

Experience

- Serving audit clients in a wide range of industries, including retail, manufacturing, and telecommunications. Her clients include SET-listed companies and a large number of multinationals.
- She has extensive experience in regular audits, due diligence reviews, bond offerings and led specific projects of telecommunication
- Leading engagement for
- Sarbanes-Oxley Act Section 404 implementation project
- J-SOX internal control attestation procedures
- IPO under Regulation S

Conflicts of interest other than providing audit services to companies / subsidiaries / associated companies or juristic persons that may have conflicts may result in the inability to perform duties independently:

- None -

Record of illegal action

- None -

Contact information

Telephone	02 264 0777 / 02 264 9090
Fax	02 264 0789-90
Email	gingkarn.atsawarangsalit@th.ey.com

Auditor's Profile

Name Ms. Pimjai Manitkajohnkit
Audit firm EY Office Limited
CPA No. 4521
Years of service Over 30 years
Position Partner

**Qualifications**

- Certified Public Accountant (Thailand)
- Approved auditor of the Thai Securities and Exchange Commission and the Stock Exchange of Thailand
- A member of Investigation Subcommittee of the Federation of Accounting Professions

Education

- Bachelor's degree in Accounting, Thammasat University (2nd class honor)
- Master's degree in Accounting, Thammasat University

Experience

- Leading a wide range of audit assignments for numerous large corporations in a variety of industries, comprising both SET-listed companies and multinational clients with cross-border businesses. Her areas of expertise are real estate, manufacturing, and trading.
- Overseeing management advisory and SET listing engagements

Conflicts of interest other than providing audit services to companies / subsidiaries / associated companies or juristic persons that may have conflicts may result in the inability to perform duties independently:

- None -

Record of illegal action

- None -

Contact information

Telephone 02 264 0777 / 02 264 9090
Fax 02 264 0789-90
Email pimjai.manitkajohnkit@th.ey.com

Auditor's Profile

Name	Ms. Orawan Techawatanasirikul
Audit firm	EY Office Limited
CPA No.	4807
Years of service	Over 25 years
Position	Partner



Qualifications

- Certified Public Accountant (Thailand)
- Approved auditor of the Thai Securities and Exchange Commission and the Stock Exchange of Thailand

Education

- Bachelor's degree in Accounting, Thammasat University
- Master's degree in Accounting, Thammasat University

Experience

- Leading a wide range of audit assignments for SET-listed companies and a large number of multinationals. She has special expertise in audit work related to automotive, manufacturing and hotel businesses.
- Leading engagement for J-SOX internal control attestation procedures

Conflicts of interest other than providing audit services to companies / subsidiaries / associated companies or juristic persons that may have conflicts may result in the inability to perform duties independently:

- None -

Record of illegal action

- None -

Contact information

Telephone	02 264 0777 / 02 264 9090
Fax	02 264 0789-90
Email	orawan.techawatanasirikul@th.ey.com

Auditor's Profile

Name	Ms. Kirdsiri Kanjanaprakasit
Audit firm	EY Office Limited
CPA No.	6014
Years of service	Over 20 years
Position	Partner

**Qualifications**

- Certified Public Accountant (Thailand)
- Approved auditor of the Thai Securities and Exchange Commission and the Stock Exchange of Thailand

Education

- Bachelor's degree in Accountancy, Kasetsart University
- Master's degree in Accountancy, Thammasat University

Experience

- Providing audit services in a wide range of industries, including real estate, manufacturing, securities and service businesses, for numerous large corporations in a variety of industries, comprising both SET-listed companies and multinational clients with cross-border businesses.
- Extensive experience in regular audits, internal control attestation, public offering and rendering of advisory services.

Conflicts of interest other than providing audit services to companies / subsidiaries / associated companies or juristic persons that may have conflicts may result in the inability to perform duties independently:

- None -

Record of illegal action

- None -

Contact information

Telephone	02 264 0777 / 02 264 9090
Fax	02 264 0789-90
Email	kirdsiri.kanjanaprakasit@th.ey.com

Articles of Association concerning the Shareholders' Meeting and Voting Procedures

1. Proxy

Chapter IV Clause 38

A shareholder may appoint a proxy to attend and vote at a meeting of shareholders on his/her behalf. The instrument appointing a proxy must be made in writing, signed by the shareholder and made in a form prescribed by the Public Companies Registrar. The proxy instrument must be submitted with the Chairman or his/her assignee before the proxy attends the meeting. The proxy instrument must contain at least the following particulars:

- a) the amount of shares held by the shareholder;
- b) the name of the proxy; and
- c) the meeting at which the proxy is appointed to attend and vote.

2. Meeting Procedures

Chapter IV Clause 39

The meeting of shareholders must proceed according to the agenda specified in the notice of the meeting in respective order. However, the meeting may vary the sequence of the agenda if approved by a resolution passed by two-thirds (2/3) or more of the votes cast by the shareholders attending the meeting.

After the meeting of shareholders completes its consideration of the agenda prescribed in the notice of the meeting, the shareholders holding in aggregate one-third (1/3) or more of the total issued shares may request the meeting to consider any matters in addition to the agenda prescribed in the notice of the meeting.

If the meeting of shareholders is unable to complete its consideration of the agenda prescribed in the notice of the meeting or additional matters raised by the shareholders and it is necessary to adjourn the meeting, then the meeting must fix the place, date and time of the adjourned meeting. The board of directors must send a notice of the meeting specifying the place, date, time and agenda to shareholders seven (7) days or more before the meeting date. The notice must also be published in a newspaper at least three (3) days before the meeting date for a period of three (3) consecutive days.

Chapter IV Clause 40

The Chairman of the board of directors will act as the Chairman of the meeting of shareholders. If the Chairman is not present or is unable to discharge his/her duties, the Vice-Chairman will serve as the Chairman. If there is no Vice-Chairman or the Vice-Chairman is unable to discharge his/her duties, the shareholders attending the meeting must elect one of them to act as the Chairman.

3. Quorum

Chapter IV Clause 37

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

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

4. Voting Procedures

Chapter IV Clause 41

In every meeting of shareholders, a shareholder has one vote for each share.

A shareholder who has a special interest in any matter may not cast votes on that matter, except for the election of directors.

Chapter IV Clause 42

A resolution of shareholders must be passed by a majority of the votes cast by the shareholders attending and eligible to vote at the meeting. If the votes are equal, the chairman has a casting vote except where it requires otherwise in these Articles of Association or by law or in any of the following cases where a resolution must be passed by three-quarters (3/4) or more of the votes cast by the shareholders attending and eligible to vote at the meeting:

- (a) a sale or transfer of all or substantial part of the business of the Company to any person;
- (b) a purchase or acceptance of transfer of business of other public or private companies;
- (c) an entering into, amendment or termination of any agreement concerning a lease out of all or substantial part of the business of the Company or an assignment of the management control of the business of the Company to any person or a merger with any person for the purposes of profit and loss sharing;
- (d) an amendment to the Memorandum or Articles of Association of the Company;
- (e) an increase or reduction of capital;
- (f) an issue of debentures; or
- (g) an amalgamation or a dissolution of the Company.

5. Appointment of Directors

Chapter III Clause 15

The Company has a board of directors consisting of at least 5 persons but not more than 12 persons. The board of directors must elect one of their members to be the Chairman and may elect another member to be a Vice-Chairman and any other positions as they see fit. At least one-half of the directors must reside in Thailand.

Chapter III Clause 17

The directors shall be appointed by the annual general meeting of shareholders in accordance by majority votes from the shareholders who attend the meeting and exercise their voting rights with the following procedures and rules:

- (1) Each shareholder has one vote for each share held.
- (2) A shareholder may cast votes for each individual director or a group of directors as determined by a meeting of shareholders. In voting to elect more than one candidate as directors, the number of votes for each of the different candidates is indivisible.
- (3) The candidates who obtain the highest votes will be appointed as directors to fill the required number of vacancies for such election. If the candidates who equally obtain the lower votes exceed the required number of vacancies, the chairman has a casting vote.

Chapter III Clause 18

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

There must be a drawing by lots to determine the directors retiring on the first and second years after the registration of the Company. In each subsequent year, the directors who occupy the position for the longest period must retire.

A retiring director is eligible for re-election.

