

14th March, 2024

Subject: Invitation to attend the Annual General Meeting of Shareholders year 2024
Attention: All shareholders of Chu Kai Public Company Limited

Attachments:

1. Copy of Minutes of Annual General Meeting of Shareholders year 2023
2. 56-1 One Report in QR Code
3. History of persons duly nominated to assume the position in replacement of the directors resigned by rotation.
4. Articles of Association relating to the General Meeting of Shareholders.
5. Rules and procedures in participating the Shareholders' Meeting and authorization.
6. Form of Power of Attorney.
7. Information of Independent Director nominated by the Company for the Shareholders to appoint as Proxy.
8. A map of the Annual General Meeting of Shareholders venue

Whereas, the Board of Director of Chu Kai Public Company Limited, (hereinafter referred to as "the Company") no. 2/2024 held on 14 March, 2024 resolved to convene the Annual General Meeting of Shareholders year 2024 (hereinafter referred to as "the Shareholders' Meeting"), on Thursday 25 April 2024, at 14.30 hours, at Room no. 216-217, 2nd Floor, Bangkok International Trade and Exhibition Centre (BITEC) no. 88 Debaratana Road Km. 1, South Bangna, Bangna, Bangkok 10260 , to consider the matters according to the following agendas:-

Agenda 1: To approve the Minutes of Annual General Meeting of Shareholders year 2023 held on 27 April, 2023.

The Board of Directors' comment: The Board of Directors considers and opines that the minutes of the Annual General Meeting of Shareholders year 2023, held on 27 April 2023 were correctly and completely recorded and deems appropriate to propose to the meeting of shareholders to certify such minutes. A copy of the said minutes is attached as Attachment no. 1.

Agenda 2: To acknowledge the report of the Board of Directors on the Company's operating results for the year 2023 and approved 56-1 One Report.

The Board of Directors' comment: The Board deems it is appropriate to inform the Shareholders' Meeting about the declaration of operating result for 2023 details of which are appeared on 56-1 One Report and approves 56-1 One Report delivered to the shareholders in advance along with this Invitation Letter, according to Attachment no. 2.

Agenda 3: To consider and approve the Statement of Financial Position and the Statement of Comprehensive Income of the Company for the year ended 31 December, 2023.

Statement of Financial Position and Statement of Comprehensive Income for the year ended as at 31 December 2023 of the company and minor companies were audited and signed by the auditor from PV Audit Company Limited. It was considered by the Board of Directors and approved by Audit Committee according to the details as appeared in 56-1 One Report for 2022 whereby its important contents are summarized as follows (Unit: Million Baht).

Description	2023	2022
Total asset	1,863.89	2,146.32
Total liability	1,033.60	1,413.05
Shareholders' equity	830.29	733.27
Total income	422.77	393.12
Net (loss) profit	93.68	(189.90)
Net (loss) profit per share (Baht)	0.124	(0.25)

Agenda 4: To consider and approve to refrain from allocating net profits as legal reserves and not to pay dividend payment for the operating result of the year 2023.

The objectives and reason pursuant to Articles of Association clause 56, the company is required to allocate partial annual net profit as reserves not less than 5 percent of annual net profit less retained loss brought forward (if any) until this reserve shall reach not less than 10 percent of registered capital. However, the company had a net loss of 31.95 million baht from financial statements in 2023 and the company has accumulated losses of 450.74 million baht and the consolidated financial statements have accumulated losses of 238.83 million baht. Since there was a loss in operating results in the past year, the company therefore request for an approval to refrain from paying dividends for the year 2023. The company has accumulated reserves as of December 31, 2023, amounting to 36,671,042.09 baht, equivalent to 3.51 percent of the registered capital. As for the dividend payment policy of the company disclosed in the annual report under the topic of dividend payment policy states that the company will pay dividends each year at the rate of not less than 50 percent of the net profit according to the separate financial statements in each accounting period after deduction of corporate income tax and other reserves.

The Board of Directors' Comment: The Board deems it appropriate not to pay dividend and not to reserve for statutory due to a net loss of 31.95 million baht from the Company's operating result of year 2023.

Agenda 5: To consider and approve the re-election of the directors whose terms are expired by rotation.

The Board of Directors' comment: To comply with the Public Company Limited Act, B.E. 2535 and Articles of Association of the Company clause 22, which stipulates that one-third of directors must be resigned and in case of it is not possible, nearly one-third must be resigned. For this year, there are directors to be resigned by rotation as follows: -

- | | | |
|----|----------------------------|---|
| 1) | Mr. Charoenchai Kittisuwan | Independent Director and Audit Committee |
| 2) | Ms. Janejira Paairungsri | Director, Chairman of the Executive Board and Chief Executive Officer |
| 3) | Mr. Yo Taveethongkam | Director and Advisor |

The Board of Directors duly considers and opines that those directors who are expired by rotation are all capable and knowledgeable which are benefits to the company, it is thus deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the reappointment of those 3 directors to reassume the same position onwards. In this regard, the company herewith attaches the personal history of those nominated persons as Attachment no. 3.

The Board has considered those people to be nominated as independent directors will be able to express their opinions independently and in accordance with the relevant rules and regulations. No shareholder nominated a person to be a director to the Board of Directors.

The company has rules and methods of nomination that appear in the 56-1 One Report 2023 under the heading of Management Structure. according to the attachment No. 3

Agenda 6: To consider and approve the directors' remuneration for the year 2024.

