



- Translation -

No. AGM 01/2566

April 1st, 2023

Subject: Invitation to the 2023 Annual General Meeting of Shareholders

To: The Shareholders of Mena Transport Public Company Limited

Attachments:

1. QR Code Form 56-1 One Report
2. Instructions for attending via electronic platform (Application IR Plus AGM)
3. Copy of the Minutes of 2022 Annual General Meeting of Shareholders
4. Profiles of the directors retiring by rotation and to be nominated for re-election as Company directors for another term
5. Profiles of the Nominated Auditors for 2023
6. Profiles of the independent directors that are proxies
7. Definition of an independent director
8. Proxy Form A, Form B, and Form C
9. Articles of Association relating to the Shareholders' Meeting
10. Clarification of appointment of proxy, evidence of the right to attend shareholder meeting, voting method, and counting of votes
11. Personal Data Protection for Shareholders' Meeting

The Meeting of the Board of Directors of Mena Transport Public Company Limited (the "Company") No. 3/2566 on February 24th, 2023 has passed a resolution to convene the 2023 Annual General Meeting of Shareholders on Monday, April 24th, 2023 at 10:00 hrs. (Registration starts from 08:00 hrs. with pre-registration available from April 10th, 2023). The Meeting shall be conducted only via electronic platform in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020) to consider the following agenda:

Agenda Item 1 To adopt the Minutes of the 2022 Annual General Meeting of Shareholders.

Fact and Reason: The Company held the 2022 Annual General Meeting of Shareholders on April 20th, 2022. The Minutes of Meeting was prepared and submitted to the Department of Business Development, Ministry of Commerce within 14 days after the Annual General Meeting of Shareholders.

The Board of Directors' Opinion: It is appropriate to propose the 2022 Annual General Meeting of Shareholders which was held on April 20th, 2022 to the Annual General Meeting of Shareholders for approval. The Board considered the Minutes to be properly recorded in accordance with the Meeting's resolution. A copy of the Minutes of 2022 Annual General Meeting of Shareholders is as attached in Attachments 3.

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Resolution: This agenda item requires a majority vote of the shareholders who attend the Meeting and cast their votes (excluding abstentions).

Agenda Item 2 To acknowledge the Company's operating performance of 2022

Fact and Reason: The summary of the Company's operating performance of 2022 are as appeared in the Annual Report of 2022 (Form 56-1 One Report) in the form of QR Code, which has been sent to shareholders along with this invitation letter as set out in [Attachment 1](#).

The Board of Directors' Opinion: It is appropriate to submit the Company's operating performance of 2022 for acknowledgment of the Annual General Meeting of Shareholders.

Resolution: This agenda item is for acknowledgment only, therefore, voting is not required.

Agenda Item 3 To approve the financial statements of 2022 for the year ended December 31st, 2022

Fact and Reason: Pursuant to Section 112 of the Public Limited Companies Act B.E. 2535 (1992), the Board of Directors shall arrange for preparation of the statement of financial position and the statement of profit or loss at the end of the Company's fiscal year, and assign the auditor to audit such prior to proposing to the shareholders for consideration and approval. Details of the financial statements for the year ended December 31st, 2022 are as appear in the Annual Report of 2022 (Form 56-1 One Report) in the form of QR Code, which has been sent to shareholders along with this invitation letter as set out in [Attachment 1](#). The details are summarized as follows:

(Unit : Baht)

Descriptions	Financial Statements	
	2022	2021
Total assets	1,161,404,692	1,061,397,338
Total liabilities	307,905,618	239,421,287
Total shareholder's equity	853,499,074	821,976,051
Revenue from transportation and concrete transportation services	669,520,608	535,979,301
Revenue from sales	27,187,360	25,331,895
Total revenues	707,601,274	572,849,147
Net profit for the year	51,182,073	32,522,067
Earnings per share	0.07	0.05

The Audit Committee's Opinion: The Audit Committee has considered and audited the financial statements of 2022 for the year ended December 31st, 2022 and the financial statements have been audited by Mr. Pornanan Kitjanawanchai, Certified Public Accountant No. 7792, EY Office Limited. The Audit Committee deemed appropriate to propose to the Board of Directors to propose to the Annual General Meeting of Shareholders to approve the financial statements of 2022 for the year ended December 31st, 2022.

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The Board of Directors' Opinion: It is appropriate to propose to the Annual General Meeting of Shareholders to approve the financial statements of 2022 for the year ended December 31st, 2022, which were audited by the auditor and reviewed by the Audit Committee.

Resolution: This agenda item requires a majority vote of the shareholders who attend the Meeting and cast their votes (excluding abstentions).

Agenda Item 4 To approve the dividend payment and to approve the appropriation of net profit as a legal reserve for the operating performance ended December 31st, 2022.

Fact and Reason: Pursuant to Section 115 of the Public Limited Companies Act B.E. 2535 (1992), the Company shall pay dividends only out of profits and such shall be approved by shareholders. Accordingly, section 116 stipulates that the Company shall appropriate its annual net profit as a legal reserve in the amount not less than five (5) percent of the annual net profit until such legal reserve reaches ten (10) percent of the registered capital. Moreover, the Company has the policy to pay a dividend at the rate of not less than 40.00 percent of its net profit based on the Company's financial statements after deduction of tax, legal reserve, and every type of reserves as specified by the law and as determined by the Company each year depending on the operating performance, financial status, financial liquidity, necessity of spending for the Company's operation and expansion of the Company's business and such dividend payment shall not significantly affect the normal operation of the Company.

In 2022, the operating performance of the Company had net profit of 51,182,073 Baht and an unappropriated retained earnings of 238,630,548 Baht. Therefore, the net profit of 2022 for the amount of 2.6 Million Baht should be appropriated as legal reserves amounting to 5.08 percent of net profit for the year and the payment of dividends for the year 2022 at the rate of 0.03 Baht per share of the of 734 million issued paid-up shares with the total dividend of 22,020,000 Baht, which is 43 percent of the net profit.

Information on dividend payments from the operating performance for the year 2022 and 2021 are as follows:

Details of dividend payment	Year 2022 (Proposed year)		Year 2021	
Net profit	51,182,073	Baht	32,522,067	Baht
Net profit per share	0.07	Baht	0.05	Baht
Annual dividend per share	0.03	Baht	0.03	Baht
Annual dividend	22,020,000	Baht	22,020,000	Baht
Total amount of dividend paid_per share	0.03	Baht	0.03	Baht

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Details of dividend payment	Year 2022 (Proposed year)		Year 2021	
Total amount of dividend paid	22,020,000	Baht	22,020,000	Baht
Ratio of dividend payment per net profit	43	%	68	%
Number of shares	734,000,000	shares	734,000,000	shares

This payment of dividends is in accordance with the Company's dividend payment policy. However, such payment of dividends is still uncertain due to the necessity of obtaining an approval from the Annual General Meeting of Shareholders.

The Board of Directors' Opinion: It is appropriate to propose to the Annual General Meeting of Shareholders to approve the appropriation of net profit of 2022 as follows:

- 1) To appropriate as a legal reserve in the amount of 2.6 Million Baht or equivalent to 5.08 percent of the net profit for 2022.
- 2) To approve the dividend payment at the rate of Baht 0.03 per share, totaling 22,020,000 Baht. The date on which the list of shareholders entitled to receive dividends (Record Date) shall be May 2nd, 2023 and the dividend payment shall be made on May 19th, 2023 (within one month after the Annual General Meeting of Shareholders passed the resolution).

Resolution: This agenda item requires a majority vote of the shareholders who attend the Meeting and cast their votes (excluding abstentions).

Agenda Item 5 To appoint the directors to replace those due to complete their terms in 2023.

Fact and Reason: Pursuant to Section 71 of the Public Limited Companies Act B.E. 2535 (1992) and Article 18 of the Company's Articles of Association, at least one-third (1/3) number of directors shall retire by rotation at each Annual General Meeting of Shareholders. If the number of directors is not a multiple of three, then the number nearest to one-third (1/3) shall vacate the office for the first year. The directors to vacate office in the second year following the registration of the company shall be drawn by lots. In every subsequent year, the directors who have been longest in office shall vacate office. In the 2023 Annual General Meeting of Shareholders, there are 2 directors who will be retired by rotation are as follows.

Name	Position
1. Mr. Nattaphon Kajonvuthiidet	Director
2. Miss Chayanin Kajornwutidetphat	Director

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In order to comply with the principles of good corporate governance of listed companies, the Company has informed the shareholders to nominate persons to be considered for selection as directors of the Company for the 2023 Annual General Meeting of Shareholders through the system of the Stock Exchange of Thailand (SETLink) and on the Company's website <http://www.menatransport.co.th/Investor Relation/Shareholders' Meeting> from October 4th, 2022 to December 31st, 2022. However, there was no shareholder nominating any person to be considered for election as a director.

The Board of Directors' Opinion: The Board of Directors, exclusive of directors to be replaced and having interests on this matter, has considered with all due circumspection and resolved to propose to the Annual General Meeting of Shareholders to consider the re-election of the 2 retiring directors to retain their offices for another term. The qualifications of the 2 directors who are nominated for re-election are in accordance with the Public Limited Companies Act B.E. 2535 (1992) and the relevant notifications of the Capital Market Supervisory Board. The Company has attached the profiles of the directors to be nominated for re-election as Company directors in Attachment 4.

Resolution: This agenda item requires a majority vote of the shareholders who attend the Meeting and cast their votes (excluding abstentions). The shareholders shall vote for each candidate individually.

Agenda Item 6 To approve the remuneration of the directors for 2023.

Fact and Reason: Pursuant to Section 90 of the Public Limited Companies Act B.E. 2535 (1992) (including the amendment), the Company shall not pay the directors money or any other assets, except for the remuneration according to the Company's Articles of Association, whereby Article 33 of the Company's Articles of Association stipulates that directors are entitled to remuneration from the Company in the form of reward, meeting allowance, pension, bonus or return in other nature in accordance with the Articles of Association or as considered by the meeting of shareholders who may determine the remuneration in a certain amount or set out the criteria to be determined for each case or to be perpetually effective until amended. The directors may also be entitled to receive other allowance and benefits in accordance with the Company's regulation.

The Board of Directors' Opinion: The Board of Director has determined the directors' remuneration in line with the Company's operating performance, duties and responsibilities and performance of each director. Such compensation is at an appropriate level received within the same industry and enough to motivate and retain quality directors with the Company. The Board of Director deemed appropriate to propose to the Annual General Meeting of Shareholders to consider and approve

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the remuneration of directors and sub-committees for 2023 at the same rate as approved by the 2022 Annual General Meeting of Shareholders with the following details:

Committee	Position	Year 2023 (Proposed year)	Year 2022	Other Renumeration / Benefits (Money and others)
		Monthly remuneration (month/person)	Monthly remuneration (month/person)	
Board of Directors	Chairman	60,000 Baht	60,000 Baht	-None-
	Director ¹	20,000 Baht	20,000 Baht	-None-
Audit Committee	Chairman	25,000 Baht	25,000 Baht	-None-
	Member	15,000 Baht	15,000 Baht	-None-
Executive Committee	Chair	-	-	-None-
	Member	-	-	-None-

Remark 1 : The directors' remuneration shall only be paid to the independent directors and the directors who are not the executives.

Resolution: This agenda item requires not less than two-thirds (2/3) of the total votes of the shareholders who attend the Meeting.

Agenda Item 7 To consider and approve the appointment of the Company's auditor and determination of the audit fee for 2023

Fact and Reason: Pursuant to Section 120 of the Public Limited Companies Act B.E. 2535 (1992), the Annual General Meeting of Shareholders shall appoint the Company's auditor and determine the audit fee on an annual basis. Accordingly, Section 121 stipulates that the auditor shall not be a director, an employee, or a person holding any position in the Company.

The Audit Committee's Opinion: It is appropriate to propose to the Board of Directors to be proposed to the Annual General Meeting of Shareholders to appoint auditors of EY Office Limited to be the Company's auditors in 2023 because they are independence, knowledgeable, experienced, reliable, and proficient in auditing companies listed in the Stock Exchange of Thailand, as well as its reasonableness of the auditing fee. The list of auditors is as follows:

- | | | |
|-------------------|----------------|--|
| 1. Mr. Pornanan | Kitjanawanchai | Certified Public Accountant No. 7792; or |
| 2. Miss Sumesa | Tangyoosuk | Certified Public Accountant No. 7627; or |
| 3. Miss Isaraporn | Wisutthiyan | Certified Public Accountant No. 7480 |

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By assigning any person to audit and give opinions on the Company's financial statements, in the event that the aforementioned certified auditors are unable to perform their duties, EY Office Limited shall assign another certified public accountant of EY Office Limited to act on their behalf. The information relating to the profiles of the auditors was delivered to the shareholders along with this invitation letter. Details are as appear in Attachment 5.

The proposed audit fee of 1,550,000 Baht for 2023 is divided into fee for reviewing 3 quarters of financial statements and annual audit fee including the audit fee for reviewing the joint venture's operations which is included in the Company's financial statement according to percentage held by the Company.

The Board of Directors' Opinion: It is appropriate to propose to the Annual General Meeting of the Shareholders to consider approving the appointment of the auditors from EY Office Limited to be the Company's auditor for 2023 in accordance with the proposed details. Moreover, the Board of Directors agreed to propose to the 2023 Annual General Meeting of Shareholders to consider approving the audit fee for 2023 in the amount of 1,550,000 Baht. Details are as follows:

The proposed audit fee	Year 2023	Year 2022	Year 2021
Audit Firm	EY Office Limited	EY Office Limited	Pricewaterhouse Coopers ABAS Limited
Audit fee for quarterly review 3 quarters and audit fee for audit only the Company's financial statements.	1,450,000 Baht	1,400,000 Baht	1,900,000 บาท
Audit fee for reviewing the Joint Venture's performance which included in the Company's financial statement according to percentage held by the Company.	100,000 Baht	The joint venture had not been established	The joint venture had not been established
Total audit fee	1,550,000 Baht	1,400,000 Baht	1,900,000 Baht

In this regard, the above certified auditors are auditors approved by the Office of the Securities and Exchange Commission and have no relationship and/or conflict of interest with the Company, executives, major shareholders or those related to such persons in any way and not shareholders of the Company. Therefore, the auditors are independent in auditing and giving opinions on the Company's financial statements.