Profiles of the independent directors proposed as proxy by the Company

Name	Mr. Natthaphon Lilawatthanun	
Age	65 years	
Nationality	Thai	
Address	No. 7/212 Chaiyapruk Village Soi 7, Thawi Watthana Road, Khet Thawi Watthana, Bangkok. 10170	
Educational qualification	<ul style="list-style-type: none"> • Master of Business Administration, Faculty of Commerce and Accountancy, Finance, Chulalongkorn University 	
Directorship training	<ul style="list-style-type: none"> • Director Accreditation Program (DAP), Class 10/2004 • Audit Committee Program (ACP), Class 3/2004 	
Work Experience	<ul style="list-style-type: none"> • Director , Unimit Engineering Public Company Limited • Director, Unique Mining Services Public Company Limited • Director manager , Excellent Business Management Company Limited • Director manager, NBS Research & Consulting Company Limited 	
Current job positions	<ul style="list-style-type: none"> • Director and Chairman of Board Audit committee, QTC Energy Public Company Limited • Director, Unimit Engineering Public Company Limited • Director manager , Excellent Business Management Company Limited • Director manager, NBS Research & Consulting Company Limited • Director manager, Excellent Digital Development Company Limited • Director manager, Jobmyway Recruitment Company Limited 	
In any listed companies	QTC Energy Public Company Limited / Unimit Engineering Public Company Limited	
In any non-listed companies	Excellent Business Management Company Limited / NBS Research & Consulting Company Limited/ Excellent Digital Development Company Limited/ Job my way Recruitment Company Limited	
In any companies which may result in a conflict of interest with the Company	None	
Term of office	11 years	
% of shareholding in the Company	None	
Direct or indirect interest in any entity in which the company or its subsidiary is a party to an agreement	None	
Interest in the agendas proposed in the Meeting	None	
Historical records or meeting attendance in 2022	The Board of Director Meeting 7 out of 7	

(This candidate is not a director or executive in any company which may result in a conflict of interest with the Company.)

Profiles of the independent directors proposed as proxy by the Company



Name	Dr. Kamol Takabut
Age	73 years
Nationality	Thai
Address	4 Soi ramintra 39(8), Anusawari, Bang Khen, Bangkok 10220
Educational qualification	<ul style="list-style-type: none"> • Doctor of Engineering in Thermodynamiques & Energetique, Faculty of Engineering, Perpignan University, France
Directorship training	<ul style="list-style-type: none"> • Director Certification Program (DCP), Class 67/2005
Work Experience	<ul style="list-style-type: none"> • The 5th and 6th President of the Council of Engineers • Member of the Committee of the Energy Conservation Fund, Ministry of Energy • Member of the Arbitration Committee, Ministry of Justice • Director of the Town and Country Planning Board, Ministry of Interior • Coordinating Committee for the Preparation of Basic Nuclear Power Project
Current job positions	<ul style="list-style-type: none"> • Independent Director/ Member of the Audit committee/ Member of Nomination Remuneration and Corporate Governance Committee of QTC Energy Public Company Limited • Independent Director/ Audit Committee/ Chairman of the Risk Management Committee of Getabec Public Company Limited • Chief Executive Officer of Italian Thai Power Company Limited
In any listed companies	QTC Energy Public Company Limited/ Getabec Public Company Limited
In any non-listed companies	Italian Thai Power Company Limited
In any companies which may result in a conflict of interest with the Company	None
Term of office	6 year
% of shareholding in the Company	None
Direct or indirect interest in any entity in which the company or its subsidiary is a party to agreement	None
Interest in the agendas proposed in the Meeting	None
Historical records or meeting attendance in 2021	The Board of Director Meeting 7 out of 7

(This candidate is not a director or executive in any company which may result in a conflict of interest with the Company.)

Guidelines for attending the 2023 AGM through Electronic Media (E-AGM) and the Appointment of Proxies

1. In case the shareholders attending the E-AGM by themselves

1.1 Please kindly fill the Registration form for attending the AGM through Electronic Method (E-Meeting) (Enclosure

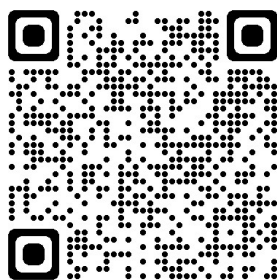
No. 10) with clearly identify your email and mobile phone number in order to be used for the meeting registration and attach identification documents to confirm the attendance’s rights of the E-AGM as follows:

- **In the event that the shareholder is an ordinary person** – a valid certified true copy of ID card, passport, or other official documents issued by government authority.
- **In the event that the shareholder is a juristic person** – an executed version of the power of attorney or a proxy and supporting documents as per the detail in item “Supporting Documents for the Appointment of Proxy” below.

Please submit the Registration form for attending the 2023 AGM through Electronic Method (E-Meeting) and such identification document to the Company during 1-28 March 2023 before 12.00 ONLY via the following channels:

E-mail Address	ir@qtc-energy.com
Registered Mail	Investor Relations and Corporate Communications Division QTC Energy Public Company Limited 2/2 Soi Krungthep Kritha 8 (5)., Huamark, Bangkok, Bangkok 10240 (Documents for AGM)

Or submit identification documents to confirm the attendance’s rights of the E-AGM via the Pre-Registration via E-meeting registration system. Please click: <https://qtc.foqus.vc/registration/> or scan this QR Code.



1.2 When the Company receives document as per item 1.1 from the shareholder or proxy holder, the Company will proceed the document inspection to confirm the meeting attendance’s rights. Once the inspection is completed, the Electronic Meeting System Service Provider (Quidlab) will send username, password and Weblink for registering to the AGM to you via e-mail.

Kindly refrain from giving your username and password to another person. In the case that your username and password are lost or you have not received within 28 March 2023, please immediately contact Quidlab Co.,Ltd, the E- Meeting System Service Provider of the Company, a contact channels appeared on the email sending username and password to you. Telephone no. 02-013-4322 or mobile 080-008-7616.

1.3 Please read the manual thoroughly from the Notice of Annual General Meeting of Shareholders (Enclosure No. 12) or email that the Quidlab sends to you. The system will be opened 1 hour prior to the meeting so that the shareholder can register for attending the meeting. However, the live broadcast will only begin at 14.00 hours.

- 1.4 For casting the vote during the E-Meeting, a shareholder may cast his/her vote in each agenda to either approve, disapprove, or abstain from voting. For the shareholders who do not vote in any agenda, the system will automatically count your vote as “approve”.
- 1.5 If you have encounter with any technical problem in using the E-Meeting system before or during the meeting, please contact Quidlab Co., Ltd who is the E- Meeting System Service Provider of the Company at a contact channel appeared on the email sending username and password to you.

2. In case the shareholders appointing proxy to attend the E-AGM

In case that a shareholder is unable to attend the meeting, he/she may authorize another person or the Company’s independent director, to attend and vote on his/her behalf. The name of independent directors are as follows:

Information of the Company’s Independent Directors who represent to be a proxy in the 2023 AGM

Name of Directors/Position	Age	Address	Interest in the agenda
1. Mr. Natthaphon Lilawatthanun	65	No.7/212 Chaiyapruk Village Soi 7, Thawi Watthana Road, Khet Thawi Watthana, Bangkok 10170	None
2. Dr. Kamol Takabut	73	4 Soi ramindra 39(8), Anusawari, Bang Khen, Bangkok 10220	None

Remark : The above independent directors have no special interests that are different from other directors in every agenda proposed in the 2023 Annual General Meeting

In this regard, the Company kindly ask the shareholders to send the completely signed Proxy form, as enclosure No. 11 or downloaded from company website <http://www.qtc-energy.com>. The shareholders can be requested a proxy form in hard copy at e-mail : ir@qtc-energy.com and submit the documents for the appointment of proxy to the Company within 28 March 2023 before 12.00 ONLY via the following channels:

- **Via Email address:** ir@qtc-energy.com
- **Via Registered Mail :**
 Company Secretary
 QTC Energy Public Company Limited
 2/2 Soi Krungthep Kritha 8 (5)., Huamark,
 Bangkok, Bangkok 10240
 (Documents for AGM))

Supporting documents for the appointment of proxy

1. In case proxy grantor is ordinary person

- a) Proxy form has been correctly and completely filled in, signed by the grantor and the proxy.
- b) A copy of the identification card/passport (for non-Thai nationals) of the grantor and the proxy which has been certified true.

2. In case proxy grantor is juristic person

- a) Proxy form has been correctly and completely filled in, signed by the authorized representative of the juristic person with affixing the company's seal (if any) and signed by the proxy.
- b) A copy of the affidavit of the shareholder, which must be issued no later than 6 months prior to the meeting date and copy of the identification card/passport (for non-Thai nationals) of the authorized representative of the juristic person which has been certified a true.
- c) A copy of the identification card/passport (for non-Thai nationals) of the proxy which has been certified true.

Non-Thai National or juristic person registered outside the country

In case the supporting documents or evidence were produced outside Thailand, such document shall be notarized by a notary public. In the case that the original document is not in English, the English translation shall be required and certified the correct translation by the shareholder or the authorized representative.

3. Voting

- 3.1 General Agenda: A voting in each agenda shall be made openly which one share shall be entitled to one vote. Shareholder or proxy shall make only one vote for approval, disapproval or abstention. The allocation of voting is not allowed.
- 3.2 Agenda on Election of Directors: The shareholder shall vote for each individual candidate nominated for directors, but not exceeding the number of directors required for that election. The vote shall not be distributed.