The Board of Directors' comment: Pursuant to Article of Association Clause 41 which stipulated the director to receive remuneration in reward for his performance, which are incentive, meeting allowance, bonus or other types of remuneration. It is thus deemed appropriate to determine remuneration for directors in 2024 to be corresponding with the remuneration of directors in other companies in the same industry, and, after comparison with other company who earned similar income and net profit whose remuneration is equal to such of the preceding year. The Board of Directors deems appropriate to propose to the Annual General Meeting of Shareholders to approve monthly remuneration, meeting allowance and director's bonus for the year 2024 which is equal to year 2023, approved by the Annual General Meeting of Shareholders year 2023, the Board of Directors will consider to pay bonus to each directors at the rate deemed appropriate, but the directors' remuneration will not exceed Baht 5.0 Million equal to year 2023, detailed as follows:-

Remuneration	2024 (Current proposal)	2023
1. Board of Directors		
Monthly Remuneration		
- Chairman of the Board of Directors	40,000 Baht/month	40,000 Baht/month
- Vice Chairman of the Board of Directors	30,000 Baht/month	30,000 Baht/month
- Directors	20,000 Baht/month	20,000 Baht/month
Meeting Allowance		
- Chairman of the Board of Directors	12,000 Baht/time	12,000 Baht/time
	10,000 Baht/time	10,000 Baht/time

- Vice Chairman of the Board of Directors - Directors	10,000 Baht/time	10,000 Baht/time
2. Subcommittees		
Monthly Allowance - Chairman of Audit Committee - Audit Committee - Chairman of Nomination and Remuneration Committee - Nomination and Remuneration Committee	30,000 Baht/month 20,000 Baht/month None None	30,000 Baht/month 20,000 Baht/month None None
Meeting Allowance - Chairman of Audit Committee - Audit Committee - Chairman of Nomination and Remuneration Committee - Nomination and Remuneration Committee	10,000 Baht/time 10,000 Baht/time None None	10,000 Baht/time 10,000 Baht/time None None
3. Director's bonus	When dividend payment is approved to be paid to shareholders, the Board of Directors will consider to pay bonus to each directors at the rate deemed appropriate, but the directors' remuneration will not exceed 5.0 million baht.	When dividend payment is approved to be paid to shareholders, the Board of Directors will consider to pay bonus to each directors at the rate deemed appropriate, but the directors' remuneration will not exceed 5.0 million baht.
4. Other benefits	None	None

For the director who performs his/her duty more than one position, shall be paid monthly remuneration only for the highest position. Should any director is paid remuneration for the position of executive, such director is not paid for the position of director and any director who is unable to attend the Meeting shall not be paid for meeting allowance.

Principles and Process to acknowledge directors' remuneration.

The Nomination and Remuneration Committee has considered and approved basic remuneration based on suitability and responsibility of the director, management, environment, economic situation and in comparison, with other companies in the same industrial business group also including comparison with other company who earned similar or nearly income and net profit. By presenting to the Board of Directors for their consideration and propose to the Annual General Meeting of Shareholders for their approval.

Agenda 7: To consider and approve the appointment of the auditors and their remuneration for the year 2024.

The Board of Directors' comment: To comply with Public Company Limited Act, B.E. 2535, which determines the Annual General Meeting of Shareholders to appoint the auditor and determine the auditing fee of the company for every years and by suggestion of the Audit Committee, which, details of comment of the Audit Committee are appeared in "Report of the Audit Committee" of 56-1 One Report, the Board of Directors has duly considered and deemed appropriate the Annual General Meeting of Shareholders to approve the appointment of auditor from PV Audit Co., Ltd. who will perform the duties as company's auditor for the twelfth time this year to be the auditor of the company and minor companies for the accounting period as ended at 31 December 2024 whereby the name list of the persons who shall sign for audition are as follows:-

No.	Auditors name	CPA Registration No.	Number of years acting as company's auditors
1	Mr. Prawit Viwanthananut and/or	4917	9
2	Ms. Chutima Wongsaraphanchai and/or	9622	9
3	Ms. Rathapat Limsakul and/or	10508	1
4	Ms. Jiamjai Saengsi	11159	1

Details of Auditing Fee for 2024 and 2023 from PV Audit Co., Ltd.

Year	Audit Fee per quarter	Audit Fee per year	IT General Control Audit Work	Total Remuneration	Other Expenses
2024	1,350,000.00	1,410,000.00	80,000.00	2,840,000.00	At actual cost
2023	960,000.00	1,880,000.00	0.00	2,840,000.00	At actual cost

In this regard, in case of those above-mentioned auditors are unable to perform their duties, PV Audit Co., Ltd. shall procure other auditors to audit and express comment toward financial statement of the company and minor companies in lieu of those above-mentioned auditors. Moreover, the signing auditor is not related nor has any benefit in the company, minor companies, executive, major shareholder, or other related person whatsoever.

The Board of Directors and Audit Committee consider and deem appropriate that the Annual General Meeting of Shareholder should approve auditing fee for the year 2024 at not over Baht 2,840,000 per year for the Company and its affiliated companies which is similar to the rate of other business at the similar size and type of business.

Agenda 8: Consideration of other issues (if any)
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The company will determine the names of shareholders who have the right to attend the meeting, and vote for the 2024 Annual General Meeting of Shareholders (Record Date) on 3 April, 2024 onwards until the Meeting shall be finished. This is to cordially invite all shareholders to jointly attend the Meeting according to the day, time and place as mentioned

above and allow shareholders to enter the meeting room at least 2 hours before the meeting time on 25 April, 2024 or from 12.25 hours onwards.