Resolution: This agenda item requires a majority vote of the shareholders who attend the Meeting and cast their votes (an abstention is not counted as a vote).

Agenda Item 8 To acknowledge the change of the objective of utilization of the proceeds from capital increase obtained from an initial public offering (IPO)

Fact and Reason: Pursuant to Article 38 (6) (b) of the Notification of the Capital Market Supervisory Board No. TorJor. 39/2559 Re: Application for Approval and Granting of Approval for Offering of Newly Issued Shares and the Notification of the Office of the Securities Exchange Commission No. SorJor. 63/2561 Re: Change in Objectives of Utilization of Proceeds Obtained from Initial Public Offering Statement Form and Draft Prospectus, the immaterial change in objectives of utilization of the proceeds can be done upon the approval of the Board of Directors and such change shall be reported to the shareholders' meeting for acknowledgement in the next shareholders' meeting.

As the Company issued new shares to increase capital by proposing an initial public offering (IPO) closing on July 1st, 2021 for 184,000,000 shares at the offering price of 1.20 Baht per share, the Company received proceeds from IPO (after deducting expenses in connection with the offering) in the total net amount of 211.94 million Baht. The estimated objectives and period of spending are determined as appear in the application for the offer for sale of securities (Form 69-1) and the prospectus as follows:

Objective of Spending	Estimated Amount of IPO Proceeds (million Baht)	Estimated Period of Spending
1. Investing in future projects:	160.80	Within 2022
1.1 Expanding the concrete transport vehicle fleet (Mixers)	Not exceeding 120.0	
1.2 Expanding the trailer truck fleet and cold chain transport vehicles	Not exceeding 40.8	
2. Debt repayment	20.00	Within quarter 4 of 2021
3. Operational working capital of the Company	40.00	Within quarter 3 of 2021

Previously on January 11, 2022 the Company informed the Stock Exchange of Thailand that the Board of Director's Meeting No. 1/2022 has approved to change the objectives of using the proceeds from IPO and informed the shareholders of the news as follows;

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(Unit : million Baht)

Objective of Spending	As previously disclosed		Change to	
	Amount	Period	Amount	Period
1) Investing in future projects:	Not exceeding 160.80	Within	Not exceeding 160.80	Within
1. Expanding the concrete transport vehicle fleet (Mixers)	Not exceeding 120.00	2022	Not exceeding 40.80	2023
2. Expanding the trailer truck fleet and cold chain transport vehicles	Not exceeding 40.80		Not exceeding 120.00	
2) Debt repayment	20.00	Within quarter 4 of 2021	20.00	Within quarter 4 of 2021
3) Operational working capital of the Company	40.00	Within quarter 3 of 2021	40.00	Within quarter 3 of 2021

The Board of Directors' Opinion: As there is a business partner entering into a memorandum of understanding (MOU) proposing the Company to establish a joint venture company, TD M Logistic Company Limited ("TDM"), as well as to expand the investment in the cold chain transport vehicles, consumer products, and other specialized products, therefore, the Company deemed appropriate to adjust the investment plan to focus on the expansion of the transport vehicle fleet. Hence, the Board of Directors' Meeting No. 2/2023 resolved to change the objective of utilization of the IPO proceeds for the concrete transport vehicle fleet, the trailer truck fleet, and the cold chain transport vehicles from the amount of IPO proceeds as follows:

The amount of proceeds or the period of spending that the Company wishes to change The Company changes the amount of proceeds in accordance with the objective of utilization of the IPO proceeds to invest in future projects as listed in No.1 and No.2 as follows:

Objective of Spending	As previously disclosed as of January 11, 2022		Change to	
	Amount of Proceeds	Period	Amount of Proceeds	Period
1) Investing in future projects:	Not exceeding 160.80	Within 2023	Not exceeding 160.80	Within 2023
1. Expanding the concrete transport vehicle fleet (Mixers)	Not exceeding 40.80		Not exceeding 16.42	
2. Expanding the trailer truck fleet and cold chain transport vehicles	Not exceeding 120.00		Not exceeding 144.38	

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Objective of Spending	As previously disclosed as of January 11, 2022		Change to	
	Amount of Proceeds	Period	Amount of Proceeds	Period
2) Debt repayment	20.00	Within quarter 4 of 2021	20.00	Within quarter 4 of 2021
3) Operational working capital of the Company	40.00	Within quarter 3 of 2021	40.00	Within quarter 3 of 2021

Rationale, necessity, and benefit that shareholders will receive Using the proceeds to establish a joint venture, TD M Logistics Co., Ltd. (“TDM”), as well as to expand investment in the cold chain transport vehicles, consumer goods and other specialized products will create opportunities for growth in new lines of business for the Company and will also help reduce the impact from the volatility of the construction business. Since the Company deemed appropriate to adjust the investment plan by focusing on expanding the vehicle fleet, the Company has changed the objective of the utilization of the proceeds to maximize benefit for the shareholders.

Summary information concerning the change in proceeds amount The company changed investment by reducing the amount of expansion of the concrete truck fleet (mixer) to increase the expansion of the trailer truck fleet and the cold chain transport vehicles.

Proceeds utilization plan after changing the objectives including the adequacy of fund In expanding the fleet, the Company has considered the worthiness of the investment by using the IPO proceeds together with the source of funds from financial institutions to maximize benefit for the shareholders. After the Company used this portion of the IPO proceeds to expand the fleet, the Company has a financial institution ready to support the business expansion of the Company in case there is any further expansion of the fleet. Therefore, there are still sufficient funding sources for business expansion.

Expected impacts on the business of the Company or to any estimates disclosed in the statement The change in objectives of the utilization of the proceeds has no effect on the Company as the Company continues to operate the transportation business as disclosed in the Statement Form.

Resolution: This agenda item is for acknowledgment only, therefore, voting is not required.

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Agenda Item 9 Others (if any)

Fact and Reason: Pursuant to Section 105 of the Public Limited Companies Act B.E. 2535 (1992), shareholders holding not less than one-third (1/3) of the total number of distributed shares may request the meeting to consider other matters not specified in the notice of shareholders' meeting. Moreover, this agenda item is set up for the shareholders to ask questions and/or give opinions to the Board of Directors (if any) and/or for the Board of Directors to clarify and answer the questions of the shareholders.

The Board of Directors' Opinion: It is appropriate to set out this agenda item to allow shareholders to request the meeting to consider matters other than what the Board of Directors has determined and to ask questions (if any) and/or for the Board of Directors to answer questions or clarify for the shareholders.

The Company would like to notify that the shareholder who is entitled to attend and cast votes in the 2023 Annual General Meeting of Shareholders shall be the shareholder whose name appears in the Company's book on March 13th, 2023, which is the date on which the list of shareholders who are entitled to attend the 2023 Annual General Meeting of Shareholders is determined (Record Date).

For the shareholder who wishes to attend the meeting via electronic platform or appoint a proxy who is not an independent director of the Company to attend the meeting via electronic platform, please read the instructions for attending via electronic platform in Attachment 2. The Company will open the request submission system from April 10th, 2023 until the Meeting comes to an end on April 24th, 2023.

According to the Notification of the Department of Business Development regarding Proxy and Proxy Voting and Sending of Invitation Letter for Shareholders Meeting of a Public Limited Company (dated February 4th, 2013), a shareholder who grants a proxy to another person to attend a meeting and vote on his/her behalf must grant a proxy to only one proxy holder to attend the meeting and vote on his/her behalf. Shares may not be divided to grant proxies to several persons. However, one proxy holder may receive proxies from several shareholders.

In the case of appointing a proxy, the Company has attached the Proxy Form A (General form), Proxy Form B (The form that specifies items to appoint proxy in detail), and Proxy Form C (Only for the case that the shareholder is a foreign investor and appointed a Custodian in Thailand for the safekeeping of shares) (*Attachment 8*) The shareholder can use only one type of Proxy Form as specified.

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In the case of the shareholder wishing to appoint the independent director, Mr. Nopporn Thepsithar or Mr. Wiboon Rasmeepaisarn as proxy to attend the meeting and cast vote on behalf of the shareholder, please read the profiles of the independent directors who are proxies and the definition of an independent director as attached to this invitation (Attachments 6-7) and the instructions for attending via electronic platform, in case of appointing a proxy, in Attachment 2. The Company kindly requests your cooperation in sending the Proxy Form to the Company in advance by April 21st, 2023 to the address below:

Mena Transport Public Company Limited “Company Secretary”

455/12-14 Rama VI Road, Thanon Phetchaburi Sub-District, Ratchathewi District, Bangkok 10400

To comply with the laws relating to the protection of personal data, the Company would like to notify that the Company will use the copy of identification card as evidence for the verification of the shareholder in the case of appointing a proxy to attend the shareholders’ meeting only. The Company will not collect, use, or disclose sensitive data appearing on the identification card, including religion and/or blood type and will destroy the copy of the identification card after the information has been verified.

The shareholder can have access to the notice of summoning of the 2023 Annual General Meeting of Shareholders and the supporting documents along with the Proxy forms on the Company’s website at www.menatransport.co.th from April 2023.

Sincerely yours,

(Mr. Nopporn Thepsithar)

Chairman of the Board of Executive Directors

Mena Transport Public Company Limited

QR Code downloading procedure for
Form of 2022 Annual Report (Form 56-1 One Report)

Mena Transport Public Company Limited ("MENA") to send to the shareholders documents regarding the General Meeting of Shareholders and the Form of 2022 Annual Report (Form 56-1 One Report), Financial Report and Corporate Social Responsibility Report in the form of E-books accessible through QR Code, thus allow the shareholders to access the information conveniently. Shareholders can download the aforementioned documents from the QR Code by following the steps below

For iOS System

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

For Android System

1. Open applications such as QR CODE READER, Facebook or Line.

How to scan the QR Code with Line application

- Open Line application and click on "Add friend"
 - Choose "QR Code"
 - Scan the QR Code
2. Focus the mobile camera to QR Code to scan it, to access documents Form 56-1 One Report.



2022 Annual Report (Form 56-1 One Report)



Processes of shareholder / proxy holder self-identification through the application

IR PLUS AGM

In case of shareholders attending the meeting by themselves.

In case of appointing a proxy to an independent director

In case of proxy attending the meeting

Please prepare your invitation letter issued from TSD/ID card or passport.

Enter to menu "Proxy"

Enter to menu "Proxy Direct"

The shareholder proceeds the self-identification through the barcode scan in invitation letter or the insertion of ID card or passport digits with entering to the next steps of self-identification.

Choose proxy holder to an independent member and select the name of the independent director who wishes to appoint a proxy holder.

Proxies perform self-authentication in the Proxy Direct menu.

Please insert personal data and upload your photo for self-identification and then waiting for the approval.

Please upload a photocopy of your ID card and the power of attorney letter and then press the confirm button.
**This must be completed 1 day prior to the meeting date

To prepare an invitation letter received from the TSD/ ID card and passport a photocopy of your ID card a photocopy of ID card of the proxy and the Power of Attorney Letter signed by a shareholder.

Please insert data proxy and upload a photocopy of your ID card, supplementing document, the Power of Attorney Letter and then waiting for the approval.

To set-up the Pincode for entering to the shareholder's meeting.

To set-up the Pincode for entering to the shareholder's meeting.

On the date of meeting, all shareholders are encouraged to access to the Application IR PLUS AGM, and insert Pincode for registration with attending to the meeting.



The Application IR PLUS AGM,
iOS system,
Version 14.5 upwards



The Application IR PLUS AGM,
ANDROID system,
Version 8 upward



The Manual for
Using Application IR PLUS AGM



Meeting on web App
"webagm.irplus.in.th"

For your future
information
please add id line

@irplusagm



Scan QR Code

IR PLUS AGM Electronic-Annual General Meeting (E-AGM)

1. Download and Install application “IR PLUS AGM”

From App Store (Support since iOS 14.5) and Google Play Store (Support since Android 8)



iOS
iOS 14.5 ขึ้นไป



Android
Android 8.0 ขึ้นไป

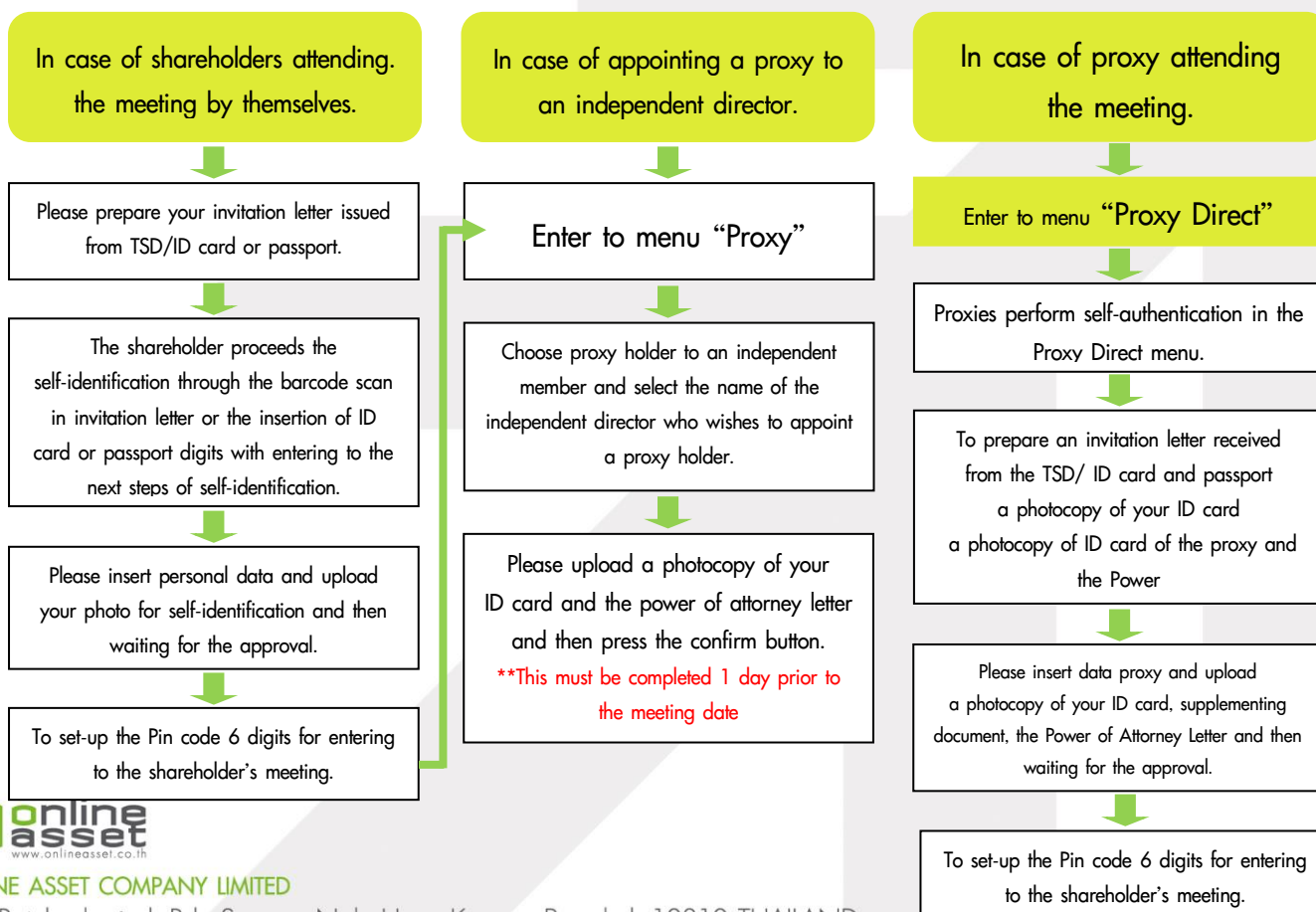


“webagm.irplus.in.th”

Or attend the meeting via the Web App “webagm.irplus.in.th” on Google without an application or program installed.