4. Voting Procedures

The Chairman shall inform the Meeting to vote in each agenda by asking time by time whether there is any shareholder wish to approve, disapprove or abstain. Shareholder or proxy shall make only one vote for approval, disapproval or abstention.

Channels for submitting questions related to the Company and agenda of 2023 AGM

To recognize the importance of the shareholders as well as to promote a good corporate governance, the Company provide a procedure to facilitate the shareholders for sending the Company enquires to which related the Company's business and the agenda of 2023 Annual General Meeting of Shareholders of the Company with following details.

Channel for sending questions

1. Shareholder can send the questions on the agenda item along with their name, address, telephone number or email address to the Company Secretary before March 28, 2023 at 12.00 hours via the following channels:
 - **Via Email address:** ir@qtc-energy.com
 - **Via Registered Mail :**
Company Secretary
QTC Energy Public Company Limited
2/2 Soi Krungthep Kritha 8 (5)., Huamark,
Bangkapi, Bangkok 10240
2. Shareholders who attend the Annual General Meeting of Shareholders through Electronic Method (E-Meeting) can submit the questions during the meeting.

Personal Data Protection Notice for the Shareholder Meeting QTC Energy Public Company Limited

QTC Energy Public Company Limited (the “Company”) realizes the significance of personal data protection according to Personal Data Protection Act B.E. 2562 (A.D. 2019) (the “Act”). The Company would like to inform you that the Company shall collect, use and disclose information that could identify you (“Personal Data”) within the purposes in connection to the Shareholder’s meeting and to verify your identity to access to the meeting and the right to vote in the electronic shareholder meeting and to comply with the relevant laws and regulation, such Personal Data includes:

1. Full Name
2. Telephone Number
3. Address
4. Email (if any)
5. Identification Number
6. Photograph and video record in the meeting¹

The Company urges any shareholder and their proxy (if any) to submit a certified true copy of identification card and please cross or conceal information regarding blood type and religious (which is considered to be a sensitive information according to the Act). In the event that document shows the information regarding blood type and religious, the Company will cross or conceal such sensitive information on your behalf.

The Company may disclose your Personal Data to a person or organization which is involved with the meeting, for instance, the meeting organizing advisor, the electronic meeting system service provider and The Company will collect your Personal Data for as necessary according to the relevant laws and regulations.

According to the Act, Data Subject will be entitled to the right to withdraw your consent, right to access and obtain a copy of Personal Data, right to object to the collection, use, or disclosure of Personal Data, right to erasure or destroy Personal Data, right to restriction of processing, right to rectification any Personal Data to be up-to-date, correct and complete and right to data portability.

Should you have any queries regarding the Personal Data Protection of the Company, or should you wish to exercise your rights as a Data Subject, you may contact our data protection officer at:

Tel: +66 (0) 2379 3089 ext.241

E-mail: ir@qtc-energy.com

¹ Any picture, photograph, video, or audio-visual works in the Annual General Meeting including artistic works which arisen from or in connection with the Annual General Meeting shall be sole intellectual property rights of and owned by the Company

Registration form for attending the 2023 AGM through Electronic Media (E-AGM)

Written at _____

Date ____ Mo ____ Year ____

I/W e _____ Nationality _____

Address _____ Road _____ Sub-district _____

District _____ Province _____ Postal code _____

as a shareholder of The QTC Energy Public Company Limited (the “Company”)

holding to total number of shares _____ shares

I hereby confirm to attend the meeting and cast the votes in the 2023 AGM on Friday, 31 March 2023 at 14.00 hrs. through Electronic Media (E-AGM) by,

Attend the meeting in person,
please send User name and Password with Web Link to e-mail _____

Proxy to Mr./Mrs./Ms.,
please send User name and Password with Web Link to e-mail _____

Signed Shareholder
(.....)

Signed Proxy Holder
(.....)

Form of Proxy, Form A. (General Form)

Duty stamp
THB 20

Made at

Date Month Year

(1) I/We nationality
 residing/located at No. Road, Tambol/Kwaeng
 Amphur/Khet Province Postal Code

(2) being a shareholder of QTC Energy Public Company Limited, holding shares in total which are entitled to cast votes as follows:

ordinary shares: shares in total which are entitled to cast votes;

preferred shares: shares in total which are entitled to cast votes,

(3) I/We wish to appoint

(1) age years, residing/located at No.
 Road, Tambol/Kwaeng Amphur/Khet
 Province Postal Code or

(2) age years, residing/located at No.
 Road, Tambol/Kwaeng Amphur/Khet
 Province Postal Code or

(3) age years, residing/located at No.
 Road, Tambol/Kwaeng Amphur/Khet
 Province Postal Code

of Shareholders through Electronic Method (E-Meeting) on Friday, March 31, 2023 at 14.00 p.m. or such other date, time and place as may be adjourned.

Any acts or performance caused by the proxy at the above meeting shall be deemed as my/our acts and performance in all respects.

Signed Grantor
 (.....)

Signed Grantee
 (.....)

Signed Grantee
 (.....)

Signed Grantee
 (.....)

Remarks

A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.

Duty stamp
 THB 20

Form of Proxy, Form B.

Made at

Date Month Year

(1) I/We nationality
 residing/located at No. Road, Tambol/Kwaeng
 Amphur/Khet Province Postal Code

(2) being a shareholder of QTC Energy Public Company Limited, holding shares in total which are entitled to cast votes as follows:

ordinary shares: shares in total which are entitled to cast votes;

preferred shares: shares in total which are entitled to cast votes,

(3) I/We wish to appoint

(1) Mr. Natthaphon Lilawatthananon age 65 years,
 residing/located at No. 7/212 Chaiyapruk Village Soi 7, Thawi Watthana Road, Tambol/Kwaeng Thawi Watthana
 Amphur/Khet Thawi Watthana Province Bangkok Postal Code 10170 or

(2) Dr. Kamol Takabut age 73 years,
 residing/located at No. 4 Soi ramindra 39(8) Road, Tambol/Kwaeng Anusawari
 Amphur/Khet Bang Khen, Province Bangkok Postal Code 10220 or

(3) age years,
 residing/located at No. Road, Tambol/Kwaeng
 Amphur/Khet Province Postal Code

any one of them as my/our proxy to attend and vote on my/our behalf at the 2023 Annual General Meeting of Shareholders through Electronic Method (E-Meeting) on Friday, March 31, 2023 at 14.00 p.m. or such other date, time and place as may be adjourned.

(4) I/We authorise my/our proxy to cast the votes on my/our behalf at the above meeting in the following manners:

- Agenda no. 1 To acknowledge the minutes of the 2022 Annual General Meeting of Shareholders
- Agenda no. 2 To acknowledge the report on the Company's operating results as at in respect of 2022.
- Agenda no. 3 To consider and approve the audited consolidated financial statements for the fiscal year ended as at 31 December 2022
 - (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
 - (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve Disapprove Abstain

- Agenda no. 4 To consider and approve the dividend payment derived from operating results for the fiscal year ended 31 December 2022.
 - (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
 - (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve Disapprove Abstain

- Agenda no. 5 To consider and approve the appointment of directors in replacement of those to retire by rotation.
 - (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
 - (b) The proxy must cast the votes in accordance with the following instructions:
 - Appointment of all directors
 - Approve Disapprove Abstain
 - Appointment of any director(s)
 - Name of Director : Mr. Norachit Sinhaseni
 - Approve Disapprove Abstain
 - Name of Director : Mr. Suroj Lamsam
 - Approve Disapprove Abstain
 - Name of Director : Dr. Apichart Sramoon
 - Approve Disapprove Abstain
 - Name of Director : Mr. Ruangchai Kritsnakriengkrai
 - Approve Disapprove Abstain

- Agenda no. 6 To consider and approve the determination of directors' remuneration for the year 2023
 - (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
 - (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve Disapprove Abstain

- Agenda no. 7 To consider and approve the appointment of auditors and to determine their remuneration.
 - (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
 - (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve Disapprove Abstain

- Agenda no. 8 To consider and approve the amendment to the Company's articles of association, Articles 22, 27, 28, 35, 36, 38, 39, 46, 47 and adding clause 63 and 64
 - (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
 - (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve Disapprove Abstain

- Agenda no. 9 To consider any other business (if any).
 - (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
 - (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve Disapprove Abstain

(5) If the votes which the proxy casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.

(6) If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting considers or resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, then the proxy will be entitled to cast the votes on my/our behalf at his/her own discretion.

Any acts or performance caused by the proxy at the above meeting, except voting in contravention of my/our instruction, shall be deemed as my/our acts and performance in all respects.

Signed Grantor
(.....)

Signed Grantee
(.....)

Signed Grantee
(.....)

Signed Grantee
(.....)

Remarks

1. A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.
2. As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
3. In case there are more agendas to be discussed than those specified above, the grantor may make additional authorisation in the Attachment to Proxy Form B.

Form of Proxy, Form C.