Should any shareholder wishes to appoint other person to attend and vote on your behalf in this Meeting, please complete all details and sign on the Power of Attorney as attached herewith, which are provided in 3 forms for your selection (please select only 1 form) (as Attachment No. 6) with 20 Baht duty stamp affixed and submit to the Chairman of the Board of Directors or its authorized representative at the Meeting place or send via info@chukai.co.th before the meeting time. In this Meeting, the company also invites the independent auditors to reply any inquiries about the financial statements of the company.

In this regard, for optimal benefit from the Meeting including to maintain your right and benefit, should you have any inquiries requiring the company to clarify thereof or should you want to obtain other important information of the company, you can deliver your inquiries before the Meeting to info@chukai.co.th or at telephone number 08-1816-7575 so that the Board of Directors or Management of the company shall prepare to clarify your inquiries in the Annual General Meeting of Shareholders day.

Yours Sincerely,
As per resolution by The Board of Directors
CHU KAI PUBLIC COMPANY LIMITED



(Dr. Poompichai Tarndamrong)
Chairman of the Board of Directors

Details of director who is due to retire by rotation

Name-Surname	Mr. Charoenchai Kittisuwon
Age	61 years
Education	MBA in Information System and Finance XAVIER University, Cincinnati, Ohio, USA Bachelor of Engineering in Electrical Engineering King Mongkut's Institute of Technology Ladkrabang
Director Certificate	Director Accreditation Program (DAP) class 199/2022 (IOD)
Present Position	Independent Director and Audit Committee



Work experience and current position

Holding a position in listed companies

June 2022 – Present	Audit Committee and Independent Director, Chu Kai PLC.
June 2020 - January 2022	Chief Financial Officer (CFO) J.S.P Property PLC.
June 2018 - May 2020	Chief Financial Officer (CFO) and Company Secretary, Bangkok Post PLC.
Jan. 2016 - Apr. 2016	Advisor to the Executive Committee and Company Secretary, Post Publishing PLC.
Mar. 2015 - Dec. 2015	Assistant Chief Financial Officer and Company Secretary, Post Publishing PLC.

Holding a position in the non-listed companies

May 2016 – December 2017	Assistant Chief Executive Officer, Wilailak Company Limited.
Oct. 2012 – Feb. 2015	Advisor to the Executive Committee, Wright Tunneling Company Limited.

Holding the position of director/executive that may cause conflicts of interest or compete with the company:
None

Proposed position Independent Director and Audit Committee.

Criteria and methods for recruiting

Approved by the Nomination and Remuneration Committee Meeting No. 1/2024 and the Board of Directors No. 2/2024, by considering experience, knowledge, abilities, and qualifications as required by applicable law and regulations of the Securities and Exchange Commission.

Possession of CRANE shares: None

Company Directorship until now / year 1 term / 1 year 8 months

Company Directorship if appointed by shareholders at the 2024 Annual General Meeting of Shareholders/Year 2 terms / 4 years 8 months

Meeting attendance in 2023:

Board of Directors Meeting 9/9 times

Audit committee meeting 7/7 times

History of legal violations in the past 5 years: None

Independent director means a director who has the following qualifications according to the criteria for selecting independent directors of the company

- 1) Being a person who holds shares in the company not exceeding 5 percent of the total number of shares with voting rights of the company.
- 2) Not taking part in the management and/or being an employee, staff member, consultant who receives a regular salary or is controlling person of the company or its subsidiaries, associated companies, or being a person who may have conflicts of interest or relationship in the aforementioned manner for not less than 1 year before being appointed as an independent director.
- 3) Not being professional services provider, e.g. auditor, partner of an audit firm, legal advisor, financial advisor. And having no interest or conflict of interest whether directly or indirectly, both in the finances and administration of the company or its subsidiaries, associated companies, or major shareholders or being a person who may have conflicts in a manner that may cause a lack of independence for not less than 1 year before being appointed as an independent director.
- 4) Not a close relative of the executive major shareholders of the company or subsidiaries, associated companies, or persons who may have conflicts of interest and was not appointed as a representative to protect the interests of directors, executives, or major shareholders.
- 5) Being a person with knowledge, experience and be able to perform missions. and express opinions freely, not under the influence of any group of people.

The Company's definition of independent directors is equal to the minimum requirements. of the Securities and Exchange Commission of Thailand

Information on holding the position of independent director

- 1) There is no family relationship with the executive. or major shareholder of the company or subsidiary company
- 2) Not having a relationship with the company, subsidiaries, associated companies, or juristic persons that may have conflicts at present or in the past 2 years.
 - Not being a director involved in management, an employee, or an advisor. who receive a regular salary.
 - Not being a professional service provider. such as auditor or legal advisor.
 - There is no significant business relationship which may result in the inability to perform duties independently

Having / not having a conflict of interest in every agenda considered in the 2024 Annual General Meeting of Shareholders:

Being a director who is retired from the position of director due to the expiration of his term. Therefore, it can be considered that he is an ordinary stakeholder in considering the agenda for the election of directors to replace those who are due to retire from office at the end of their term.

Details of director who is due to retire by rotation

Name-Surname: Ms. Janejira Pairrungsri
Age: 37 years
Education: MBA from Woodbury University, California, USA.
Bachelor of Arts, Assumption University
Director Certificate: Director Accreditation Program (DAP)
year 2023 (IOD)
Finance for Directors FSD 28



Training Certificate: CG for Executives CGE 6

- Executive development program: Building regional leaders.
- Industrial Business Entrepreneurship Development Project (CDC), Class 347
- Certificate Course for New Generation Leaders in Democracy (P.P.) Class 10
- Course for modern administrators for peacekeeping work (B.P.S.), Class 9

Current position: Chief Executive Officer of Chu Kai Public Company Limited.