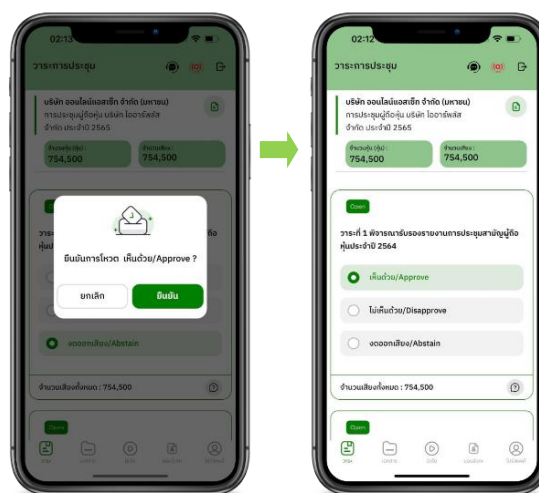
2. Identity verification process (KYC)

- Select the company you want to attend the meeting. And select the status of the user, then Login to access the system with the ID card number of the shareholders.
- Please insert personal data, upload your photo of the ID card, and then take a photograph of the shareholder holding the ID card for identity verification.
- Fill up the OTP received from the system via selected channels (text/e-mail)
- The system will notify the result of identity verification (KYC) as "Approve" or "Disapprove" In case of Disapprove, the shareholder must proceed with the KYC procedure again.
- Set up the Pin code for attend the meeting.

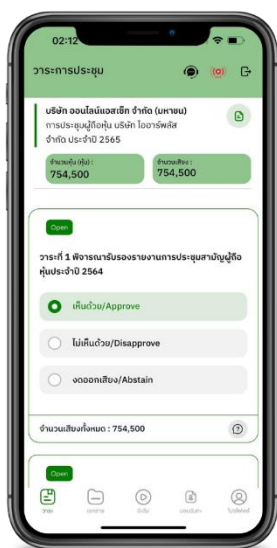






How to vote.

The system will Default vote “Agree” on every agenda that can change the vote result “Disagree” or “Abstain”
Then press the bottom confirms to confirm. The system Will change the voting result immediately.
As shown in the picture.









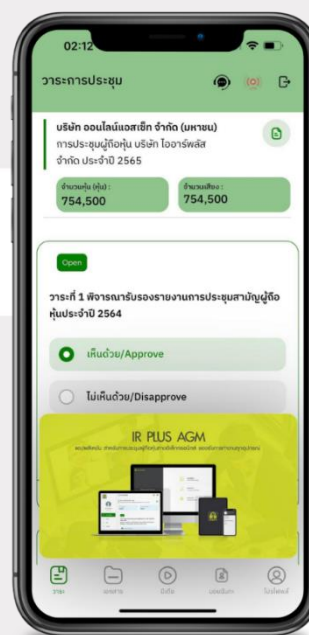
3. Asking question, Text format and VDO Call format



-  In case, Asking questions via VDO Call
Click  that shown on your screen, then type the question.
Then wait for the staff will get back to you.
-  In case, Asking questions via Text
Click  that shown in every agenda to send questions to be asked in that agenda. You can ask a question in the system at any time until the agenda is closed.

4. Other Menu

-  : Document
-  : Media or VDO Presentation
-  : Proxy *Incase Provide proxy to independent directors only.
This must be completed 1 day prior the meeting date
-  : Profile
-  : Log out ****When you confirm to log out the meeting
Your vote will eliminate from the vote base immediately.**
-  : Live stream



If you encounter problems in the use please contact : IR PLUS AGM Call Center

Call : 02-022 6200 ext. 2, 626 Office hours: 9:00 a.m. to 5:30 p.m. Monday to Friday



Add Line id : @irplusagm

Or scan QR Code to report a problem using the system to get help quickly.

(Translation)

Minutes of the Annual General Meeting of Shareholders for the year of 2022

Mena Transport Public Company Limited

Convened on Wednesday, 20 April 2022, at 10.00 hrs.

Date time and place of the meeting

The Annual General Meeting of Shareholders for the year of 2022 of Mena Transport Public Company Limited was held on Wednesday, 20 April 2022, at 10.00 hrs. via electronic devices (E-AGM), according to the Royal Decree on Electronic Conferencing B.E. 2563 and other related laws and regulations. It was held in accordance with the resolution of the Board of Directors No. 2/2022 held on February 25, 2022, which resolved to call an Annual General Meeting of Shareholders. According to the Public Companies Limited Act and the Articles of Association of the Company (Article No. 35)

Attending Directors

- | | |
|--------------------------------------|--|
| 1. Mr. Nopporn Thepsithar | Chairman of the Board of Directors, Independent Director, and Member of the Audit Committee |
| 2. Mr. Wiboon Rasmeepaisarn | Vice Chairman of the Board of Directors, Chairman of the Audit Committee, and Independent Director |
| 3. Mr. Anan Lapthananchaivong | Independent Director and Member of the Audit Committee |
| 4. Mrs. Suwanna Kajonwuttidet | Director, Chairman of the Executive Committee, and Chief Executive Officer |
| 5. Ms. Patchareerat Kajonwuttidetpat | Director, Member of the Executive Committee, and Chief Operating Officer |
| 6. Mr. Nathaphon Kajonwuttidet | Director |
| 7. Ms. Pichavarin Kajonwuttidetpat | Director |
| 8. Ms. Chayanin Kajonwuttidetpat | Director |

The Company has 8 directors. There were 8 directors attending this Meeting equivalent to 100 percent of the total number of directors.

Attending Management

- | | |
|---------------------------------|---|
| 1. Mr. Athikom Wongsongcha | Member of the Executive Committee and Chief Financial Officer |
| 2. Ms. Yuphaphan Phuangphuaphet | Company Secretary |
| 3. Ms. Sathanee Thanitpipat | Executive Secretary |

Auditors

- | | |
|---------------------------------|----------------------------------|
| 1. Ms. Sukumaporn Wongariyaporn | PricewaterhouseCoopers ABAS Ltd. |
| 2. Ms. Supapitch Akkaranurakkul | PricewaterhouseCoopers ABAS Ltd. |

Legal Advisors

- | | |
|-----------------------------------|-------------------------|
| 1. Mr. Thammarat Horboonmasuth | Insight Legal Co., Ltd. |
| 2. Ms. Kamonchanok Leelaratanakul | Insight Legal Co., Ltd. |

Ms. Yuphaphan Phuangphuaphet, Company Secretary was assigned to conduct the meeting (“ Meeting Conductor”) she firstly invited Mr. Nopphorn Thepsithar, Chairman of the Board of Directors, and Independent Director, presided as the Chairman of the Meeting (“Chairman”) declared the Annual General Meeting of Shareholders for the year of 2022 duly convened.

The Chairman welcomed all shareholders expressed his appreciation to all shareholders for their time attending the Meeting. Thereafter, he assigned the Meeting Conductor to present meeting details to the Meeting.

The Meeting Conductor informed that there were 23 number of shareholders attended the online meeting by themselves via Application IR Plus AGM, representing total 437,008,503 shares. The number of shareholders attended the Meeting by appointment of proxies to independence director or others were 11 number of shareholders, representing total 7,841,300 shares. The total number of attending shareholders either by themselves or by appointment of proxies were 34 persons, representing 444,849,803 shares or 60.6062 % of the total number of shares sold by the Company which was more than 25 shareholders, and the number of shares was more than one-third of all issued and sold shares of the Company or 734,000,000 shares; thus constituting a quorum of the Meeting as required by Public Limited Companies Act B.E. 2535, Section 103 and the Article 37 of the Company’s Articles of Association.

Thereafter the Meeting Conductor advised the procedures of vote-casting including the expressing opinions or inquiry, details are as follows:

1. To vote in the meeting, it deems that 1 share equals 1 vote (One share One Vote).
2. Shareholders can vote by pressing the check mark button in the first menu on the menu bar that appears on the left-hand side. After that, various agendas will appear to vote on each agenda. By pressing one of the buttons agree, disagree or abstain and press the “confirm” button to confirm the vote.
3. Shareholders who did not vote in the voting program or did not click to vote in the system would be deemed to agree as proposed by the Chairman to the meeting.
4. In case the shareholder authorizes from C. in case the foreign shareholder who appoints a custodian in Thailand can separate vote agree or disagree or abstention at the same time in each agenda by separate vote according to holding a share.

5. The following voting in each agenda

- Agenda 1/Agenda 3/Agenda 4/ Agenda 5/ Agenda 7 must have the majority vote from a shareholder who attends the meeting and voting, in other words, counting shareholders' votes in each agenda must not count "abstention" vote and void vote.
- Agenda 6 Consider and approve of compensation director in 2022 must-have agree to vote not less than two-thirds of shareholders vote who attend the meeting. The company will count votes "agree" and "disagree" including void votes.
- Agenda 2 and Agenda 8 are notified and no voting.
- Agenda 5 Consider and approve appointing the director to replace the former director who expires of term company in 2022. The company presents the proposed consideration of the individual director by reading each director's name and requesting the shareholders vote for each director.

6. To count the vote in each agenda, it will count votes from shareholders who vote disagree and/or abstention and then deduct to total shareholders votes who attend the meeting. The remaining vote deems to agree to vote, however, already to count vote from the proxy.

To comment or ask the question, the shareholder can print a message by pressing the button "?" in each agenda. The shareholders can ask the question they require and press "send" to confirm the message to the company. The shareholder can send a question or comment through "inbox" since the chairman announces to consider in that agenda. The company will answer the question in that agenda. If the question does not relate to the agenda, that question will bring to agenda 9 and if have any questions, the company gradually answers and bring the answer to the Company website after the finished meeting.

After explaining how to vote on each agenda and comment or ask question, the operator's meeting would like to invite the chairman to begin the meeting according to the agenda as follows:

Agenda Item 1 To adopt the Minutes of the 2021 Annual General Meeting of Shareholders.

The Chairman proposed the Meeting to consider and adopt the Minutes of the 2021 Annual General Meeting of Shareholders which was held on April 22th, 2021. The Board of Directors considered the Minutes to be properly recorded in accordance with the Meeting's resolution. A copy of the Minutes of 2021 Annual General Meeting of Shareholders is attached in Attachments 3.

The Chairman gave the opportunity to the shareholders to ask questions or express additional opinions.

No shareholders further made any inquiries or express additional opinion. Chairman then requested the Meeting to consider and cast their votes to adopt the Minutes of the 2021 Annual General Meeting Shareholders which was held on April 22th, 2021.

Resolution: The Meeting considered and unanimously resolved, to adopt the Minutes of the 2021 Annual General Meeting Shareholders which was held on April 22th, 2021 with the following votes:

Approved	446,761,603 Votes	equivalent to	100	percent
Disapproved	0 Votes	equivalent to	0	percent
Abstained	0 Votes	equivalent to	0	percent
Spoiled ballot	0 Votes	equivalent to	0	percent

Remark: In this agenda there were 2 additional shareholders attending the Meeting, represent 1,911,800 shares. Therefore, total number of shareholders attending the Meeting was 36 persons, equivalent to 446,761,603 shares.

Agenda Item 2 To acknowledge the Company's operating performance of 2021

The Chairman assigned Mr. Athikom Wongsongcha, Chief Executive Officer presented the Company's operation to the Meeting.

Mr. Athikom Wongsongcha, Chief Executive Officer summarized the Company's operation performance for the year 2021 as follows;

Company's operation performance for 2021

The Company had total revenue amount of 561 million Baht, decreased by 43 million Baht or 7.2% from the prior year due to 8% declining of the demand for ready-mixed concrete impacted by COVID-19.

The Company had a gross profit of 90 million Baht, decreased by 10 million Baht from the prior year, representing a decrease of 10% due to a decrease in revenue while the company still had some fixed costs that were not reduced accordingly. Thus, gross profit decreased.

The Company had a net profit of 32.5 million Baht, decreased by 2.3 million Baht or 6.5% compared to the prior year. It's not much decrease of profit. This resulted from the Company's policies by controlled administrative expenses and financial costs. But the tax expense increased by 6.4 million Baht due to the expiration of tax privileges. This resulting to decrease in net profit.

The Company's financial position as at December 31, 2021

Total assets of the Company increased by 144 million Baht which were mainly due to increase in cash and financial assets received from IPO amount of 220 million Baht but fixed assets and right of used were decreased from depreciating.

Total liabilities of the Company decreased by 79.7 million Baht. This resulted from loan repayment and lease liabilities repayment.

Total equity of the Company increased from IPO and the Company's operation. The Company reported unappropriated retained earnings amount of 209.7 million Baht, increased by 8.8 million Baht when compared to the prior year.