Duty stamp THB 20

Made at

Date Month Year

(1) I/We nationality
 residing/located at No. Road, Tambol/Kwaeng
 Amphur/Khet Province Postal Code

(2) being a shareholder of QTC Energy Public Company Limited, holding shares in total which are entitled to cast votes as follows:

ordinary shares: shares in total which are entitled to cast votes;

preferred shares: shares in total which are entitled to cast votes,

(3) I/We wish to appoint

(1) age years,
 residing/located at No. Road, Tambol/Kwaeng
 Amphur/Khet Province Postal Code or

(2) age years,
 residing/located at No. Road, Tambol/Kwaeng
 Amphur/Khet Province Postal Code or

(3) age years,
 residing/located at No. Road, Tambol/Kwaeng
 Amphur/Khet Province Postal Code

any one of them as our proxy to attend and vote on our behalf at the 2023 Annual General Meeting of Shareholders through Electronic Method (E-Meeting) on Friday, March 31, 2023 at 14.00 p.m. or such other date, time and place as may be adjourned.

(3) We authorise our proxy to attend the meeting and cast the votes on our behalf in the following manner:

- The voting right in all the voting shares held by us is granted to the proxy.
 - The voting right in part of the voting shares held by us is granted to the proxy as follows:
 - Ordinary shares: shares in total, which are entitled to cast votes; and
 - Preferred shares: shares in total, which are entitled to cast votes,
- Total: votes

(4) We authorise our proxy to cast the votes on our behalf at the above meeting in the following manner:

- Agenda no. 1 To acknowledge the minutes of the 2022 Annual General Meeting of Shareholders
- Agenda no. 2 To acknowledge the report on the Company's operating results in respect of 2022.

- Agenda no. 3 To consider and approve the audited consolidated financial statements for the fiscal year ended as at 31 December 2022.
 - (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
 - (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve Disapprove Abstain

- Agenda no. 4 To consider and approve the dividend payment derived from operating results for the fiscal year ended 31 December 2022.
 - (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
 - (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve Disapprove Abstain

- Agenda no. 5 To consider and approve the appointment of directors in replacement of those to retire by rotation.
 - (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
 - (b) The proxy must cast the votes in accordance with the following instructions:
 - Appointment of all directors
 - Approve.....votes Disapprove.....votes Abstain.....votes
 - Appointment of any director(s)

Name of Director : Mr. Norachit Sinhaseni

 - Approve.....votes Disapprove.....votes Abstain.....votes

Name of Director : Mr. Suroj Lamsam

 - Approve.....votes Disapprove.....votes Abstain.....votes

Name of Director : Dr. Apichart Sramoon

 - Approve.....votes Disapprove.....votes Abstain.....votes

Name of Director : Mr. Ruangchai Kritsnakriengkrai

 - Approve.....votes Disapprove.....votes Abstain.....votes

- Agenda no. 6 To consider and approve the determination of directors' remuneration for the year 2023
 - (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
 - (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve.....votes Disapprove.....votes Abstain.....votes

- Agenda no.7 To consider and approve the appointment of auditors and to determine their remuneration.
 - (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
 - (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve.....votes Disapprove.....votes Abstain.....votes

- Agenda no. 8 To consider and approve the amendment to the Company’s articles of association, Articles 22, 27, 28, 35, 36, 38, 39, 46, 47 and adding clause 63 and 64
 - (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
 - (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve.....votes Disapprove.....votes Abstain.....votes
- Agenda no. 9 To consider any other business (if any).
 - (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
 - (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve.....votes Disapprove.....votes Abstain.....votes

(5) If the votes which the proxy casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.

(6) If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting considers or resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, then the proxy will be entitled to cast the votes on my/our behalf at his/her own discretion.

Any acts or performance caused by the proxy at the above meeting, except voting in contravention of my/our instruction, shall be deemed as my/our acts and performance in all respects.

Signed Grantor
 (.....)

Signed Grantee
 (.....)

Signed Grantee
 (.....)

Signed Grantee
 (.....)

Remarks

1. This Form C. is used only if the shareholder whose name is in the shareholders’ register is an offshore investor who appoints a local custodian in Thailand to keep his/her shares in the custody.
2. The necessary evidence to be enclosed with this proxy form is:
 - (1) the power-of-attorney granted by the shareholder to the custodian by which the custodian is appointed to sign the proxy form on the shareholder’s behalf; and
 - (2) a certification that the authorised signatory of the proxy form is licensed to operate the custodial business.
3. A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.
4. As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
5. In case there is another business to be discussed in addition to those specified above, the grantor may make additional authorisation in the Attachment to Proxy Form C.



Quidlab E-Meeting & Voting System User's Manual Conferencing Option

Some options may not be visible

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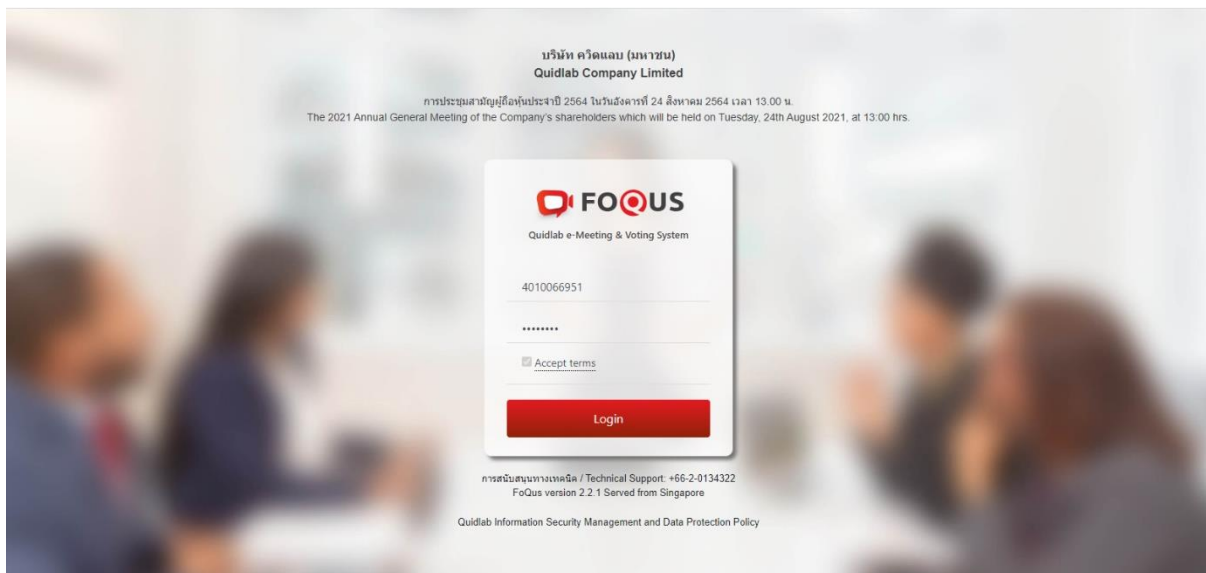
Introduction

Quidlab E-meeting & Voting System does not require any special application to install. It is very easy to use system and does not require any special skills. You can use any latest updated version of browser e.g. Google Chrome, Microsoft Edge, Apple Safari, Firefox etc. You can also use computer, laptop, tablet or phone.

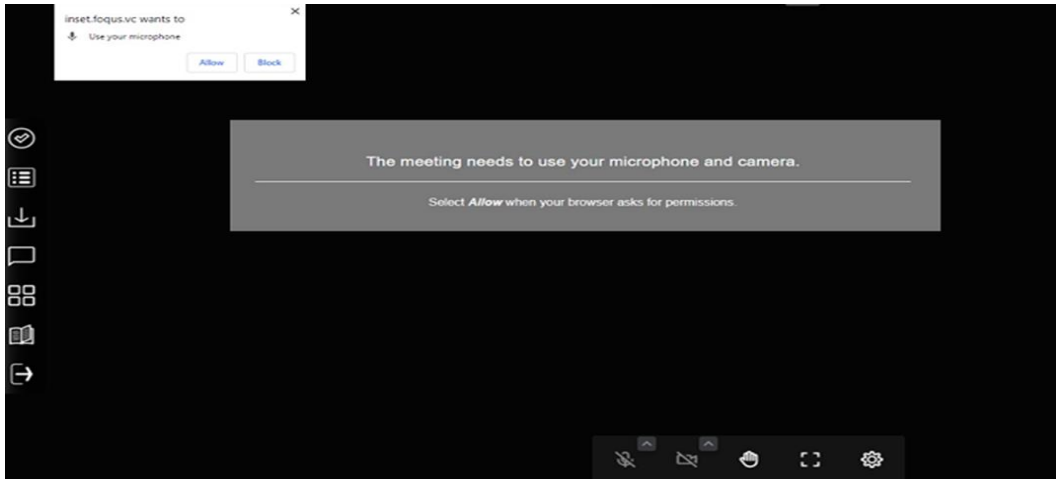
You will receive an email with username and password. This username and password are valid only for E-Meeting or E-Meeting of company stated in the email. Email also contains a link to join the meeting like <https://subdomain.quidlab.com> (Example Only)

How to Login

1. Click on link in email or type URL in browser. After clicking you will be taken to E-Meeting website
2. Enter your username & password
3. Click Accept Terms, then click Login button to join the meeting



3. If username and password are correct you will be granted access and screen will be presented
4. You may be asked to allow camera and microphone permissions when you join meeting or when you start the camera and microphone (if you do not grant permission, you can still join the meeting however you may not be heard or seen by other people in case you need to ask questions using microphone).