- Authorized Director of Chu Kai Public Company Limited
- Managing Director of The Crane Rayong Company Limited
- Authorized Director of The Crane Laem Chabang Company Limited
- Managing Director of The Crane Heavy Lift Company Limited

Work Experience and current position:**Positions in listed companies:**

July 2023 - Present	Chief Executive Officer, Chu Kai Public Company Limited
Jan. 2022 - June 2023	Executive Vice President, Chu Kai Public Company Limited.
2010 - 2013	Foreign Purchasing Officer, Chu Kai Public Company Limited.

Positions in non-listed companies:

2010 - 2013	Managing Director, The Crane Rayong Company Limited.
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Position as director or executive in other businesses that may cause conflicts of interest or compete with the company: None

Proposed position: Director

Criteria and methods for recruiting:

Approved by the Nomination and Remuneration Committee Meeting No. 1/2024 and the Board of Directors No. 2/2024, by considering experience, knowledge,

abilities, and qualifications as required by applicable law and regulations of the Securities and Exchange Commission.

Possession of CRANE shares: 1.48 percent

Company Directorship until now / year: 1 term / 8 months

Company Directorship if appointed by shareholders at the 2024 Annual General Meeting of Shareholders/Year: 2 terms/ 3 years 8 months

Meeting attendance in 2023: Attended the Board of Directors' meeting 5/9 times.

History of legal violations in the past 5 years: None

Having / not having a conflict of interest in every agenda considered in the 2024 Annual General Meeting of Shareholders:

Being a director who is retired from the position of director due to the expiration of her term. Therefore, it can be considered that she is an ordinary stakeholder in considering the agenda for the election of directors to replace those who are due to retire from office at the end of their term.

Details of director who is due to retire by rotation

Name-Surname	Mr. Yo Thaveethongkam
Age	64 years
Education	Bachelor's Degree in General Administration, Chandrakasem Rajabhat University
Training courses	<ul style="list-style-type: none"> - Asian Leadership Program (ALP) by Itochu Corporation, Tokyo (2001-2002) - Attend various kinds of Management Training Courses both in Thailand and Overseas
Current position	<ul style="list-style-type: none"> - Executive Advisor Chu Kai Public Company Limited - Director of Chu Kai Public Company Limited - Director of The Crane Rayong Company Limited - Director of The Crane Service Company Limited - Director of The Crane Laem Chabang Company Limited



Work history and current position:

Holding a position in listed companies:

July 2023 - Present	Executive Advisor, Chu Kai Public Company Limited
July 2023 - Present	Director, Chu Kai Public Company Limited
Jan 2023 - July 2023	Chief Executive Officer Chu Kai Public Company Limited

Holding a position in non-listed companies:

Jan 2023 – Present	Director, The Crane Rayong Company Limited. Director, The Crane Service Company Limited Director, The Crane Laem Chabang Company Limited
2020 - 2021	Advisor to Chemicals Department, ITOCHU (Thailand) Ltd.
2012 - 2019	Deputy General Manager, ITOCHU (Thailand) Ltd.
2004 – 2012	Department Manager, ITOCHU (Thailand) Ltd.
Oct. 2001 - June 2012	Management Training, ITOCHU, Tokyo Japan
2000 - September 2001	Deputy Department Manager, ITOCHU (Thailand) Ltd.

1999 – 2000

Petrochemical Training, Singapore, Taiwan, and Korea

Holding the position of director/executive In other businesses that may cause conflicts of interest or compete in business with the Company: None

Proposed position

Director

Criteria and methods for recruiting:

Approved by the Nomination and Remuneration Committee Meeting No. 1/2024 and the Board of Directors No. 2/2024, by considering experience, knowledge, abilities, and qualifications as required by applicable law and regulations of the Securities and Exchange Commission.

Possession of CRANE shares:

0.38 percent

Company Directorship until now / year

1 term / 1 year 2 months

Company Directorship if appointed by Shareholders/Year **shareholders at the 2024 Annual General Meeting of**
2 terms / 4 years 2 months

Meeting attendance in 2023:

Attended the Board of Directors' meeting 9/9 times.

History of legal violations in the past 5 years: None

Having / not having a conflict of interest in every agenda considered in the 2024 Annual General Meeting of Shareholders:

Being a director who is retired from the position of director due to the expiration of his term. Therefore, it can be considered that he is an ordinary stakeholder in considering the agenda for the election of directors to replace those who are due to retire from office at the end of their term.

(Translation)

Articles of Association relating to the Shareholders' Meeting:

SECTION 6 SHAREHOLDERS' MEETING

Article 43: The Board of Directors is required to hold the Shareholders' Meeting as an Annual Ordinary Meeting within 4 months commencing from the year-ended of company's accounting period while other Shareholders' Meeting shall be called Extraordinary Meeting. The Board of Directors may summon Extraordinary Meeting at any time as deemed appropriate, or, in case of the shareholders whose total shares holding is not less than one-fifth of total shares sold or not less than 25 shareholders whose shares holding is not less than one-tenth of total shares sold can subscribe their names to produce a letter requesting to summon an Extraordinary Shareholders' Meeting at any time but must clearly specify reason of the Meeting in such summons. In this case, the Board of Directors must hold the Shareholders' Meeting within 1 month commencing from the date receiving such written request from the shareholders.