The Chairman gave the opportunity to the shareholders to ask questions or express additional opinions.

No shareholders further made any inquiries or express additional opinion. Chairman then informed the meeting that this agenda is an agenda for acknowledgment So, there was no voting.

Agenda Item 3 To approve the financial statements of 2021 for the year ended December 31st, 2021

The Chairman assigned Mr. Athikom Wongsongcha, Chief Executive Officer presented the summarized of the financial statement of 2021 for the year ended December 31, 2021 and also the Auditor's report.

Mr. Athikom Wongsongcha, Chief Executive Officer summarized the Company's financial statement of 2021 for the year ended December 31, 2021 and the Auditor's report.

Statement of financial position	2021	2022	Increase (Decrease)	%
Assets				
Current assets				
Cash and cash equivalents	6.81	83.58	76.77	1127.71%
Financial assets designated at fair value through profit or loss	-	100.38	100.38	N/A
Trade and other receivables - net	88.70	102.84	14.14	15.94%
Other current financial assets	3.01	3.34	0.33	11.04%
Total current assets	98.51	290.14	191.62	194.52%
Non-current assets				
Property, plant and equipment - net	385.21	532.25	147.03	38.17%
Right-of-use assets - net	398.74	198.12	-200.62	-50.31%
Other non-current assets	34.37	40.89	6.53	19.00%
Total non-current assets	818.32	771.26	-47.07	-5.75%
Total assets	916.84	1,061.40	144.56	15.77%
Statement of financial position	2021	2022	Increase (Decrease)	%
Liabilities and shareholders' equity				
Current liabilities				
Bank overdrafts and short-term loans from financial institutions	30.25	-	-30.25	-100.00%
Trade and other payables	57.99	65.84	7.85	-13.53%
Current portion of long-term loan and lease liabilities due within one year	83.06	40.38	-42.68	-51.38%
Other current liabilities	9.76	8.89	-0.87	-8.90%
Total current liabilities	181.05	115.11	-65.94	-36.42%
Non-current liabilities				
Long-term loan and lease liabilities	89.10	72.80	-16.31	-18.30%
Provision for long-term employee benefits	16.03	16.39	0.36	2.23%
Other non-current liabilities	32.96	35.12	2.16	6.55%
Total non-current liabilities	138.10	124.31	-13.79	-9.98%
Total liabilities	319.15	239.42	-79.73	-24.98%
Share capital				
Registered share capital				
Issued and fully paid-up share capital	275.00	367.00	92.00	33.45%
Share premium	120.00	241.77	121.77	101.47%
Retained earnings appropriated - statutory reserve	1.80	3.50	1.70	94.44%
Retained earnings - unappropriated	200.89	209.71	8.82	4.39%
Total shareholders' equity	597.69	821.98	224.29	37.53%
Total liabilities and shareholders' equity	916.84	1,061.40	144.56	15.77%

The financial statement of 2021 for the year ended December 31, 2021 were audited by PricewaterhouseCoopers ABAS Company Limited, the Auditor expressed unqualified opinion and the financial statement were approved by the Audit Committee and the Board of Director.

The Chairman gave the opportunity to the shareholders to ask questions.

No shareholders further made any inquiries or express additional opinion. Chairman then requested the Meeting to consider and cast their votes to approve the Company's financial statements of 2021 for the year ended December 31st, 2021

Resolution: The Meeting considered and unanimously resolved, to approve the Company's financial statements of 2021 for the year ended December 31st, 2021 with the following votes:

Approved	446,761,603 Votes	equivalent to	100	percent
Disapproved	0 Votes	equivalent to	0	percent
Abstained	0 Votes	equivalent to	0	percent
Spoiled ballot	0 Votes	equivalent to	0	percent

Agenda Item 4 To approve the dividend payment and to approve the appropriation of net profit as a legal reserve for the operating performance ended December 31st, 2021.

The Chairman assigned Mrs. Suwanna Kajonwuttidet, A Chairman of Executive Committee and Chief Executive Officer presented the details of dividend payment and the appropriation of net profit as a legal reserve.

Mrs. Suwanna Kajonwuttidet, A Chairman of Executive Committee and Chief Executive Officer informed the Meeting that pursuant to Section 115 of the Public Limited Companies Act B.E. 2535 (1992), the Company shall pay dividends only out of profits and such shall be approved by shareholders and pursuant to Section 116 stipulates that the Company shall appropriate its annual net profit as a legal reserve in the amount not less than five (5) percent of the annual net profit until such legal reserve reaches ten (10) percent of the registered capital.

Moreover, the Company had the policy to pay a dividend at the rate of not less than 40.00 percent of its net profit based on the Company's financial statements after deduction of tax and legal reserve depending on the operating performance, financial status, financial liquidity, necessity of spending for the Company's operation and expansion of the Company's business and such dividend payment shall not significantly affect the normal operation of the Company.

In 2021, the operating performance of the Company had net profit of 32.56 million Baht and an unappropriated retained earnings of 209.71 million Baht. The Board of Directors agreed to pay dividend at the rate 0.03 Baht per share for total 734 million issued and paid up shares with the total dividend of 22.02 million Baht, which was 68% of the net profit. And the net profit of 1.7 Million Baht should be appropriated as legal reserves amounting to 5 percent of net profit for the year. The details are as follows;

Details of dividend payment	Year 2021 (Proposed year)		Year 2020	
Net profit	32,522,067	Baht	34,796,151	Baht
Net profit per share	0.05	Baht	0.06	Baht
Annual dividend per share	0.03	Baht	0.04	Baht
Annual dividend	22,020,000	Baht	22,000,000	Baht
Total amount of dividend paid_per share	0.03	Baht	0.04	Baht
Total amount of dividend paid	22,020,000	Baht	22,000,000	Baht
Ratio of dividend payment per net profit	68	%	63	%
Number of shares	734,000,000	shares	550,000,000	shares

The date on which the list of shareholders entitled to receive dividends (Record Date) shall be April 28th, 2022 and the dividend payment shall be made on May 19th, 2022.

The Chairman gave the opportunity to the shareholders to ask questions.

No shareholders further made any inquiries or express additional opinion. Chairman then requested the Meeting to consider and cast their votes to approve the dividend payment and to approve the appropriation of net profit as a legal reserve.

Resolution: The Meeting considered and unanimously resolved, to approve the dividend payment at the rate at 0.03 Baht per share and appropriation of net profit amount of Baht 1.7 million Baht as a legal reserve with the following votes:

Approved	446,761,603 Votes	equivalent to	100	percent
Disapproved	0 Votes	equivalent to	0	percent
Abstained	0 Votes	equivalent to	0	percent
Spoiled ballot	0 Votes	equivalent to	0	percent

Agenda Item 5 To appoint the directors to replace those due to complete their terms in 2022.

The Chairman assigned the Company Secretary to present in this agenda.

The Company Secretary informed that pursuant to Section 71 of the Public Limited Companies Act B.E. 2535 (1992) and Article 18 of the Company's Articles of Association, at least one-third (1/3) number of directors shall retire by rotation at each Annual General

Meeting of Shareholders. If the number of directors is not a multiple of three, then the number nearest to one-third (1/3) shall vacate the office for the first year. The directors to vacate office in the second year following the registration of the company shall be drawn by lots. In every subsequent year, the directors who have been longest in office shall vacate office.

In the 2022 Annual General Meeting of Shareholders, there are 3 directors who will be retired by rotation are as follows.

Name lists	Position
1. Mr. Wiboon Rasmeepaisarn	Vice Chairman, Independence Director and Chairman of Audit Committee
2. Mr. Anan Lapthananchaivong	Independence Director and Audit Committee
3. Miss Pichavarin Kajorntudetpat	Director

The Company informed the shareholders to nominate persons to be considered for selection as directors of the Company through the system of the Stock Exchange of Thailand (SETLink) and on the Company's website [http://www.menatransport.co.th/Investor Relation/Shareholders' Meeting](http://www.menatransport.co.th/Investor_Relation/Shareholders_Meeting) from October 4th, 2021 to December 31st, 2021. However, there was no shareholder nominating any person to be considered for election as a director.

The Company attached the profiles of the directors to be nominated for re-election as Company directors which was sent to shareholders along with this invitation letter as set out in Attachment 4.

The Chairman informed the Meeting that in order to comply with good corporate governance principles and the shareholders could vote freely. Therefore, the 3 directors who retired by rotation were invited to log out from the meeting.

The Chairman then informed the Meeting that the Board of Directors, exclusive of directors to be replaced and having interests on this matter, has considered with all due circumspection all 3 directors were qualified and did not have prohibited characteristics as specified in the Public Limited Companies Act B.E. 2535 (1992) and the relevant notifications of the Capital Market Supervisory Board. The Board of Directors proposed the Meeting to re-election those 3 directors to be directors for another term.

The Chairman gave the opportunity to the shareholders to ask questions or express additional opinions.

No shareholders further made any inquiries or express additional opinion. Chairman then requested the Meeting to consider and cast their votes to re-election directors to be directors for another term by voted for each candidate individually. After completely voted for 3

directors, the Chairman requested the Meeting Conductor to invite the retired directors return to the Meeting.

Resolution: The Meeting considered and unanimously resolved, to appoint the retired director by rotation to be director for another term with the following votes:

1) Mr. Wiboon Rasmeepaisarn

Approved	446,761,603 Votes	equivalent to	100	percent
Disapproved	0 Votes	equivalent to	0	percent
Abstained	0 Votes	equivalent to	0	percent
Spoiled ballot	0 Votes	equivalent to	0	percent

2) Mr. Anan Lapthananchaivong

Approved	446,761,603 Votes	equivalent to	100	percent
Disapproved	0 Votes	equivalent to	0	percent
Abstained	0 Votes	equivalent to	0	percent
Spoiled ballot	0 Votes	equivalent to	0	percent

3) Ms. Pichavarin Kajonwuttidetpat

Approved	446,761,603 Votes	equivalent to	100	percent
Disapproved	0 Votes	equivalent to	0	percent
Abstained	0 Votes	equivalent to	0	percent
Spoiled ballot	0 Votes	equivalent to	0	percent

Agenda Item 6 To approve the remuneration of the directors for 2022.

The Chairman assigned Mrs. Suwanna Kajonwuttidet presented the details to the Meeting.

Mrs. Suwanna Kajonwuttidet informed the Meeting that pursuant to Section 90 of the Public Limited Companies Act B.E. 2535 (1992), the Company shall not pay the directors money or any other assets, except for the remuneration according to the Company's Articles of Association, whereby Article 33 of the Company's Articles of Association stipulates that directors are entitled to remuneration from the Company in the form of reward, meeting allowance, pension, bonus or return in other nature in accordance with the Articles of Association or as considered by the meeting of shareholders who may determine the remuneration in a certain amount or set out the criteria to be determined for each case or to be perpetually effective until amended. The directors may also be entitled to receive other allowance and benefits in accordance with the Company's regulation and according to the Charter of the Board of Directors No. 3.17, stipulates the duties and responsibilities of the Board of Directors to determine the remuneration structure, form and criteria of remuneration payment. (whether in the form of cash, securities or any other forms) of directors, sub-

committees to be appropriate, fair and in accordance with relevant laws to propose to the Shareholders' Meeting for approval.

The Board of Director determined the directors' remuneration in line with the Company's operating performance, duties and responsibilities and performance of each director. Such compensation was appropriate within the same industry and enough to motivate and retain quality directors with the Company. The Board of Director deemed appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the remuneration of directors and sub-committees for 2022 with the following details:

Committee	Position	Year 2022 (Proposed year)	Year 2021	Other Renumeration / Benefits (Money and others)
		Monthly remuneration (month/person)	Monthly remuneration (month/person)	
Board of Directors	Chairman	60,000 Baht	60,000 Baht	-None-
	Director ¹	20,000 Baht	20,000 Baht	-None-
Audit Committee	Chairman	25,000 Baht	25,000 Baht	-None-
	Member	15,000 Baht	15,000 Baht	-None-
Executive Committee	Chairman	-	-	-None-
	Member	-	-	-None-

Remark 1 : The directors' remuneration shall only be paid to the independent directors and the directors who are not the executives.

The Chairman gave the opportunity to the shareholders to ask questions or express additional opinions.

No shareholders further made any inquiries or express additional opinion. Chairman then requested the Meeting to consider and cast their votes to approve the remuneration of the directors for 2022

Resolution: The Meeting considered and unanimously resolved, to approve the remuneration of the directors for 2022 with the following votes:

Approved	446,761,603 Votes	equivalent to	100	percent
Disapproved	0 Votes	equivalent to	0	percent
Abstained	0 Votes	equivalent to	0	percent
Spoiled ballot	0 Votes	equivalent to	0	percent

Agenda Item 7 To consider and approve the appointment of the Company's auditor and determination of the audit fee for 2022

The Chairman assigned Mr. Wiboon Rasmeepaisarn to present the details of the appointment of the Company's auditor and determination of the audit fee for 2022 to the Meeting.

Mr. Wiboon Rasmeepaisarn informed that meeting that Pursuant to Section 120 of the Public Limited Companies Act B.E. 2535 (1992), the Annual General Meeting of Shareholders shall appoint the Company's auditor and determine the audit fee on an annual basis. Accordingly, Section 121 stipulates that the auditor shall not be a director, an employee, or a person holding any position in the Company. By appointing an auditor, the former auditor may be re-appointed.

For this year 2022, the Audit Committee considered in accordance with the guidelines of the Office of the SEC in considering the selection of auditors, whether the quality of audit work, sufficient and appropriate allocation of human resources, participation of auditors and audit team, use of professional judgment and the independence of the auditor. After considering by comparison of qualified auditors in accordance with the aforementioned guidelines. The Audit Committee therefore proposed to the Board of Directors' Meeting for consideration. The Board of Directors resolved to propose to the Shareholders' Meeting to appoint EY Office Company Limited (EY) to be the Company's auditors in 2022. The list of auditors to be proposed are as follows:

1. Mr. Suphachai Panyawattano Certified Public Accountant No. 3930; or
2. Miss Sumesa Tangyoosuk Certified Public Accountant No. 7627; or
3. Mr. Pornanan Kitjanawanchai Certified Public Accountant No. 7792

By assigning any person to audit and give opinions on the Company's financial statements, in the event that the aforementioned certified auditors were unable to perform their duties, EY Office Limited shall assign another certified public accountant of EY Office Limited to act on their behalf. The information relating to the profiles of the auditors was delivered to the shareholders along with this invitation letter.