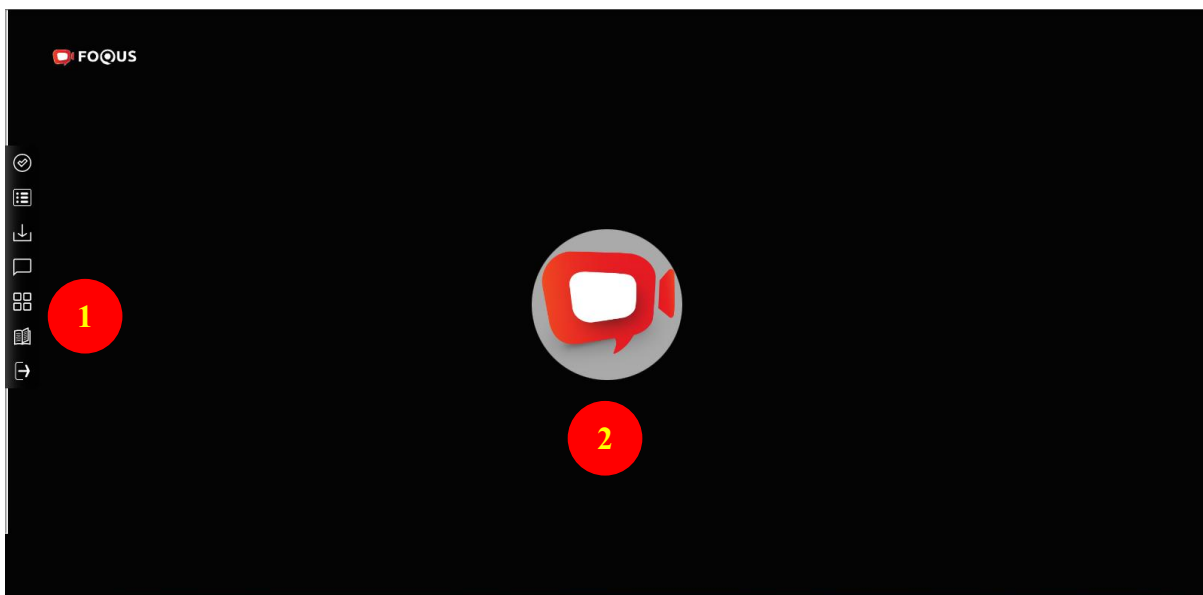


5. Once permission is granted you will be able to see other participants. Depending on meeting requirements you may be able to see all or only some of participants who have their camera on.

How to Navigate

E-Meeting system has following parts which can be navigated by menu located on the left side of the screen **(1)**.

Other users of E-Meeting will be shown in this section **(2)**.

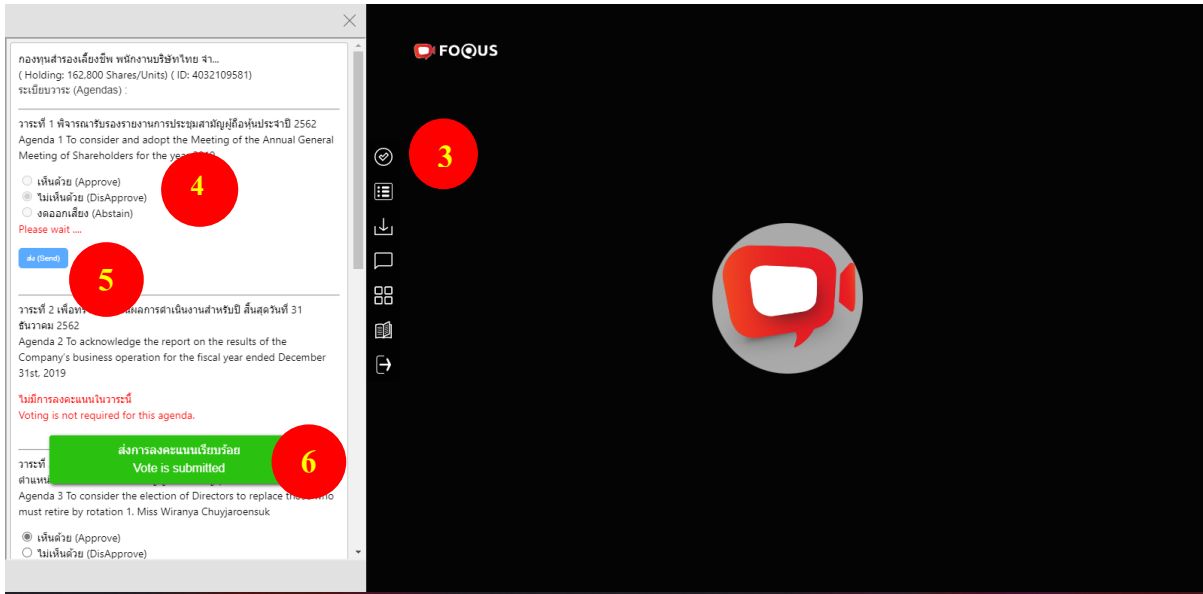


Vote Menu

Once you click on Vote menu **(3)**, you can navigate to Voting section to cast your vote. You can see all agendas listed here and can cast your vote any time till the time if Agenda is not close. Once Agenda has been discussed and closed you cannot change your vote. (This Agenda has been closed cannot vote)

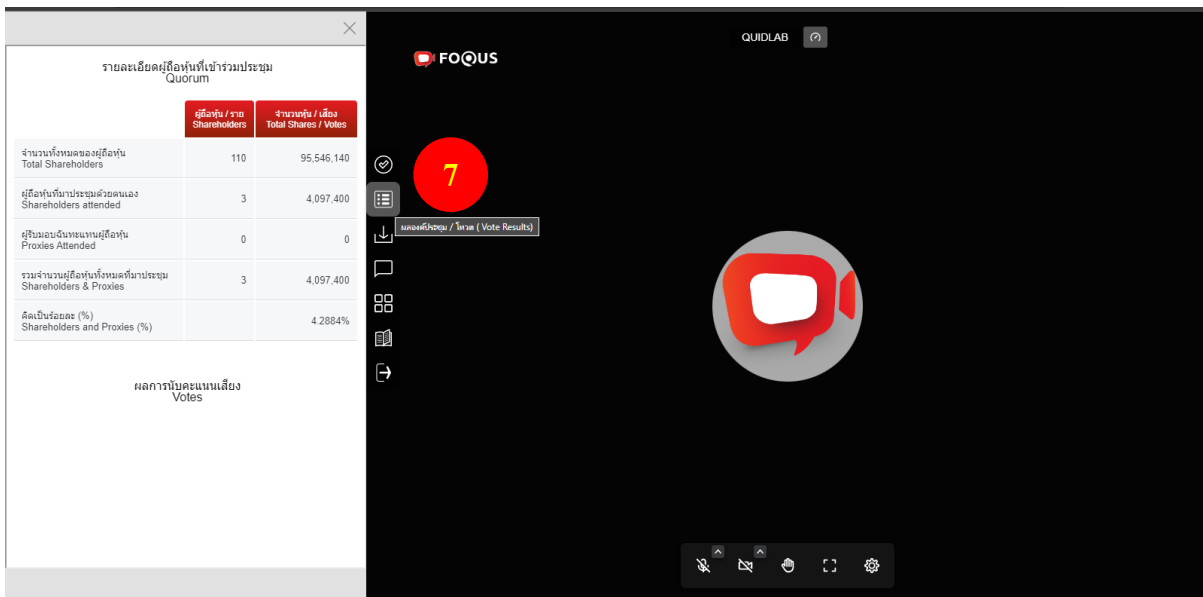
There is a separate Send Button for each agenda. You must click on radio button **(4)** to choose, "Approve", "Disapprove" or "Abstain" and then click Send **(5)**.

Once your vote is submitted you will be notified by a pop-up alert message. Voted is submitted **(6)**.