Article 44: In summoning the Shareholders' Meeting, the Board of Directors is required to produce Notice of Meeting to indicate place, date, time and agendas of the Meeting and matter to be proposed to the Meeting along with related details as deemed appropriate by clearly specify whether it is the matter proposed for acknowledgment, approval or consideration, as the case may be including comment of the Board of Directors in those matters, and then deliver to all shareholders and the registrar for not less than 7 days before the Meeting day and also publicize such notice on newspaper for not less than 3 consecutive days before the Meeting date.

Article 45: In the Shareholders' Meeting, the Shareholder may authorize his/her proxy to attend and vote in the Meeting on his/her behalf. The Power of Attorney must be made in written duly signed by the Grantor and made up according to the form prescribed by the registrar of public company limited and further deliver to the Chairman of the Meeting or other person duly nominated by the registrar, at the Meeting place before the proxy shall attend the Meeting, of which, at least must contain the following details:-

- a. Number of shares held by the Grantor
- b. Name of the proxy
- c. Number of the Meeting which the proxy is authorized to attend and vote.

Article 46: In Shareholders' Meeting, there must have shareholders and proxies (if any) to attend the Meeting not less than 25 persons or not less than one-half of total shareholders subject to whichever is lesser and total shares must not be less than one-third of total shares sold to constitute a quorum.

In case of in any Meeting, should the Meeting time is lapsed for one hour but number of shareholders attending the Meeting is not constituted a quorum and if such Meeting is summoned due to request of the shareholders, such Meeting shall be canceled. In other hand, should such Meeting is not summoned by request of the shareholders, such Meeting shall be re-appointed and Notice summoning the Meeting shall be delivered to the shareholders not less than 7 days before the meeting date and a quorum present is not commanded for the later meeting.

Articles of Association relating to the Shareholders' Meeting:

Article 47: The Chairman of the Board of Directors shall preside as Chairman of the Meeting, in case of the Chairman is absent or unable to perform his/her duty, should there is Vice Chairman, such Vice Chairman shall preside as Chairman of the Meeting, and in case of no Vice Chairman or he/she is unable to perform his/her duty, then the shareholders shall select one among them as the Chairman of the Meeting.

Article 48: Resolution of the Shareholders' Meeting shall be consisted with the following votes:-

48.1 Final decision or resolution of the Shareholders' Meeting is subjected to voting regardless by whatsoever mean, it shall be regularly counted as one share one vote.

48.2 In normal case, resolution is based on majority vote of the shareholders attending and voting in the Meeting. In case of equal vote, the Chairman of the Meeting shall cast one additional final vote.

48.3 In the following case, not less than 3/4 of total votes of shareholders attending and voting is required:-

- (a) Sale or transfer of entire or partial important business of the company to other person.
- (b) Purchase or accept transfer of other company or private company to be the company's business.
- (c) Execute, amend or cancel contract for lease of entire or partial important part of company's business, authorization other person to manage the company's business or amalgamation of business with other person with objective for profit-loss sharing.
- (d) Amendment of Memorandum of Association and Articles of Association.
- (e) Amalgamation or wind up the company.
- (f) Issuing debenture

In case of the any shareholder who has special benefit in any matter, such shareholder is not entitled to vote in such matter except voting to elect the director.

Article 49: Business which must be discussed in the Annual Ordinary Meeting are at least as follows:-

- (1) To acknowledge report of the Board of Directors about business of the company in the preceding year.
- (2) To approve Balance Sheets and Statement of Income.
- (3) To approve profit allocation.
- (4) To elect the directors in replacement of those who resigned by rotation.
- (5) To appoint the auditor and determine auditing fee of the company.
- (6) Other businesses

Article 50: The company is required to submit name list of shareholders existing on the Annual General Meeting date by specifying name, nationality, address and number of shares subscribed by each shareholder and number of share certificate to the registrar of public company limited within 1 month commencing from the date finishing the Meeting.

Rules and Procedures to Attend the Shareholders' Meeting and Authorization

Evidences proving right to attend the Meeting:

1. In case of personally attend the Meeting

- 1.1 The shareholder is Thai ordinary person, please present Identification Card or Official Identification Card;
- 1.2 The shareholder is a foreign ordinary person, please present Alien Certificate or passport;
- 1.3 The shareholder is a juristic person duly registered in Thailand:-
 - a. Copy of current juristic person registration certificate issued by Department of Business Development certified true copy by the director who is authorized to attend the Meeting.
 - b. Copy of Identification Card (or copy of passport in case of the director is an alien) of the authorized director as mentioned in a). duly certified true copy by such director.
- 1.4 The shareholder is juristic person registered in abroad
 - a. Copy of juristic person registration certificate indicating name of the authorized director and the director's power issued by related authorities and certified by Notary Public.
 - b. Copy of passport of the director entering to attend the Meeting duly certified true copy by such director.