Moreover, the Board of Directors agreed to propose the Annual General Meeting of Shareholders to consider approving the audit fee for 2022 in the amount of 1,400,000 Baht.

Details are as follows:

The proposed audit fee	Year 2022 (Proposed year)	Year 2021
Quarterly review for 3 quarters	750,000 Baht	775,000 Baht
Yearly audit fee	650,000 Baht	1,125,000 Baht
Total audit fee	1,400,000 Baht	1,900,000 Baht

The Chairman gave the opportunity to the shareholders to ask questions or express additional opinions.

Ms. Woranai Yutthanaamorn, a proxy from the Thai Investors Association asked about the reason for changing the auditor from PwC.

Mr. Athikom Wongsongcha informed the Meeting that auditor from PwC had audited the Company's financial statements for 5 year since 2017 to 2021. The Company considered that changing a new auditor will also get the new perspective both for operation and auditing. Therefore, the company considered auditors who has the same quality to perform this duty.

The Chairman additionally explained to the Meeting that in addition to the reasons giving by Mr. Athikom Wongsongcha, the selection of new auditor had been reviewed by the Executive Committee, Audit Committee and the Board of Directors, respectively. By reference to the principles of good corporate governance of the SEC. SEC set a rule for listed companies on the Stock Exchange to rotate auditors who served as the auditor for 5 consecutive years. Thus, giving an opportunity to propose and compare auditors with same qualifications. The most suitable bidder is EY Office Company Limited (EY). The Board of Directors has thoroughly considered.

No shareholders further made any inquiries or express additional opinion. Chairman then requested the Meeting to consider and cast their votes to approve the appointment of the Company's auditor and determination of the audit fee for 2022.

Resolution: The Meeting considered and unanimously resolved, to approve the appointment of the Company's auditor for 2022 from EY Office Company Limited and determination of the audit fee for 2022 in the amount of 1,400,000 Baht as proposed with the following votes:

Approved	446,761,603 Votes	equivalent to	100	percent
Disapproved	0 Votes	equivalent to	0	percent
Abstained	0 Votes	equivalent to	0	percent
Spoiled ballot	0 Votes	equivalent to	0	percent

Agenda Item 8 To acknowledge the change of the objective of utilization of the proceeds from capital increase obtained from an initial public offering (IPO)

The Chairman assigned Mr. Athikom Wongsongcha to present details of changing the objective of utilization of the proceeds from capital increase obtained from an initial public offering (IPO)

Mr. Athikom Wongsongcha presented to Meeting that MENA previously disclosed in the application for the offer for sale of securities (Form 69-1) and the prospectus that the cash proceed from IPO will be utilized by separate into 3 parts as follows;

1. Investing in future projects by expanding the truck fleet amount of 160.8 million Baht by investing in Mixer amount of 120 million Baht and Trailer amount of 40.8 million Baht.
2. Repayment debt amount of 20 million Baht
3. Using as working capital not exceed 40 million Baht

According to the COVID-19 situation that intensified in the third quarter of 2021 together with the changing in Company's business in the fourth quarter of 2021. The Board of Directors' Meeting No. 1/2022 resolved to approve the Company change the objective of utilization of the proceeds from capital increase obtained from an initial public offering (IPO) by reducing the budget to expand Mixer business from 120 million Baht to 40.8 million Baht and increasing the budget to expand Trailer business from 40.8 million Baht to 120 million Baht and also extend the spending period to be within 2023. Pursuant to Article 38 (6) (b) of the Notification of the Capital Market Supervisory Board No. TorJor. 39/2559 Re: Application for Approval and Granting of Approval for Offering of Newly Issued Shares and the Notification of the Office of the Securities Exchange Commission No. SorJor. 63/2561 Re: Change in Objectives of Utilization of Proceeds Obtained from Initial Public Offering Statement Form and Draft Prospectus

Changing in objectives of utilization of the proceed is immaterial change due to change between disclosed transactions in the prospectus which can be done upon the approval of the Board of Directors and then reported such changing to the shareholders' meeting for acknowledgement in the next shareholders' meeting. The Company required to disclose the Board of Director's opinion on the following matters;

1. The amount of proceeds or the period of spending that the Company would like to change

The Company changed the proportion by reducing investment in mixer truck fleet from 120 million Baht to 40.8 million Baht and increasing investment in trailer truck fleet from 40.8 million Baht to 120 million Baht and expanding the period of spending to be within 2023.

2. Rationale, necessity, and benefit to shareholders

Due to the COVID-19 situation in 2021, the demand for concrete was changed. The Company therefore slowed down the expansion of the mixer truck fleet and focused on expanding the trailer truck fleet and temperature-controlled truck fleet instead and postponed the investment plan in the third quarter of 2021 resulted from lock down. This resulted the truck fleet expansion in the second half of the year to be delayed than estimated.

The Company expected that the existing fleet of mixer trucks would be able to support the current demand of concrete. Therefore, the expansion of the mixer fleet was postponed in order to maximize the efficiency of the existing mixer truck fleet. In addition, the Company foresees the opportunity in the cold-chain transportation business and other specialized products which was in the trailer business group include 4-wheel, 10-wheel transport vehicles and temperature-controlled transport vehicles. The Company therefore changed the objectives of utilization of the proceeds from capital increase obtained from IPO to expand the fleet in the trailer business and expand the utilization period to maximize benefit for the shareholders.

3. Summary information concerning the change in proceeds amount

The company changed investment by reducing the amount of expansion of the concrete truck fleet (mixer) to increase the expansion of the trailer truck fleet and the cold-chain transport vehicles.

4. Proceeds utilization plan after changing the objectives including the adequacy of fund

In expanding the truck fleet, the Company has considered the worthiness of the investment by using the IPO proceeds together with the source of funds from financial institutions to maximize benefit for the shareholders. After the Company used this portion of the IPO proceeds to expand the truck fleet, the Company had a financial institution ready to support the business expansion of the Company in case there was any further expansion of the truck fleet. Therefore, there was still sufficient funding source for business expansion.

5. Expected impacts on the business of the Company or any estimates disclosed in the statement

The change in objectives of the utilization of the proceeds had no effect on the Company because the Company continues to operate the transportation business as disclosed in the Statement Form. The Board of Directors considered the aforementioned issues and resolved to approve the adjustment of the objectives of the proposed use of funds.

The Chairman gave the opportunity to the shareholders to ask questions or express additional opinions.

No shareholders further made any inquiries or express additional opinion. Chairman then informed the meeting that this agenda is an agenda for acknowledgment so, there was no voting.

Agenda Item 2 Others (if any)

The Meeting Conductor informed the Meeting that pursuant to Section 105 of the Public Limited Companies Act B.E. 2535 (1992), shareholders holding not less than one-third (1/3)

of the total number of distributed shares may request the meeting to consider other matters not specified in the notice of shareholders' meeting. Moreover, this agenda item was set up for the shareholders to ask questions and/or express opinions to the Board of Directors (if any) and/or for the Board of Directors to clarify and answer the questions of the shareholders.

No shareholders further proposed the Meeting to consider other business or agenda. The Chairman then gave the shareholders an opportunity to inquire any questions.

No shareholders further made any inquiries or recommendation. The Chairman has expressed his thanks to all attendees for their time to attend the Meeting, and declared the Meeting adjourned.

The Meeting adjourned at 11.30 hrs.

Sincerely yours,

(Mr. Nopporn Thepsithar)

Chairman of the Board of Executive Directors

Mena Transport Public Company Limited

Profile of Director Complete Term of 2023

1) Name-Surname	Mr. Nathaphon Kajonwuttidet (Age: 69)
Types of Directors	Non-Executive Director
Position	Director
Appointed Date	July 1, 2020
Number of years in the position	2 years and 9 months
% of Shareholding	25.75%
Education	Secondary school, Suga Wattana High School (out of business)
Training/Seminar	Directors Accreditation Program: DAP 245/2017 By the Thai Institute of Directors Association (IOD)
Work Experiences	<ul style="list-style-type: none"> • Listed Company 2019- Present Director of Mena Transport Public Company Limited • Non-Listed Company 2018 - Present Director and Chief Executive Officer of Mee Capital Co., Ltd. 1986 - 2018 Director and Managing director of Mee Capital Co., Ltd. 1993 - 2018 Chief Executive Officer of Mena Transport Co., Ltd.



Holding a position in a competing business or related to a business that may cause a conflict of interest with the Company.

- NONE -

Attendance the meeting of 2022

- Board of Directors Meeting 11 out of 11 (100%)
- Annual General Meeting 1 out of 1 (100%)

Illegal Record in the Past 10 years

- NONE-

The type of director is appointed

Director

The family relationship between management

Married with Mrs. Suwanna Kajonwuttidet

Qualifications of director

The Board of Directors has thoroughly and carefully conducted the review of its screened persons who are fully qualified as director and had duly performed his duties as members of the Company. He does not hold a position in a competing business or related to a business that may cause a conflict of interest with the Company. He has knowledge and capability in the fields of transportation business, strategic planning, developing Sales and Marketing. and risk management.

Profile of Director Complete Term of 2023

2) Name-Surname	Ms. Chayanin Kajonwuttidetpat (Age: 31)
Types of Directors	Member of the Executive Committee
Position	Director
Appointed Date	May 13, 2021
Number of years in the position	1 Year and 11 Months
% of Shareholding	0.18%
Education	Bachelor's Degree Faculty of Humanities, Srinakharinwirot University
Training/Seminar	Directors Accreditation Program: DAP 149/2018 By the Thai Institute of Directors Association (IOD)
Work Experiences	<ul style="list-style-type: none"> • Listed Company 2021 - Present Director of Mena Transport Public Company Limited • Non-Listed Company NONE -
Holding a position in a competing business or related to a business that may cause a conflict of interest with the Company.	- NONE -
Attendance the meeting of 2022	<ul style="list-style-type: none"> ■ Board of Directors Meeting 11 out of 11 (100%) ■ Annual General Meeting 1 out of 1 (100%)
Illegal Record in the Past 10 years	- NONE -
The type of director is appointed	Director
The family relationship between Management	Daughter of Mrs. Suwanna Kajonwuttidet



Qualifications of director

The Board of Directors has thoroughly and carefully conducted the review of its screened persons who are fully qualified as director and had duly performed her duties as members of the Company. She does not hold a position in a competing business or related to a business that may cause a conflict of interest with the Company. She has knowledge and capability in the fields of transportation business, strategic planning, developing Sales and Marketing. and Information Technology.

Information of the auditors for the year 2023

Pornanan Kitjanawanchai

Partner

EY Office Limited

Certified Public Accountant No. 7792



Profiles and Work Experience

Professional Qualification : Certified Public Accountant (Thailand) and Thai SEC-approved auditor

Academic Qualification : Master of Economic, National Institute of Development Administration

Bachelor of Accounting, Chulalongkorn University

Experience : More than 22 years of public accounting experience with EY serving clients in a wide range of industries, including multinational corporations and listed companies in Thailand, and is specialized in the mass transit system, manufacturing, service, and real estate industries. Moreover, he also has experience in providing consultancy services in respect of merger and acquisition exercises.

Relationship with or Interest in (except for the audit service) the Company, Subsidiaries, Executives, Major Shareholders, or their Related Persons Capable of Undermining the Ability to Perform Duties Independently : - None -

Contact Details : EY Office Limited

33rd Floor, Lake Rajada Office Complex 193/136-137
Rajadapisek Road, Klongtoey, Bangkok 10110

Telephone: 0 2264-0777

Facsimile: 0 2264-0789

E-mail: Pornanan.Kitjanawanchai@th.ey.com

Information of the auditors for the year 2023

Sumesa Tangyoosuk

Partner

EY Office Limited

Certified Public Accountant No. 7627



Profiles and Work Experience

- Professional Qualification : Certified Public Accountant (Thailand) and Thai SEC-approved auditor
- Academic Qualification : Master of Accounting, Thammasat University
Bachelor of Accounting, Thammasat University
- Experience : More than 20 years of public accounting experience with EY serving clients in a wide range of industries, including multinational corporations and listed companies in Thailand, and is specialized in the manufacturing and distribution and services. She also has considerable experience in initial public offering to listing on the Stock Exchange of Thailand.
- Relationship with or Interest in (except for the audit service) the Company, Subsidiaries, Executives, Major Shareholders, or their Related Persons Capable of Undermining the Ability to Perform Duties Independently : - None -
- Contact Details : EY Office Limited
33rd Floor, Lake Rajada Office Complex 193/136-137
Rajadapisek Road, Klongtoey, Bangkok 10110
Telephone: 0 2264-0777
Facsimile: 0 2264-0789
E-mail: sumesa.tangyoosuk@th.ey.com

Information of the auditors for the year 2023

Isaraporn Wisutthiyan

Partner

EY Office Limited

Certified Public Accountant No. 7480



Profiles and Work Experience

- Professional Qualification : Certified Public Accountant (Thailand) and Thai SEC-approved auditor
- Academic Qualification : Bachelor of Accounting, Assumption University
- Experience : More than 25 years of public accounting experience with EY serving clients in a wide range of industries, including multinational corporations and listed companies in Thailand, and is specialized in the nano finance, servicing, trading, property development, manufacturing, transportation, e-commerce, logistic.
- Relationship with or Interest in (except for the audit service) the Company, Subsidiaries, Executives, Major Shareholders, or their Related Persons Capable of Undermining the Ability to Perform Duties Independently : - None -
- Contact Details : EY Office Limited
33rd Floor, Lake Rajada Office Complex 193/136-137
Rajadapisek Road, Klongtoey, Bangkok 10110
Telephone: 0 2264-0777
Facsimile: 0 2264-0789
E-mail: Isaraporn.Wisutthiyan@th.ey.com