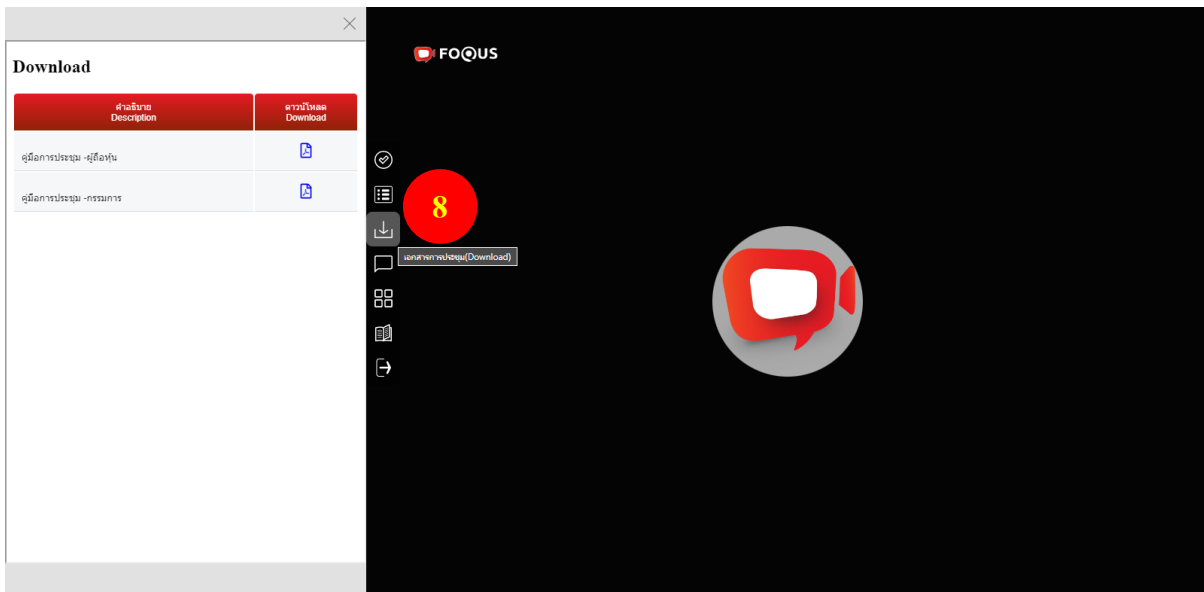
Quorum & Voting Results

You can check quorum and results by clicking on Voting Results Button (7) any time, votes will be displayed only after agenda is closed.



Download Documents

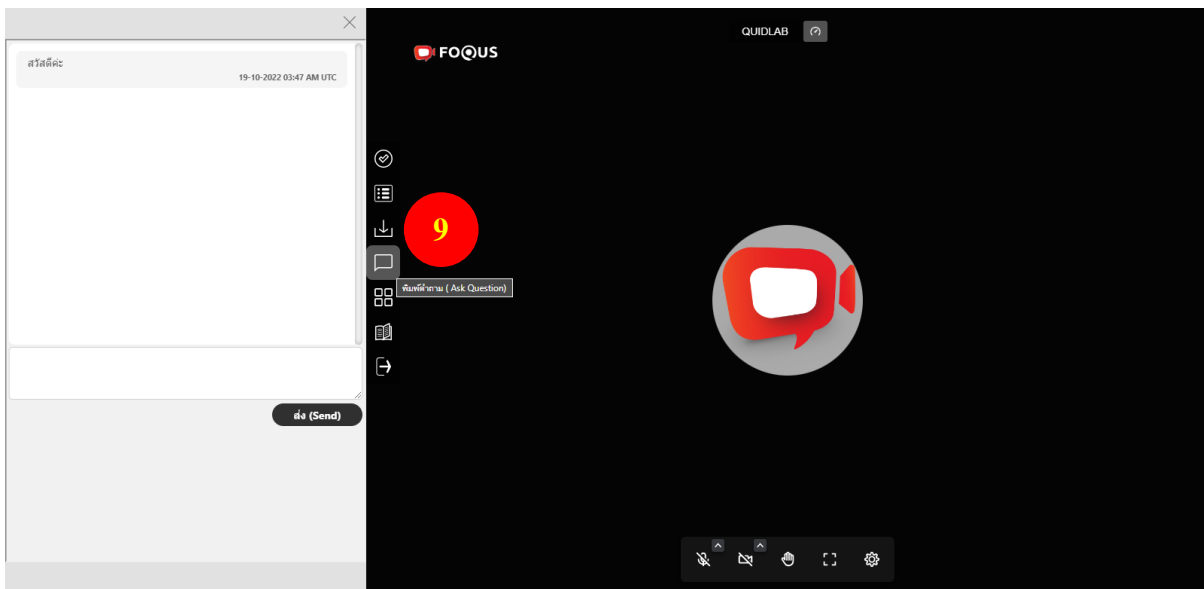
You can download company provided documents, if any e.g., Annual Report, Company presentation etc. by clicking on Download button **(8)**.



Asking Question

Asking Question - by Message

Click on Ask Question button **(9)** to navigate to Ask Question chat screen. You can type your message in the textbox then click send to send question

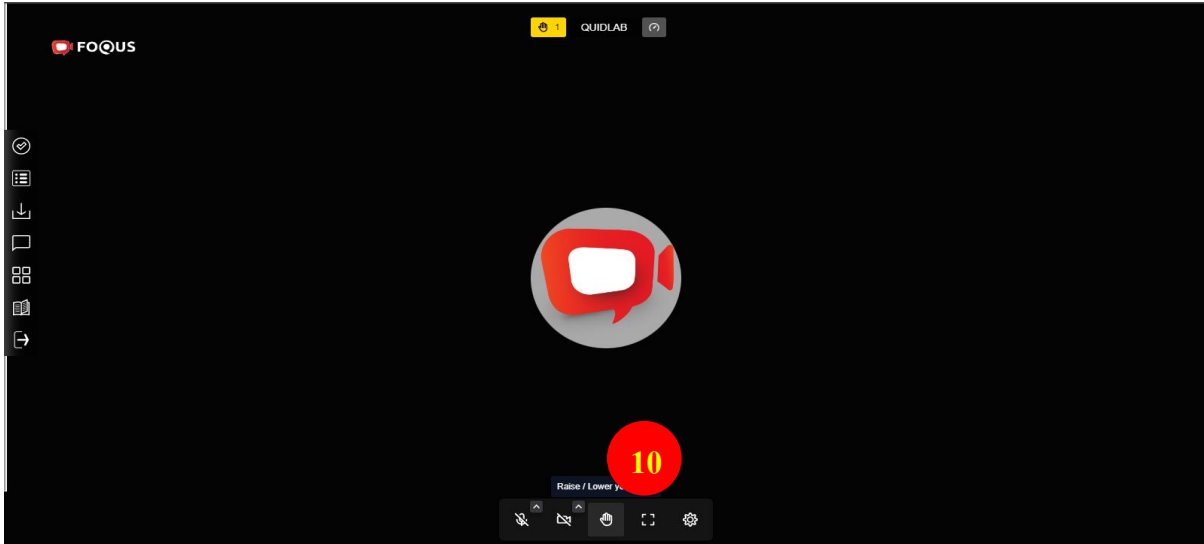


- The question will be sent directly to the company officers, they can see all questions, but you will only see your own question.
- The company cannot reply through chat box to the question. The questions must be answered through the voice only.

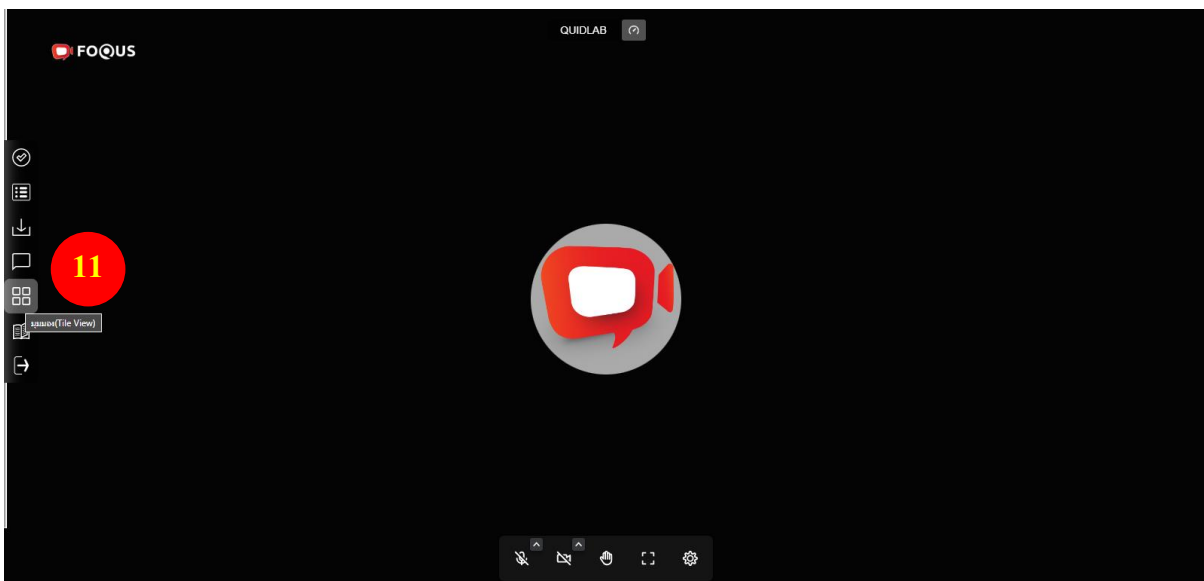
Asking Question - by Voice

Clicking on Hand Button **(10)**, then waiting from the company approved. Once your request will be approved, director or company officer will ask you to unmute your microphone and ask your question. (You may also turn on your camera if required).