2. In case of authorization

- 2.1 The shareholder is Thai ordinary person
 - a. Fully completed Power of Attorney
 - b. Certified true copy of Identification Card of the Grantor
 - c. Certified true copy of Identification Card of the Proxy.
- 2.2 The shareholder is a foreign ordinary person
 - a. Fully completed Power of Attorney
 - b. Certified copy of the Alien Certificate or certified copy of passport of the Grantor
 - c. Certified true copy of Identification Card of the Proxy (or copy or certified copy of passport in case of the proxy is an alien)
- 2.3 The shareholder is juristic person registered in Thailand
 - a. Fully completed Power of Attorney
 - b. Copy of current juristic person registration certificate of the Grantor issued by Department of Business Development certified true copy by the authorized director who signed on such Power of Attorney.
 - c. Copy of Identification Card (or copy of passport in case of the proxy is an alien) of director who is authorized to sign on Power of Attorney certified true copy by such director.
 - d. Copy of Identification Card of the Proxy (or copy of certified copy of passport in case of the proxy is an alien) certified true copy by the proxy

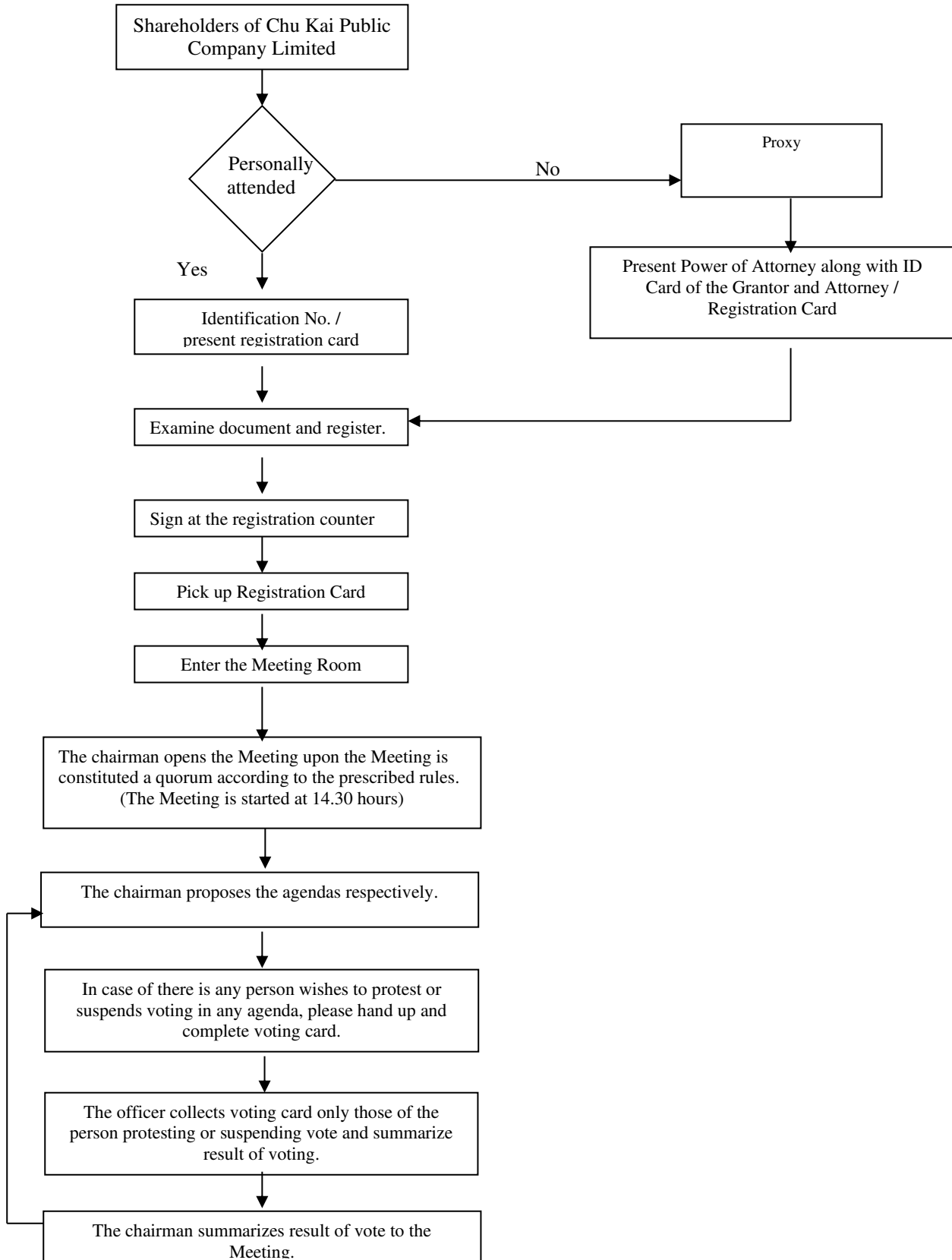
- 2.4 The shareholder is juristic person registered in abroad
- a. Fully completed Power of Attorney
 - b. Juristic person registration certificate of the Grantor indicating name of authorized directors and power of directors, issued by related authorities duly certified by Notary Public.
 - c. Copy of passport of the director who is authorized to sign on Power of Attorney certified true copy by such authorized director.
 - d. Copy of Identification Card of the Proxy (or copy of passport in case of the proxy is an alien) certified true copy by such proxy.

Registration

The company's officer shall open to accept registration before the commencement of the Meeting not less than 2 hours or from 12.25 to 14.25 hours onwards.

Procedures to Attend the Annual General Meeting of Shareholders Year 2024 Chu Kai Public Company Limited

at 14.30 hours on Thursday 25 April 2024, at Room no. 216-217, 2nd Floor, Bangkok International Trade and Exhibition Centre (BITEC) no. 88 Debaratana Road Km. 1, South Bangna, Bangna, Bangkok 10260



(Translation)

Duty stamp 20 baht

Form B

POWER OF ATTORNEY

Written at:.....

Date:.....