Information of independent directors who act as a proxy

1) Name-Surname	Mr. Nopporn Thepsithar (Age: 69)	
Address	No. 110/24, 18 Alley, Lat Phrao Road, Chomphon Sub-district Chatuchak district, Bangkok 10900	
Position	Chairman of the Board of Directors, Independent Director, and Member of the Audit Committee	
Appointed Date	February 28, 2018	
Number of years in the position	5 years and 1 month	
% of Shareholding	- NONE--	
Education	- Honorary Doctorate Degree in Liberal Arts, Major in Logistics and Supply Chain Management, Sripatum University - Bachelor of Engineering in Electrical Engineering, Chulalongkorn University	
Training/Seminar	<ul style="list-style-type: none"> Finance for Non-Finance Director: FND21/2005 Directors Accreditation Program: DAP 43/2005 Directors Certification Program: DCP 62/2005 Audit Committee Program: ACP 14/2006 Board Nomination and Compensation Program: BNCP 10/2020 Strategic Board Master Class: SBM 9/2020 Risk Management Program for Corporate Leaders: RCL 21/2020 IT Governance and Cyber Resilience Program: ITG 15/2020 Advanced Audit Committee Program: AACP 40/2021 By the Thai Institute of Directors Association (IOD)	
Work Experiences	<ul style="list-style-type: none"> Listed Company <ul style="list-style-type: none"> 2018 - Present Chairman of the Board of Directors, Independent Director, and Member of the Audit Committee of Mena Transport Public Company Limited 2012 – Present Independent Director, Member of the Audit Committee, and Chairman of Nomination and Remuneration Committee of Tipco Asphalt Public Company Limited 2011 - 2022 Independent Director, Member of the Audit Committee, and Chairman of Risk Management Committee of Ananda Development Public Company Limited Non-Listed Company <ul style="list-style-type: none"> 2022 - Present Director of Corporate Strategy and Innovation, Export-Import Bank of Thailand (EXIM) 2021 – Present Member of the Risk Management Committee, Suranaree University of Technology 2021 - Present The subcommittee prepares recommendations for the accreditation system of higher education standards in the curriculum under the 	

	Higher Education Standards Committee, Ministry of Higher Education, Science, Research and Innovation
2020 – Present	Advisor of Board of Directors of The Institute of Small and Medium Industries (SMI), Federation of Thai Industries
2020 – Present	Subcommittee on Strategic Movement and Public Communication, Integrity Center
2020 – Present	Member of committee Faculty of Commerce and Accounting, Thammasat University
2018 – Present	Member of the Board of Directors, College of Marine Education and Management, Chiang Mai University
2017 – Present	Dean Emeritus, College of Logistics and Supply Chain Management, Sripatum University
2017 – Present	Adviser, Thai National Shippers' Council
2013 - Present	Adviser, Thai Transportation & Logistics Association

Illegal Record in the Past 10 years	- NONE-
Relationship with Management	- NONE-
Special interests which are different from other directors on each agenda item proposed in Annual General Meeting	- NONE-

Having the following interests in the Company, Parent Company, Subsidiaries, Affiliates, or any legal entities that have conflicts, at present or in the past 2 years

Being a director involved in the management of the business, employees, staff, and advisors earning a regular monthly salary	- NONE-
Being a professional service provider (i.e., auditor, lawyer)	- NONE-
Having a business relationship that affects the giving of independent opinions	- NONE-

Information of independent directors who act as a proxy

2) Name-Surname	Mr. Wiboon Rasmeepaisarn (Age: 62)
Address	84/56-57 Charoen Krung 80 Alley, Charoen Krung Road, Bang Kho Laem Sub-district, Bang Kho Laem District, Bangkok 10120
Position	Independent Director and Chairman of the Audit Committee
Appointed Date	February 28, 2018
Number of years in the position	5 years and 1 month
% of Shareholding	- NONE -
Education	- Master's degree in business administration, Thammasat University - Bachelor's Degree in Accounting, Chulalongkorn University
Training/Seminar	<ul style="list-style-type: none"> • The Role of Chairman: RCM35/2014 • Monitoring Fraud Risk Management: MFM8/2012 • Audit Committee Program: ACP41/2012 • Monitoring of the Quality of Financial Reporting: 16/2012 • Monitoring the Internal Audit Function: MIA13/2012 • Monitoring system of Internal Control and Risk Management: MIR13/2012 • Anti-Corruption for Executive Program: ACP41/2012 • Directors Certification Program: DCP147/2011 • Role of the Compensation Committee: RCC13/2011 • Directors Accreditation Program: DAP 28/2004



Work Experiences	<ul style="list-style-type: none"> • Listed Company <ul style="list-style-type: none"> 2018 - Present Chairman of the Audit Committee and Independent Director of Mena Transport Public Company Limited 2015 - Present Independent Director, Member of Nomination and Remuneration Committee, and Member of the Risk Management Committee of Ananda Development Public Company Limited 2003 - Present Director and Member of the Risk Management Committee, NFC Public Company Limited • Non-Listed Company <ul style="list-style-type: none"> 2021 - Present Director, Sanus Technology Co., Ltd. 2021 - Present Member of the Executive Committee, Professional Laboratory Management Corp Co., Ltd 2009 - Present Director, Eltek Power Co., Ltd. (Thailand) 1992 - Present Director and Managing Director, Warachpisarn Office Co., Ltd.
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Illegal Record in the Past 10 years - NONE-
Relationship with Management - NONE-
Special interests which are different from other directors on each agenda item proposed in Annual General Meeting - NONE-

Having the following interests in the Company, Parent Company, Subsidiaries, Affiliates, or any legal entities that have conflicts, at present or in the past 2 years

Being a director involved in the management of the business, employees, staff, and advisors earning a regular monthly salary - NONE-
Being a professional service provider (i.e., auditor, lawyer) - NONE-
Having a business relationship that affects the giving of independent opinions - NONE-

Independent director definition

Independent director means a person who has the full qualification and is independent according to the Stock Exchange of Thailand and The Office of the Securities and Exchange Commission rules as follow :

1. Holding shares not more than 1 percentage of the total share quantity of the company, parent company subsidiaries, associate, major shareholder, or governor company. However, include holding a share of related independent director.
2. Not or used to be executive director, employee, personnel, salary consultant or governor company, parent company subsidiaries, associate, major shareholder or governor company unless relieved of a position not less than 2 years.
3. Not blood relationship of other directors, administrators, major shareholders, governors, or the person who will be offered to be a director, administrator, or governor company or subsidiaries.
4. Not or used to be related with business in the company, parent company subsidiaries, associate, major shareholder or governor company which may hinder on independent consideration include not or used to be major shareholder or governor company unless relieved of a position not less than 2 years.
5. Not or used to be company auditor, parent company subsidiaries, associate, major shareholder or governor company and not to be significant shareholder, governor or partner of audit firm whether company audit, parent company subsidiaries, associate, major shareholder or governor company unless relieved of a position not less than 2 years.
6. Not or used to be any provider profession include legal adviser service or financial adviser which receive service fee more than 2 million baht per year from the company, parent company subsidiaries, associate, major shareholder or governor company and not to be significant shareholder, governor or partner of any profession unless relieved of a position not less than 2 years.
7. Not to be a director appointed as a representative of the company, major shareholder, or related major shareholder.
8. Not doing the same business and competitive significance with the company or subsidiaries or not to be a partner significant in partnership or director related to administrator, employee, personnel, salary consultant or holding share more than 1 percentage of the total vote of the company who operate in the same business and competitive significant with company or subsidiaries
9. None of the other characteristics and incapable independently comment about company operation.

The company may appoint the person used to related business or professional service according to articles 4 or 6 as an independent director. If the board of directors considers carefully and comments that to appointment above was not affect operating an independent comment.

(ปิดอากรแสตมป์ 20 บาท)

สิ่งที่ส่งมาด้วย 8/ Enclosure No. 8

(Affixed with 20 Baht Stamp Duty)

แบบหนังสือมอบฉันทะ แบบ ก. (แบบทั่วไปซึ่งเป็นแบบที่ง่ายไม่ซับซ้อน)

Proxy Form A (General and simple form)

ท้ายประกาศกรมพัฒนาธุรกิจการค้าเรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

According to the Notification of the Department of Business Development on the Determination of Proxy Form (No. 5) B.E. 2550 (2007)

.....

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.....

Date

Month

Year

(1) ข้าพเจ้า.....สัญชาติ.....

I am

Nationality

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

Residing at address No.

Road

Sub-District

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

District

Province

Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท มินาทรานสปอร์ต จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น

being a shareholder of Mena Transport Public Company Limited and holding the total number of

shares

และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

with the voting rights of

votes as follows:

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

ordinary share of

shares with the voting rights of

votes

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

preferred share of

shares with the voting rights of

votes

(3) ขอมอบฉันทะให้

do hereby authorize

☐ (นาย/นาง/นางสาว).....อายุ.....ปี

(Mr./Mrs./Miss)

Age

years

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

Residing at address No.

Road

Sub-District

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

District

Province

Postal Code

; or

☐ นายนพพร เทพลีธทา กรรมการอิสระ อายุ 69 ปี อยู่บ้านเลขที่ 110/24 ซอย 18 ถนนลาดพร้าว แขวงจอมพล เขตจตุจักร

กรุงเทพมหานคร

Mr. Nopporn Thepsithar, age 69 years old, residing at address No. 110/24, 18 Alley, Lat Phrao Road, Chom Phon

Sub-District, Chatuchak District, Bangkok.

โปรดใส่
เครื่องหมาย
(✓)หน้าชื่อ
ผู้รับมอบ
ฉันทะเพียงชื่อ
เดียว
Kindly mark
(✓) in front of
the Proxy's
name for just a
single name

☐ นายวิบูลย์ รัตมีไพศาล กรรมการอิสระ อายุ 62 ปี อยู่บ้านเลขที่ 84/56-87 ซอยเจริญกรุง 80 ถนนเจริญกรุง แขวงบางคอกแหลม เขตบางคอกแหลม กรุงเทพมหานคร

Mr. Wiboon Rasmeepaisarn, age 62 years old, residing at address No. 84/56-57, Charoen Krung 80 Alley, Charoen Krung Road, Bang Kho Laem Sub-District, Bang Kho Laem District, Bangkok.

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2566 ในวันจันทร์ที่ 24 เมษายน 2566 เวลา 10.00 น. โดยการประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

As only one of my proxy to attend the meeting and vote on my behalf at the 2023 Annual General Meeting of Shareholders on Monday April 24, 2023, at 10.00 hrs, through an electronic platform (E-AGM) or on such other date, time, and venue as may be adjourned.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any undertakings performed by the proxy in the said meeting shall be deemed as if I have performed in all respects.

ลงชื่อ.....	ผู้มอบฉันทะ	ลงชื่อ.....	ผู้รับมอบฉันทะ
Signed	Principal	Signed	Proxy
(.....)		(.....)	

หมายเหตุ / Remarks

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing a Proxy shall authorize only one proxy to attend the meeting and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.

แบบหนังสือมอบฉันทะ แบบ ข. (แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่จะเลือกตั้งเจนนายตัว)

Proxy Form B (Specific authorization details form)

ท้ายประกาศกรมพัฒนาธุรกิจการค้าเรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

According to the Notification of the Department of Business Development on the Determination of Proxy Form (No.5) B.E. 2550 (2007)

.....

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า.....สัญชาติ.....

I am Nationality

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

Residing at address No. Road Sub-District

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

District Province Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท มีนาทรานสปอร์ต จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น

being a shareholder of Mena Transport Public Company Limited and holding the total number of shares,

และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

with the voting rights of votes as follows:

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

ordinary share of shares with the voting rights of votes

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

preferred share of shares with the voting rights of votes

(3) ขอมอบฉันทะให้

do hereby authorize

☐ (นาย/นาง/นางสาว).....อายุ.....ปี

(Mr./Mrs./Miss) Age years

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

Residing at address No., Road Sub-District

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

District Province Postal Code ;or

☐ นายนพพร เทพสิทธิ์า กรรมการอิสระ อายุ 69 ปี อยู่บ้านเลขที่ 110/24 ซอย 18 ถนนลาดพร้าว แขวงจอมพล เขตจตุจักรกรุงเทพมหานคร

Mr. Nopporn Thepsithar, age 69 years old, residing at address No. 110/24, 18 Alley, Lat Phrao Road, Chom Phon Sub-District, Chatuchak District, Bangkok.

☐ นายวิบูลย์ รัศมีไพศาล กรรมการอิสระ อายุ 62 ปี อยู่บ้านเลขที่ 84/56-57 ซอยเจริญกรุง 80 ถนนเจริญกรุง แขวงบางคอกแหลม เขตบางคอกแหลม กรุงเทพมหานคร

Mr. Wiboon Rasmeepaisarn, age 62 years old, residing at address No. 84/56-57, Charoen Krung 80 Alley, Charoen Krung Road, Bang Kho Laem Sub-District, Bang Kho Laem District, Bangkok.

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2566 ในวันจันทร์ที่ 24 เมษายน 2566 เวลา 10.00 น. โดยการประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

As only one of my proxy to attend and vote on my behalf at the 2023 Annual General Meeting of Shareholders on Monday April 24, 2023, at 10.00 hrs, through an electronic platform (E-AGM) or on such other date, time, and venue as may be adjourned.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I authorize a proxy to vote on my behalf at the meeting as follows.

☐ วาระที่ 1 เรื่อง พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2565

Agenda Item 1 Subject: To adopt the Minutes of the 2022 Annual General Meeting of Shareholders.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy is assigned to vote in accordance with my intention as follows.
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 2 เรื่อง รับทราบผลการดำเนินงานของบริษัท ในรอบปี 2565

Agenda Item 2 Subject: To acknowledge the Company's operating performance of 2022

(วาระนี้เป็นวาระเพื่อทราบ จึงไม่มีการลงคะแนนเสียง)

(This agenda item is the agenda for acknowledgment and therefore, no voting is performed.)