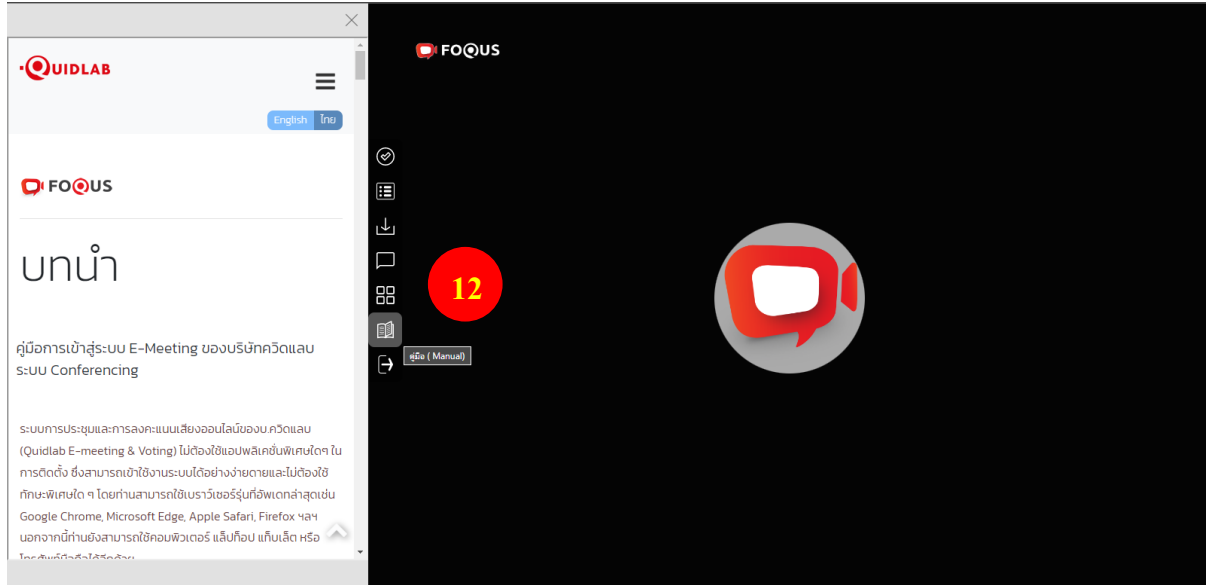
This Option is available only in the meeting where camera and microphone access is allowed for users.



Icon 4 small squares **(11)** You can choose to watch in a single window to see active speaker in full screen. or multiple windows showing thumbnails of all presenters who have their camera on.

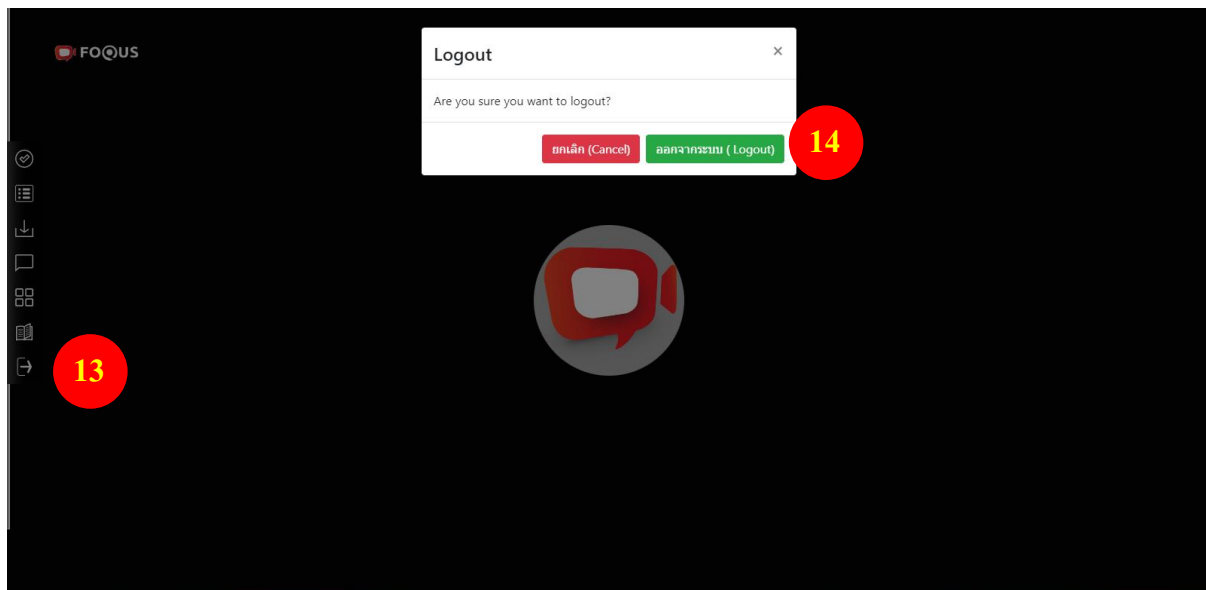


To see the manual, you can click on this icon (12).



Logout

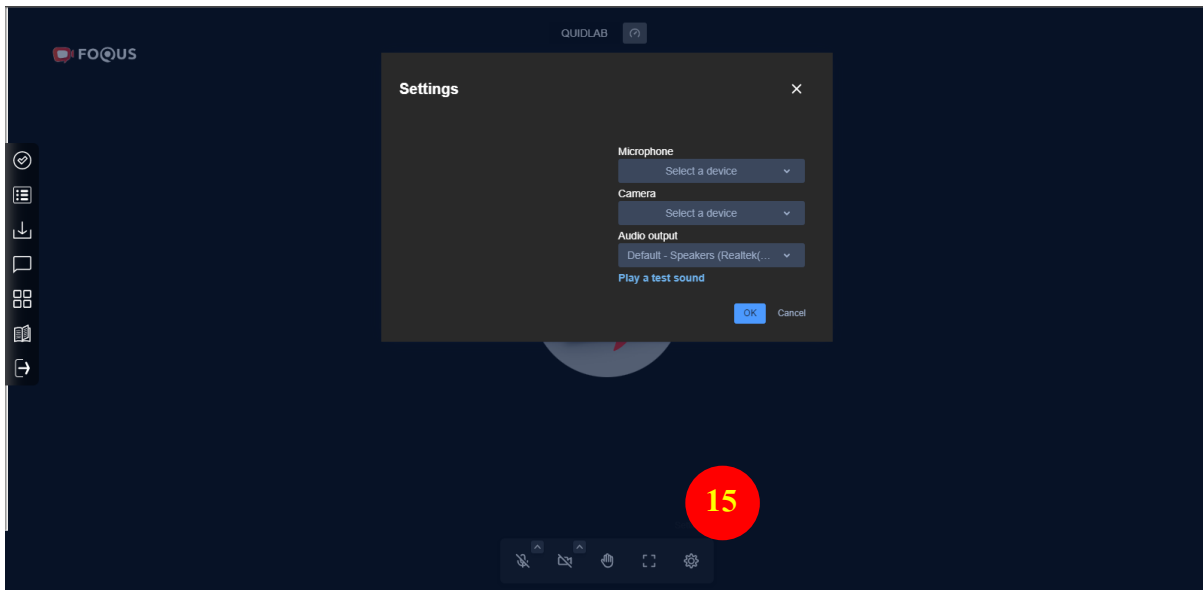
To Logout click on Logout Button (Logout) (13). The system will ask you if you want to log out. To log out, please click Logout. (14)



Settings

You can change your camera and microphone settings by clicking on Settings button **(15)**.

This option is available only if camera and microphone access is allowed



Technical Support

If you see the problem accessing the E-Meeting system you can contact Quidlab at via telephone on 080-008-7616 or 02-0134322 or email at info@quidlab.com

Before contacting technical support, please read the Frequently Asked Questions (FAQ) below which may solve your issue. We recommend that you use a computer (PC) or notebook (Laptop).

- The internet used must be stable and strong enough because the meeting runs for more than 1 hour.
- We recommend to keep your microphone muted & camera off when not talking so other users are not disturbed during meeting.
- When contacting technical support please provide full details of problem, any error message received, type of device used, browser name and version etc.