(1) I,, nationality:, residing at House No....., Road: Sub-district:, District:....., Province:, Postcode:

- (2) As the shareholder of Chu Kai Public Company Limited,
Total shares holding:shares, details of voting right: votes, as follows:-
Ordinary shares:shares, voting right:votes
Preferential shares:shares, voting right:votes

- (3) do hereby authorize:-

(1), age:years, residing at House No.:
Road:, Sub-district:, District:,
Province:, Post Code:, or

(2), age:years, residing at House No.:
Road:, Sub-district:, District:,
Province:, Post Code:, or

(3), age:years, residing at House No.:
Road:, Sub-district:, District:,
Province:, Post Code:

either one of them to be my proxy to attend the Meeting and vote on my behalf in the Annual General Meeting of Shareholders for 2024 on Thursday 25 April 2024 at Room no. 216-217, 2nd floor, Bangkok International Trade and Business Centre (BITEC) address no. 88 Debaratana Road Km. 1, South Bangna, Bangna, Bangkok 10260 .

- (4) I do hereby authorize my proxy to vote on my behalf in this Meeting, as follows:-

☐ Agenda 1: To approve the Minutes of Annual General Meeting of Shareholders year 2023 held on 27 April 2023.

- ☐ (a) The proxy is entitled to consider and vote on my behalf in all aspects as he/she deems appropriate.
☐ (b) The proxy is entitled to vote according to my intention, as follows:-
☐ Agree ☐ Disagree ☐ Suspend vote

☐ Agenda 2: To acknowledge the report of the Board of Directors on the Company's operating results for the year 2023 and approved 56-1 One Report.

- ☐ (a) The proxy is entitled to consider and vote on my behalf in all aspects as he/she deems appropriate.
☐ (b) The proxy is entitled to vote according to my intention, as follows:-
☐ Agree ☐ Disagree ☐ Suspend vote

☐ Agenda 3: To consider and approve the Statement of Financial Position and the Statement of Comprehensive Income of the Company for the year ended 31 December 2023.

- ☐ (a) The proxy is entitled to consider and vote on my behalf in all aspects as he/she deems appropriate.
- ☐ (b) The proxy is entitled to vote according to my intention, as follows:-
 - ☐ Agree ☐ Disagree ☐ Suspend vote

☐ Agenda 4: To consider and approve to refrain from allocating net profits as legal reserves and not to pay dividend payment for the operating result of the year 2023.

- ☐ (a) The proxy is entitled to consider and vote on my behalf in all aspects as he/she deems appropriate.
- ☐ (b) The proxy is entitled to vote according to my intention, as follows:-
 - ☐ Agree ☐ Disagree ☐ Suspend vote

☐ Agenda 5: To consider and approve the re-election of the directors whose terms are expired by rotation.

- ☐ (a) The proxy is entitled to consider and vote on my behalf to appoint the director in replacement of the resigned director and new Board of Directors as deemed appropriate.
- ☐ (b) The proxy is entitled to vote according to my intention to appoint some directors, as follows:-
 1. Mr. CharoENCHAI Kittisuwan
 - ☐ Agree ☐ Disagree ☐ Suspend vote
 2. Ms. Janejira Pairrungsri
 - ☐ Agree ☐ Disagree ☐ Suspend vote
 3. Mr. Yo Thaveethongkam
 - ☐ Agree ☐ Disagree ☐ Suspend vote

☐ Agenda 6: To consider and approve the directors' remuneration for the year 2024.

- ☐ (a) The proxy is entitled to consider and vote on my behalf in all aspects as he/she deems appropriate.
- ☐ (b) The proxy is entitled to vote according to my intention, as follows:-
 - ☐ Agree ☐ Disagree ☐ Suspend vote

☐ Agenda 7: To consider and approve the appointment of the auditors and their remuneration for the year 2024.

- ☐ (a) The proxy is entitled to consider and vote on my behalf in all aspects as he/she deems appropriate.
- ☐ (b) The proxy is entitled to vote according to my intention, as follows:-
 - ☐ Agree ☐ Disagree ☐ Suspend vote

☐ Agenda 8: To consider other issues (if any).

- ☐ (a) The proxy is entitled to consider and vote on my behalf in all aspects as he/she deems appropriate.
- ☐ (b) The proxy is entitled to vote according to my intention, as follows:-
 - ☐ Agree ☐ Disagree ☐ Suspend vote

(5) Voting of the proxy in any agenda which is not corresponding to such mentioned in this Power of Attorney shall be regarded as incorrect vote and is not considered as vote in my capacity as shareholders.

(6) In case I do not specify my intention in voting for any agenda or it is not clearly specified or in case of the Meeting shall consider or resolve in any matter other than such specified above including in case of change or amendment of any fact, my proxy is thus entitled to consider and vote on my behalf in all aspects as deemed appropriate by him/her.

Any action done in the Meeting by my proxy, unless in case of the proxy does not vote as mentioned by me in this Power of Attorney, shall be regarded as I have personally done by myself in all respects.

(Signature) (.....)	Grantor
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(Signature) (.....)	Proxy
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(Signature) (.....)	Proxy
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(Signature) (.....)	Proxy
-------------	------------------	-------

Remarks:

1. The shareholder must assign only one proxy to attend and vote in the Meeting and is unable to separate number of shares for several proxies to separately vote.
2. In case of the agenda of the Meeting is more than such mentioned above, the grantor is able to additionally specify authorization in Attachment to Power of Attorney Form B. as attached herewith.

(Translation)

Attachment to Power of Attorney Form B

Power of Attorney in case of being shareholder of Chu Kai Public Company Limited

In the Annual General Meeting of Shareholders for 2024 on Thursday 25 April 2024 at Room no. 216-217, 2nd floor, Bangkok International Trade and Business Centre (BITEC) address no. 88 Debaratana Road Km. 1, South Bangna, Bangna, Bangkok 10260

.....