☐ วาระที่ 3 เรื่อง พิจารณาอนุมัติงบการเงิน ประจำปี 2565 สิ้นสุดวันที่ 31 ธันวาคม 2565

Agenda Item 3 Subject: To approve the financial statements of 2022 for the fiscal year ended December 31, 2022

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy is assigned to vote in accordance with my intention as follows.
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

☐ วาระที่ 4 เรื่อง พิจารณาอนุมัติการจ่ายเงินปันผล และจัดสรรเงินกำไรเพื่อเป็นทุนสำรองตามกฎหมาย สำหรับผลการดำเนินงานสิ้นสุด ณ วันที่ 31 ธันวาคม 2565

Agenda Item 4 Subject: To approve the dividend payment and to approve the appropriation of net profit as a legal reserve for the operating performance ended December 31, 2022.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

☐ วาระที่ 5 เรื่อง พิจารณานุมัติแต่งตั้งกรรมการแทนกรรมการที่ออกตามวาระ ประจำปี 2566

Agenda Item 5 Subject: To appoint the directors to replace those due to complete their terms in 2023.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ การแต่งตั้งกรรมการทั้งหมด

Appointment of the whole set of directors

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

☐ การแต่งตั้งกรรมการเป็นรายบุคคล

Appointment of the individual director

1) นายณัฐพล ขจรวุฒิเดช (Mr. Nathaphon Kajonwuttidet)

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

2) นางสาวชญาณีนันท์ ขจรวุฒิเดชภักดิ์ (Miss Chayanin Kajonwuttidetpat)

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

☐ วาระที่ 6 เรื่อง พิจารณานุมัติกำหนดค่าตอบแทนกรรมการ ประจำปี 2566

Agenda Item 6 Subject: To approve the remuneration of the directors for 2023.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

☐ วาระที่ 7 เรื่อง พิจารณานุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนของผู้สอบบัญชี ประจำปี 2566

Agenda Item 7 Subject: To consider and approve the appointment of the Company's auditor and determination of the audit fee for 2023

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

วาระที่ 8 เรื่อง รับทราบการเปลี่ยนแปลงวัตถุประสงค์การใช้เงินเพิ่มทุนที่ได้รับจากการเสนอขายหุ้น
สามัญเพิ่มทุนต่อประชาชนทั่วไป (IPO)

Agenda Item 8 Subject: To acknowledge the change of the objective of utilization of the proceeds from capital increase
obtained from an initial public offering (IPO)

(วาระนี้เป็นวาระเพื่อทราบ จึงไม่มีการลงคะแนนเสียง)

(This agenda item is the agenda for acknowledgment and therefore, no voting is performed.)

☐ วาระที่ 9 เรื่องอื่น ๆ (ถ้ามี)

Agenda Item 9 Subject: Others (If any)

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่า
การลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

(5) Voting of the proxy in any agenda item which is not in accordance with what is specified in this Proxy Form shall be deemed invalid
and shall not be considered as my voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่
ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไข
เปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้
ทุกประการตามที่เห็นสมควร

(6) In case I do not specify my intention to vote in any agenda item or unclearly specify, or in case the meeting considers or resolves
in any matter other than the matters specified above, including in case of revision, alteration, or addition of any facts, the proxy is
entitled to consider and vote on my behalf in all respects as deemed appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่
ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any undertakings performed by the proxy in the meeting, except for vote of the proxy, which is not in accordance
with this proxy form, shall be deemed as if I have performed in all respects.

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Principal

(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy

(.....)

หมายเหตุ

Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder, who is the principal, shall authorize only one proxy to attend and vote at the meeting and shall not allocate the the number of shares to several proxies for voting separately.
2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
In the agenda item of election of the directors, it is applicable to elect either nominated directos as a whole or elect each nominated director individually.
3. ในกรณีที่มึวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ
If the matters to be considered are more than those specified above, the principal may use the Continued Sheet of Proxy Form B as enclosed herewith for such additional matters.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Continued Sheet of Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท มีนาทรานสปอร์ต จำกัด (มหาชน)

Authorization on behalf of the shareholder of Mena Transport Public Company Limited.

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2566 ในวันจันทร์ที่ 24 เมษายน 2566 เวลา 10.00 น. โดยการประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

In the 2023 Annual General Meeting of Shareholders held on Monday April 24, 2023, at 10.00 hrs, through an electronic platform (E-AGM) or on such other date, time, and venue as may be adjourned.

☐ วาระที่.....เรื่อง.....

Agenda Item Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

☐ วาระที่.....เรื่อง.....

Agenda Item Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

☐ วาระที่.....เรื่อง.....

Agenda Item Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

☐ วาระที่.....เรื่อง.....

Agenda Item Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐งดออกเสียง
Abstain

☐ วาระที่.....เรื่อง เลือกตั้งกรรมการ

Agenda Item Subject: Election of the Director

ชื่อกรรมการ.....

Name of the Director

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐งดออกเสียง
Abstain

ชื่อกรรมการ.....

Name of the Director

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐งดออกเสียง
Abstain

☐ วาระที่.....เรื่อง.....

Agenda Item Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐งดออกเสียง
Abstain

ข้าพเจ้าขอรับรองว่ารายการในใบประจำต่อแบบหนังสือมอบฉันทะ ถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

I do hereby certify that the information detailed in this document is true and correct.

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Principal
(.....)

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

วันที่//
Date

(ปิดอากรแสตมป์ 20 บาท)

(Affixed with 20 Baht Stamp Duty)

แบบหนังสือมอบฉันทะ แบบ ค. (แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้
คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)

Proxy Form C (Form for foreign shareholder appointing custodian in Thailand)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

According to the Notification of the Department of Business Development on the Determination of Proxy Form (No. 5)

B.E. 2550 (2007)

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.

Date Month Year

(1) ข้าพเจ้า.....

I am

สำนักงานตั้งอยู่เลขที่.....ถนน.....ตำบล/แขวง.....

having an office located at No. Road Sub-District

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

District Province Postal Code

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ.....

acting as a custodian for

ซึ่งเป็นผู้ถือหุ้นของ บริษัท มีนาทรานสปอร์ต จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น

being a shareholder of Mena Transport Public Company Limited and holding the total number of shares.

และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

with the voting rights of votes as follows.

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

ordinary share of shares with the voting rights of votes

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

preference share of shares with the voting rights of votes

(2) ขอมอบฉันทะให้

do hereby authorize

☐ (นาย/นาง/นางสาว).....อายุ.....ปี

(Mr./Mrs./Miss) Age years

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

Residing at address No., Road Sub-District

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

District Province Postal Code ; or

โปรดใส่
เครื่องหมาย(✓)
หน้าชื่อผู้รับมอบ
ฉันทะเพียงชื่อ
เดียว
Kindly mark (✓)
in front of the
Proxy's name for
just a single name

- ☐ นายณพพร เทพสิทธิ์า กรรมการอิสระ อายุ 69 ปี อยู่บ้านเลขที่ 110/24 ซอย 18 ถนนลาดพร้าว แขวงจอมพล เขตจตุจักรกรุงเทพมหานคร
- Mr. Nopporn Thepsithar, age 69 years old, residing at address No. 110/24, 18 Alley, Lat Phrao Road, Chom Phon Sub-District, Chatuchak District, Bangkok.
- ☐ นายวิบูลย์ รัชมีไพศาล กรรมการอิสระ อายุ 62 ปี อยู่บ้านเลขที่ 84/56-57 ซอยเจริญกรุง 80 ถนนเจริญกรุง แขวงบางคอกแหลม เขตบางคอกแหลม กรุงเทพมหานคร
- Mr. Wiboon Rasmeepaisarn, age 62 years old, residing at address No. 84/56-57, Charoen Krung 80 Alley, Charoen Krung Road, Bang Kho Laem Sub-District, Bang Kho Laem District, Bangkok.

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้นประจำปี 2566 ในวันจันทร์ที่ 24 เมษายน 2566 เวลา 10.00 น. โดยการประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

As only one of my proxy to attend and vote on my behalf at the 2023 Annual General Meeting of Shareholders on Monday April 24, 2023, at 10.00 hrs, through an electronic platform (E-AGM) or on such other date, time, and venue as may be adjourned.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

I authorize a proxy to attend the meeting and vote at the meeting as follows.

- ☐ มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

The Proxy is authorized for all shares held and entitled to vote.

- ☐ มอบฉันทะบางส่วน คือ

The Proxy is authorized for certain shares as follows:

- ☐ หุ้นสามัญ.....หุ้น และมีสิทธิออกเสียงลงคะแนนได้.....เสียง
- Ordinary share of shares entitling to vote votes
- ☐ หุ้นบุริมสิทธิ.....หุ้น และมีสิทธิออกเสียงลงคะแนนได้.....เสียง
- Preference share of shares entitling to vote votes
- รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด.....เสียง
- Total number of voting right is votes

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ดังนี้

I authorize the proxy to vote on my behalf in this meeting as follows:

- ☐ วาระที่ 1 เรื่อง พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2566

Agenda Item 1 Subject: To adopt the Minutes of the 2022 Annual General Meeting of Shareholders.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

วาระที่ 2 เรื่อง รับทราบผลการดำเนินงานของบริษัท ในรอบปี 2565

Agenda Item 2 Subject: To acknowledge the Company's operating performance of 2022

(วาระนี้เป็นวาระเพื่อทราบ จึงไม่มีการลงคะแนนเสียง)

(This agenda item is the agenda for acknowledgment and therefore, no voting is performed.)

☐ วาระที่ 3 เรื่อง พิจารณานุมัติงบการเงิน ประจำปี 2565 สิ้นสุดวันที่ 31 ธันวาคม 2565

Agenda Item 3 Subject: To approve the financial statements of 2022 for the fiscal year ended December 31, 2022

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

☐ วาระที่ 4 เรื่อง พิจารณานุมัติการจ่ายเงินปันผล และจัดสรรเงินกำไรเพื่อเป็นทุนสำรองตามกฎหมาย สำหรับผลการดำเนินงานสิ้นสุด ณ วันที่ 31 ธันวาคม 2565

Agenda Item 4 Subject: To approve the dividend payment and to approve the appropriation of net profit as a legal reserve for the operating performance ended December 31st, 2022.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

☐ วาระที่ 5 เรื่อง พิจารณานุมัติแต่งตั้งกรรมการแทนกรรมการที่ออกตามวาระ ประจำปี 2566

Agenda Item 5 Subject: To appoint the directors to replace those due to complete their terms in 2023

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ การแต่งตั้งกรรมการทั้งชุด

Appointment of the whole set of directors

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

☐ การแต่งตั้งกรรมการเป็นรายบุคคล

Appointment of the individual director

1) นายณัฐพล ขจรวุฒิเดช (Mr. Nathaphon Kajonwuttidet)

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

2) นางสาวชญานิษฐ์ ขจรวุฒิเดชภัทร์ (Miss Chayanin Kajonwuttidetpat)

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

☐ วาระที่ 6 เรื่อง พิจารณานุมัติกำหนดค่าตอบแทนกรรมการ ประจำปี 2566

Agenda Item 6 Subject: To approve the remuneration of the directors for 2023.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

☐ วาระที่ 7 เรื่อง พิจารณานุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนของผู้สอบบัญชี ประจำปี 2566

Agenda Item 7 Subject: To consider and approve the appointment of the Company's auditor and determination of the audit fee for 2023

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

วาระที่ 8 เรื่อง รับทราบการเปลี่ยนแปลงวัตถุประสงค์การใช้เงินเพิ่มทุนที่ได้รับจากการเสนอขายหุ้นสามัญเพิ่มทุนต่อประชาชนทั่วไป (IPO)

Agenda Item 8 Subject: To acknowledge the change of the objective of utilization of the proceeds from capital increase obtained from an initial public offering (IPO)

(วาระนี้เป็นวาระเพื่อทราบ จึงไม่มีการลงคะแนนเสียง)

(This agenda item is the agenda for acknowledgment and therefore, no voting is performed.)

☐ วาระที่ 9 เรื่องอื่น ๆ (ถ้ามี)

Agenda Item 9 Subject: Others (If any)

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ถือเป็นการลงคะแนนเสียงของผู้ถือหุ้น

Voting of the proxy in any agenda item which is not in accordance with what is specified in this Proxy Form shall be deemed invalid and shall not be considered as the voting of the shareholder.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the case where I do not specify my intention to vote in any agenda item or unclearly specify, or in the case where the meeting considers or resolves in any matter other than the matters specified above, including in case of revision, alteration, or addition of any facts, the proxy is entitled to consider on my behalf in all respects as deemed appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any undertakings performed by the proxy in the the meeting, except for vote of the proxy, which is not in accordance with this proxy form, shall be deemed as if I have performed in all respects.

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Principal
(.....)

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

หมายเหตุ / Remarks

- หนังสือมอบฉันทะแบบ ค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
This Proxy Form C is used particularly in the case where the shareholder's name appears in the share register as a foreign investor appointing a custodian in Thailand only.
- ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing the Proxy shall authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
- วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
In the agenda item for election of the directors, it is applicable to elect either nominated directors as a whole or elect each nominated director individually.
- ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ

If the matters to be considered are more than those specified above, the principal may use the Continued Sheet of Proxy Form C as enclosed herewith for such additional matters.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.

Continued Sheet of Proxy C

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท มีนาทรานสปอร์ต จำกัด (มหาชน)

Authorization on behalf of the shareholder of Mena Transport Public Company Limited.

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2566 ในวันจันทร์ที่ 24 เมษายน 2566 เวลา 10.00 น. โดยการประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

In the 2023 Annual General Meeting of Shareholders held on Monday April 24, 2022, at 10.00 hrs, through an electronic platform (E-AGM) or on such other date, time, and venue as may be adjourned.

☐ วาระที่.....เรื่อง.....

Agenda Item Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

☐ วาระที่.....เรื่อง.....

Agenda Item Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

☐ วาระที่.....เรื่อง.....

Agenda Item Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐งดออกเสียง

Abstain

☐ วาระที่.....เรื่อง.....

Agenda Item Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

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(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐งดออกเสียง
Abstain

☐ วาระที่.....เรื่อง เลือกตั้งกรรมการ

Agenda Item Subject: Election of the Director

ชื่อกรรมการ.....

Name of the Director

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐งดออกเสียง
Abstain

ชื่อกรรมการ.....

Name of the Director

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐งดออกเสียง
Abstain

☐ วาระที่.....เรื่อง.....

Agenda Item Subject

☐ (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to consider and vote on my behalf in all respects as deemed appropriate.

☐ (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is assigned to vote in accordance with my intention as follows.

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐งดออกเสียง
Abstain

ข้าพเจ้าขอรับรองว่ารายการในใบประจำต่อแบบหนังสือมอบอำนาจ ถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

I do hereby certify that the information detailed in this document is true and correct.