Minimum System Requirements

Bandwidth	System uses simulcast hence automatically manages video quality or turns off some of videos if bandwidth is low, however for good conference a 5 Mbps bandwidth is recommended.
Video quality	720p
CPU	Video conferencing requires high CPU power, Intel Core i3 or equivalent
Memory	at least 4 GB
Ports	Following ports must be opened for outbound traffic if blocked at firewall
TCP	80 & 443, 5349
UDP	10000

Frequently Asked Questions (FAQ)

Question : Why can't I click a link in my email?

Answer: Some email software may show links as text only. You can copy URL then open in browser Chrome / Safari

Question: I cannot login?

Answer: check the correct username & password provided. Please check if you are copying and pasting username & password correctly. In the most frequent cases, the trailing space for the username and password is copied.

Question : I'm out of the system very often?

Answer: The internet used must be stable and strong enough because the meeting runs for more than 1 hour / weather conditions may affect the network signal you are using. If you are using WiFi there can be packet drops.

Question: I can't hear voice

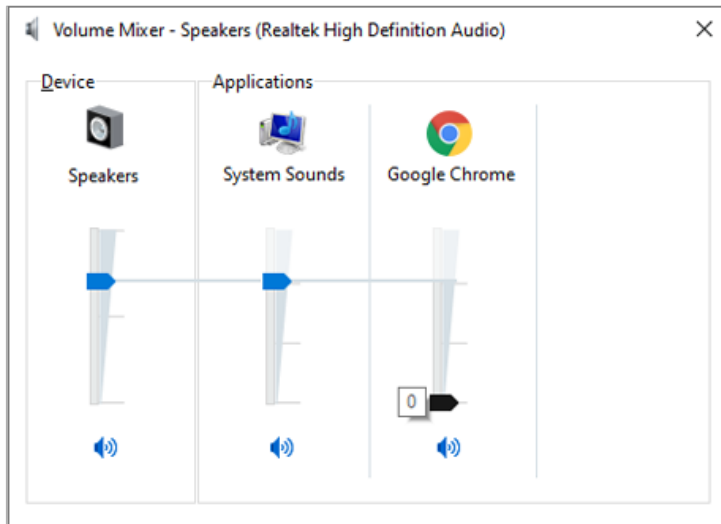
Answer:

1. Check Volume Levels and Muting

- Right-click the speaker icon in the taskbar and select Open Volume Mixer.

- You can set audio level for each application's from here.

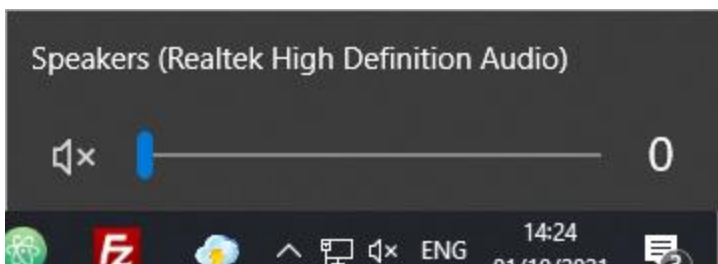
(e.g, If you join meeting by Google Chrome ensure audio level is setup corectly for that browser)



2. Make sure your computer is using the right speakers or headphones

- Select the Correct Audio Output Device on Windows

1. Left-click the speaker icon.
2. Select your preferred playback device.
3. Make sure your correct playback device is selected.

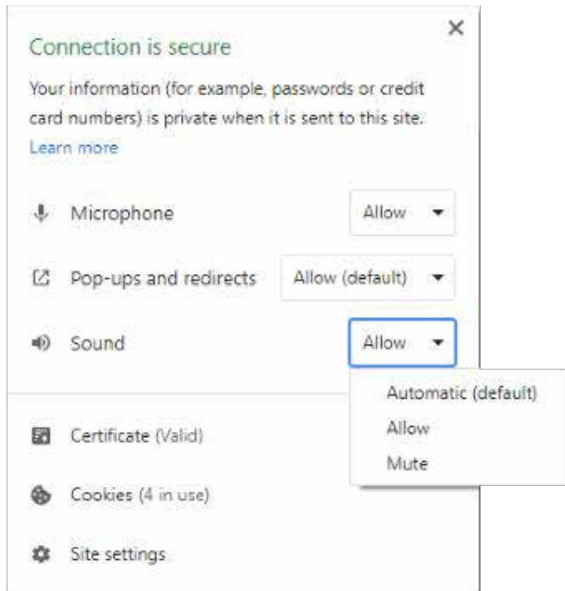


3. View site information on your webste browser.

(this option may change depends on browser you are using).

eg. 1 Google Chrome:

1. Select "padlock" icon next to your browser adres bar.
2. Sound settings should be set as Automatec (Default) or Allow

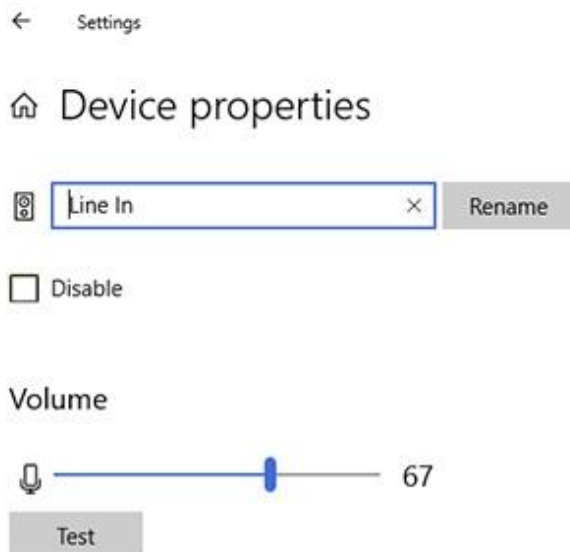


My microphone is not working

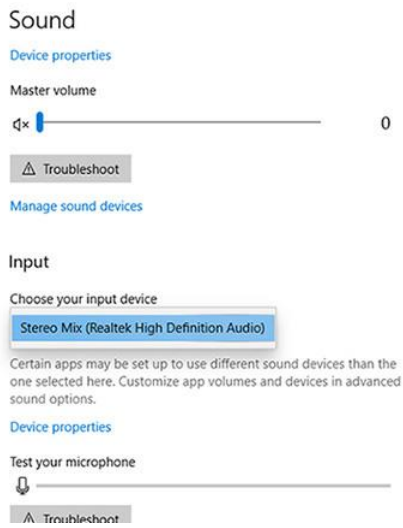
1. Check the Microphone Volume Level on Windows

- Using your right mouse button, Right click on the speaker in your System Tray, and select Open Sound settings.


- Under Input, select Device properties.



- Make sure Disable is not checked, and make sure the volume is at a reasonable volume.



Question: I cannot hear while using headphone? (Both Bluetooth and wired headphones)

Answer: When logging in to the system, check if headphones or headphones are connected to the system or connected to another device. Click setting  Settings → camera / Microphone or Audio outputs → select the name of your headphones or headphone and press OK



Or please check the volume of your device has the sound been muted or not

Other Questions:

Other login issues can be due to network issue, no internet connection or other business rules (company may allow you to login only for example 1 hour before, you are login too late and meeting may have already been finished etc.), which are alerted to user and are self-explanatory.

Question: I can login but getting automatically logged out?

Answer: For security reasons each user can login only on one device and if you try to login on another device or different browser on same computer previous login will get logged out automatically. Do not share your username & password with another person.

Question: My voting options are locked, not present for some or all of agendas.

Answer: There are some business rules which can prevent voting and are clearly marked under each agenda for your reference and are self-explanatory, some common cases are as follows:

- Agenda does not require voting and is for acknowledgement only.
- Agenda is already closed hence it gets locked and you cannot change vote.
- You logged in late and some of agendas were already voted.
- A proxy form B was sent which has already been voted and does not allow you to change vote.

Question: Do I have to wait for agenda to be discussed before I can cast my vote? or Do I have to wait till the end of meeting?

Answer: You can cast your votes any time after login and all votes will be recorded. You can also change your vote till the time agenda is not closed by company officers. Once agenda is closed you cannot change your vote.

Question: : My voting or other windows shows “Connection failed. Please log out and log in again” what should I do?

Answer: If internet connection to voting server is lost you may get this message, you can logout and login again to restore connection.

Question: Will it affect my voting if I logout and login again?

Answer: When you login first time system marks your votes as Approved however you can change your vote any time, even if you logout and login again. Login in and logout several times does not affect your previously casted votes.

Question: I have other technical question?

Answer: Please get in touch with us. 080 -008-7616 or 02-0134322 or via email: info@quidlab.com

Question: How to report a bug or security vulnerabilities?

Answer: If you encounter problems send us an email to info@quidlab.com with the details of vulnerabilities or bug report.



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QUALITY OF DETAILS >>

D - DYNAMICS E - ENVIRONMENT
T - TEAMWORK A - ACHIEVEMENT
I - INNOVATION L - LEADERSHIP S - SERVICE