- ☐ Agenda.....: Subject
- ☐ (a) The proxy is entitled to consider and vote on my behalf in all aspects as he/she deems appropriate.
- ☐ (b) The proxy is entitled to vote according to my intention, as follows:-
- ☐ Agree ☐ Disagree ☐ Suspend vote
- ☐ Agenda.....: Subject
- ☐ (a) The proxy is entitled to consider and vote on my behalf in all aspects as he/she deems appropriate.
- ☐ (b) The proxy is entitled to vote according to my intention, as follows:-
- ☐ Agree ☐ Disagree ☐ Suspend vote
- ☐ Agenda.....: Subject
- ☐ (a) The proxy is entitled to consider and vote on my behalf in all aspects as he/she deems appropriate.
- ☐ (b) The proxy is entitled to vote according to my intention, as follows:-
- ☐ Agree ☐ Disagree ☐ Suspend vote
- ☐ Agenda.....: Subject
- ☐ (a) The proxy is entitled to consider and vote on my behalf in all aspects as he/she deems appropriate.
- ☐ (b) The proxy is entitled to vote according to my intention, as follows:-
- ☐ Agree ☐ Disagree ☐ Suspend vote

(Translation)

Duty stamp 20 baht

POWER OF ATTORNEY

Written at:

Date:.....

I ,, nationality:, residing at House
No....., Road: Sub-district:
District:....., Province:, Postcode:

as the shareholder of Chu Kai Public Company Limited

do hereby authorize:-


Mr. Vacharin Duangdara, who is an independent director and Chairman of the Audit Committee, 65 years of age, residing at House No. 7, Soi Nakniwat 37, Yaek 2-1, Nakniwat Road, Ladprao Subdistrict, Ladprao District, Bangkok 10230, who does not have any interest in the agendas proposed in the Annual General Meeting of Shareholders for 2024, as my proxy to attend and vote in the Meeting on my behalf in Annual General Meeting of Shareholders for 2024 on Thursday 25 April 2024 at Room no. 216-217, 2nd floor, Bangkok International Trade and Business Centre (BITEC) address no. 88 Debaratana Road Km. 1, South Bangna, Bangna, Bangkok 10260.

Any action done in the Meeting by my proxy shall be regarded as I have personally done by myself in all respects.

(Signature) Grantor
(.....)

(Signature) Proxy
(.....)

The Independent Director Profile for Proxy Appointment

Name-Surname	Mr. Vacharin Duangdara	
Present Position	Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee and Independent Director	
Age	65 years	
Address	7 Soi Nakanivas 37 Yaek 2-1 Nakaniwas Road, Lat Phrao, Lat Phrao, Bangkok 10230	
Education:	Bachelor of Laws (Thammasat University) Thai Barrister at Law (Bar Association) Master of Business Administration (EX-MBA, Kasetsart University)	
Director Certificates	Director Accreditation Program (DAP) 12/2004 Director Certification Program (DCP) 74/2006	

Work history and current position:

Other listed companies		Other limited companies		Being a director/executive in other businesses that may cause conflicts of interest or compete in business with the company
No.	Positions	No.	Positions	
2	1. Independent Director / Chairman of the Audit Committee / Chairman of the Nomination and Remuneration Committee Chu Kai PLC. 2. Independent Director /Audit Committee Permsin Steel Works PLC	1	1. Lawyer and Legal Advisor	None

Possession of CRANE shares: None

Company Directorship: 6 terms / 17 years 6 months

Meeting Attendance in 2023

1. Attended the Board of Directors meeting 9/9 times.
2. Attended the Audit Committee meetings 7/7 times
3. Attend the meeting of the Nomination and Remuneration Committee 5/5 times.

History of legal violations in the past 5 years: None

Independent director means a director who has the following qualifications according to the criteria for selecting independent directors of the company:

- 1) Being a person who holds shares in the company not exceeding 5 percent of the total number of shares with voting rights of the company.

- 2) Not taking part in the management and/or being an employee, staff member, consultant who receives a regular salary or is controlling person of the company or its subsidiaries, associated companies, or being a person who may have conflicts of interest or relationship in the aforementioned manner for not less than 1 year before being appointed as an independent director.
- 3) Not being professional services provider, e.g. auditor, partner of an audit firm, legal advisor, financial advisor. And having no interest or conflict of interest whether directly or indirectly, both in the finances and administration of the company or its subsidiaries, associated companies, or major shareholders or being a person who may have conflicts in a manner that may cause a lack of independence for not less than 1 year before being appointed as an independent director.
- 4) Not a close relative of the executive major shareholders of the company or subsidiaries, associated companies, or persons who may have conflicts of interest and was not appointed as a representative to protect the interests of directors, executives, or major shareholders.
- 5) Being a person with knowledge, experience and be able to perform missions. and express opinions freely, not under the influence of any group of people.

The Company's definition of independent directors is equal to the minimum requirements of the Securities and Exchange Commission of Thailand

Information on holding the position of independent director:

- 1) There is no family relationship with the executive. or major shareholder of the company or subsidiary company
- 2) Not having a relationship with the company, subsidiaries, associated companies, or juristic persons that may have conflicts at present or in the past 2 years.
 - Not being a director involved in management, an employee, or an advisor. who receive a regular salary.
 - Not being a professional service provider. such as auditor or legal advisor.
 - There is no significant business relationship. which may result in the inability to perform duties independently.

Having / not having a conflict of interest in every agenda considered in the 2024 Annual General Meeting of Shareholders: None

Transportation Guide



แผนผังชั้น 2 / Floor Plan: 2nd Floor