ลงชื่อ/Signed.....ผู้มอบอำนาจ/Principal
(.....)

ลงชื่อ/Signed.....ผู้รับมอบอำนาจ/Proxy
(.....)

วันที่/...../.....

Date

Company Meeting Regulations

Article 34. The shareholder meeting organized at the locality of the headquarters of the Company or a nearby province.

Article 35. The board of directors shall organize shareholder meetings at least 1 time a year. The meeting is called a “general meeting”. The general meeting is organized four (4) months after the year-end date of the company account. The other shareholder meeting is called an “extraordinary meeting”

The board of directors can call the extraordinary meeting anytime as appropriate, or one or many shareholder totals of not less than ten (10) of share quantity have jointly signed to request the director called the extraordinary meeting anytime by specific subject and reason of call meeting. The board of directors shall provide a shareholder meeting within forty-five (45) since submitting the letter from the shareholder.

In case the board of directors does not provide a meeting within forty-five (45) since submitting the letter from a shareholder, the shareholders who have jointly signed or other shareholders with total shares according to regulation can be called the meeting themselves within forty-five (45) day since maturity date in paragraph above and deem to the shareholder meeting called by the board of director. The company is responsible for the cost from provide meetings and facilitating them as appropriate. However, if the share quantity of the meeting, is not a full quorum according to article 37, the shareholder who has jointly signed or other shareholders who request the meeting shall be responsible for to cost of the meeting.

Article 36. To call the shareholder meeting, the board of directors published the meeting schedule letter with a specific place, date, time, and agenda meeting and offers a subject with some detail to the meeting. The subject shall assign for approval or consideration with the director’s comment and send to the shareholder and registrar of a public limited company know in advance within not less than seven (7) days before the meeting and advertise the meeting in the newspaper not less than three (3) day before the meeting and advertise three (3) day consecutively.

Article 37. To shareholder meeting shall have share quantity and proxy from the shareholder (if any) join the meeting not less than twenty-five (25) people or not less than half of shareholder and count share not less than one-third (1/3) of total paid-up shares is a full quorum.

In case the shareholder meeting is overtime in one (1) hour, the shareholder who joins the meeting is not a full quorum, if the shareholder meeting is called due to request by the shareholder, the

meeting shall be restrained. If the shareholder meeting is not called due to a request by the shareholder, reschedule a meeting and sent the letter to schedule a meeting to the shareholder not less than seven (7) days before the meeting day. The meeting at this time is unneeded to full quorum.

Article 38. At the shareholder meeting, the shareholder can authorize the other to join the meeting and vote instead. To proxy shall be written notice with the signature of the representative and follow the public company limited regulations by the registrar and sent to the chairman director or person predetermined by the chairman director at the place of meeting before the proxy joins the meeting and have a list as follow :

- (1) The share quantity holding by proxy
- (2) The name of a proxy
- (3) Meeting time authorized to join and voting

Article 39. The shareholder meeting shall be in the order of agenda according to a letter of meeting scheduled unless the meeting agreed to change the order of agenda with voting not less than two-thirds (2/3) of shareholders in the meeting.

When the meeting is finished considering about agenda, the shareholder who has a share quantity not less than one-third (1/3) of paid-up shares, may request the meeting consider the other in addition to a letter of meeting.

In case the meeting is unfinished considerate about agenda or subject offered by the shareholder and necessary to postpone, the meeting shall appoint the place, date, and time for the next meeting and the board of directors shall send the letter of a meeting by specific the place, date, time and agenda to shareholder not less than seven (7) days before the meeting. However, also published meeting advertisements in the newspaper not less than three (3) days before the meeting and advertise not less than three (3) days consecutively.

Article 40. The chairman director shall be the chairman of the shareholder meeting. In case the chairman director is absent in the meeting or cannot perform a duty, if there are vice chairman directors, the vice chairman duty as the chairman. If the meeting not has a vice chairman or cannot perform a duty, the shareholder who joins the meeting chooses one of the shareholders to become the chairman.

Article 41. At the shareholder meeting, every shareholder has one vote one share

In case the shareholder has an interest in either subject, the shareholder shall not have a right to vote in that subject unless vote on choosing a board of director.

Article 42. Unless specified otherwise in this regulation or other case according to the law, any voting or approval business, in the shareholder meeting shall have agreed with the majority vote of the shareholder who join the meeting and vote. In case the vote is equal, the chairman in the meeting shall vote for judgment.

The following resolutions at the meeting shall have a vote not less than three-fourth (3/4) of the shareholder who joins the meeting and has a right to vote :

- (1) Selling or business transfer whether all or part of the business to other people.
- (2) Buying or accepting business transfer by another public company or private company to being owned by the company.
- (3) Doing, modifying, or terminating the contract on all or a part of the business rental, appointment of other people to manage the business, or merging the company with other people with the purpose of sharing profit and loss.
- (4) The amendment of memorandum or company regulations
- (5) Increasing or decreasing capital
- (6) Debentures issuing
- (7) Merge or dissolution the company

Clarification the document and evidence of shareholder status who have a right to join the meeting for register and vote in the shareholder meeting

With the company providing the shareholder meeting in 2023 on 24 April 2023 at 10.00 am with an online meeting, to ensure that this meeting is transparent, fair, and beneficial to shareholders, the Company decide to verify the document and evidence of shareholder status or proxy who have a right to join the meeting as follow:

1. Authorized proxy method

The Company provide three letters of authorization according to the department of business development ministry of commerce to the shareholder who cannot join the meeting themselves can be authorized by the proxy or independent director of the Company to vote instead as follow :

Form A. The general letter of authorization which is simple

Form B. The letter of authorization with the list of authorizing clearly

Form C. The letter of authorization is specifically for foreign shareholders and appoints a custodian in Thailand as a proxy.

1. Choose either the letter of authorization form above only.
2. Authorize either person as purpose by the shareholder or choose either independent director as a proxy with a specific name and detail that you want to authorize or mark on the name of the independent director as specified on the letter of authorization by the company. You can be choosing one person to become a proxy.
3. To authorization, the shareholder shall authorize according to the share quantity of the shareholder and cannot divide a part of the share.
4. Affix stamp duty 20 baht with a cross out the date of authorization for verification and have legal effect.
5. Send to the Company secretary in advance 1 day before the meeting day or before beginning the meeting at least half an hour to verify the document on time.

However, how much the share quantity the shareholder is holding, cannot divide into many letters of authorization or proxy.

2. Meeting registration

The Company begins to register before the meeting not less than 2 hours or since 08.00 am on 24 April 2023.

3. Producing documents before joining the meeting

The attendant shall produce the document before joining the meeting (as either case may be) as follow :

3.1 Individual (Both nationality Thai or not Thai)

- 1) In case the shareholder join the meeting themselves, produce the official documents and no expiry date such as an identification card, driving license, civil servant card, or state enterprise employee card. If changing the name-surname, produce an additional document.
- 2) In case an authorized proxy joins the meeting, the proxy shall produce the document as follow :
 - A) Either the letter of authorization with completed fill and sign in both representative and proxy

- B) Copy of proxy document according to 1) and the representative shall sign a certified true copy.
- C) Copy of the official documents by proxy and proxy shall sign certified true copy, however, the proxy shall produce the document at the registration point.

3.2 Juristic person (Both Thai and Foreign) the proxy shall produce the document as follows

- A) Either the letter of authorization with completed fill and sign in both representative and proxy.
- B) Copy of business registration certificate not more than 3 months with a signed certified true copy by a representative of juristic person (authorized director) and company seal (if any). However, in case the juristic person establishes the business under foreign law and does have not a business registration certificate, the shareholder may produce other documents which prove that the signature in the letter of authorization is a proxy.
- C) Copy of official documents for juristic person (authorized director) of representative and sign certified true copy.

3.3 In case the foreign shareholder appoints the Custodian in Thailand as a Proxy

- A) Prepare the document and produce the document the same as article 3.2
- B) Copy of the letter of authorization from a foreign shareholder who appoints the Custodian as a proxy.
- C) Copy of certificate that endorser in the letter of authorization approved to operate custodian business. In case the shareholder has a purpose to use the letter of authorization forms A or form C, please attach the letter of authorization form B with appear the barcode to the meeting day. However, the original document that is not English shall be attached to the translated document, and the shareholder or representative sign a certified true copy.

4. Voting in the shareholder meeting

- 1) Voting is publicly by counting 1 share as 1 vote. The shareholder or proxy shall vote either agree or disagree or abstention and cannot divide a part of the vote
- 2) In the case of voting as a proxy, the proxy shall vote as specified by a representative in the letter of authorization only. In case the proxy is not specific about the purpose of voting in the letter of authorization or not specific clearly, the proxy has the right to vote.
- 3) The resolutions at the shareholder meeting consist of :
 - A) In case normal, adhere to a majority vote in the shareholder meeting.
 - B) In the other case the law and company regulation specific to different normal cases, adhere to the schedule and the chairman meeting notice to shareholders before voting in each agenda.
- 4) If the vote is equal, the chairman in the meeting shall vote for judgment.
- 5) If the shareholder has an interest, the shareholder shall not vote on that agenda and the chairman meeting has a right to invite the shareholder out of the meeting room temporarily.
- 6) The secret ballot may do when 5 shareholders request and the meeting agree to do a secret ballot

5. Method of voting in each agenda

The chairman meeting or authorized official notice method of voting in the meeting, which may use the counting vote as 1 share 1 vote as follow :

- 1) The chairman meeting shall purpose the shareholder to vote on each agenda by asking for comments in the meeting that who have to agree, disagree, or abstention. The shareholder or proxy shall be choosing one either.
- 2) The official shall be counting votes specifically the shareholder who vote disagree or abstention in each agenda by marking on the ballot paper, which the company gives when registering. If they disagree and an abstention vote shall deduct from the total vote in the shareholder meeting and the remaining vote deem to agree to vote.

6. Counting votes and notifying the result of the vote

The authorized official shall be counting the vote in each agenda from shareholders or proxies who join the meeting and have a right to vote and notice the result of the vote before finished the meeting.

Personal data protection for shareholder meeting

Mena Transport Public Company Limited (“Company”) gives precedence and respects the rights of privacy and maintains the security of personal data as shareholder, representative, or proxy by setting a policy, regulation, and rules of the company with strict measures to maintain the security of personal data to ensure that the personal data in the company apply for your purpose and company legally. We inform you as a personal data owner knows about the purpose and detail collection, use, and/or disclosure of personal data through the legal rights of personal related to personal data as follows “Personal data” means the data that is specific to your identity whether direct or indirect.

1. The personal data in the Company that collects, use, and/or disclosure, the company needs to collect personal data from shareholder meeting and joining meetings such as name, surname, age, date of birth, identification number, passport number, taxpayer identification number, shareholder register number, deposit account number, the contract data such as an address, place of work, telephone number, fax number, e-mail, IP Address, sound record, slide picture, motion picture, and other data deemed to a personal data under personal data protection laws. The Company needs to request to send the photo and/or a copy of the identification card to verify. The data identification cards may have delicate personal data such as religion, whereas the company does not intend to collect delicate personal data. Therefore, we ask for your cooperation to cover your data before sending a copy of the identification card to the Company.
2. The purpose and lawful basis to collect, use, and/or disclose the personal data, the Company shall collect, use and/or disclose your data as much as necessary under a legitimate purpose or lawful basis such as legal obligation, for example calling the meeting and operate the shareholder meeting, identity verification, sending the related document and any action according to the law such as public limited companies act b. e. 2535, civil and commercial code and any related law or any operate under the legitimate interest of individual or juristic person such as minutes of the shareholders meeting, live in the meeting, slide picture and motion picture of the meeting for evidence, public relation on the newspaper and electronic media, maintain security includes any action that necessary by consideration of fundamental rights in your data and not overdue in your expectation.
3. The resource of the personal data, the company shall collect your data from you and/or may collect the personal data from a securities registrar such as Thailand Securities Depository Co., Ltd. In case any is necessary according to the law.
4. Disclosure of personal data, the Company may disclose your data to a government agency, regulator, and related person or other agency under the purpose of privacy policy such as the Ministry of Commerce, The Office of the Securities and Exchange Commission, The Stock Exchange of Thailand, Thailand Securities Depository Co., Ltd., Judge, Data Processor, External service provider, Legal authority, etc. However, the

company shall emphasize to personnel or agency who receive the collect data, use, and/or disclosure your data without overdue and purposes of this policy.

5. Duration of collect your data, the Company shall keep your data for a suitable duration while as a shareholder of the company or throughout the period to achieve the related purpose necessary to collect the data if the law required or permits to keep the data not more than 10 years. However, the company shall operate to delete or destroy the personal data with appropriate steps or not accessible to your identity when unnecessary or end of time.
6. Protection of your data, the Company shall keep your data at its best according to technical measures and organizational measures to maintain security to process the personal data and protect against personal data breaches. The company set a policy, regulations, and rules to protect personal data such as information technology system security measures and protection receiver measures to use or disclose the data outside the scope or un authority or wrongfully. The company always modifies a policy, regulations, and rules as necessary and suitable.

Furthermore, the executive, employee, worker, contractor, representative, advisor, and receiver data from the Company shall keep confidential personal data according to confidential company measures.

7. The rights of your data is a legal rights such as the rights to withdraw consent, right of access, right to data portability, right to object, right to delete or destroy data, right to restrict processing, right to rectification, and right to complain. You can use your rights under legal requirements and requirements in the present or amendment in the future through the rules of the company. In case you are not 20 years old or restricted act in the law, you can use your rights by using your father, your mother, your guardian, or proxy to notice intent.

Using your rights as above may restrict you under related law and in some cases, the Company may deny or cannot follow your rights as above such as following the law or court order, public interest, the rights which may infringe the other person, etc. If the Company denies it as above, the Company shall notify the reason for denied to you.

8. To contact the Company and/or data protection officer, If you have any suggestions or want more information about collection data, use, and/or disclosing your personal data including using the rights, you can contact to company and/or data protection officer as detailed below :

Tel : 0-2613-9450

- Data protection officer

e-mail: data.privacy@menatransport.co.th

Mena Transport Public Company Limited

No. 455/12-14 Rama 6 Road, Thanon Phetchaburi, Ratchathewi, Bangkok 10400