

Document for the 2024 Annual General Meeting Shareholders

NFC Public Company Limited

Monday, April 29 2024, at 14.00 Hrs.

by Electronic Means (E- Conferencing only),

regulated under the Emergency Decree on Electronic Meetings,

B.E. 2563 (2020) and other relevant laws and regulations.

Electronic Meeting

Registration starts at 13.00 Hrs.



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NFC 021/2024

1 April 2024

Subject: Invitation to the 2024 Annual General Meeting of Shareholders

To : All Shareholders of NFC Public Company Limited

Notice is hereby given by the Board of Directors (the "Board") of NFC Public Company Limited (the "Company") that the 2024 Annual General Shareholders' Meeting (the "Meeting") shall be held on Monday 29 April 2024 at 14.00 p.m. via electronic conferencing (E-Meeting) only, in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 (2020) and other related laws and regulations. The agenda are as follows:

Agenda 1 To acknowledge the operational result of the Company for the year 2023.

<u>Facts and Reasons</u>: The Company has summarized the operating performance for the previous year ended 31st December 2023 shown in 56 – 1 One Report of 2023 submitted to shareholders in the QR-Code format as well as the invitation (Enclosure 1).

<u>The Board's Opinion</u>: The Board of Directors approved to propose to the Annual General Meeting of Shareholders to acknowledge the operating performance of the Company for the year 2023 (Enclosure 1).

Voting: This agenda is for acknowledgement and no casting vote is required from shareholders.

Agenda 2 To consider and approve the financial statements for the year ended 31st December 2023

<u>Facts and Reasons</u>: To comply with the Public Limited Company Act, B.E. 2535(1992) Section 112 and the Articles of Association of the Company, Article 44, Board of Directors shall prepare the balance sheet and the profit and loss account at the end of fiscal year to be proposed to the Annual General Meeting of Shareholders to consider and approve. This information shall be audited by the auditor before proposing to the Annual General Meeting of Shareholder (Enclosure 1)

<u>The Board's Opinion</u>: The Board of Directors approved to propose to the Annual General Meeting of Shareholders to consider and approve the financial statements for the year ended 31st December 2023 audited by the auditor as details shown in 56 – 1 One Report of 2023 (Enclosure 1).

<u>Voting</u>: This agenda requires a majority vote of shareholders attending the meeting and having the right to vote.

Agenda 3 To consider and approve the appropriation of the net profit for the year 2023 as legal reserve, and the omission of dividend for the operation result of the Company for the year 2023

<u>Facts and Reasons</u>: Pursuant to Section 116 of the Public Limited Company Act B.E. 2535 (as amended) and Article 53 of the Articles of Association of the Company, the Company is required to allocate at least one-twenty (1/20) of its annual net profit less the accumulated losses brought forward to a reserve fund until this fund attains an



amount of 10 per cent of the registered capital. In addition, pursuant to section 115 of the Public Limited Company Act B.E. 2535 (as amended) and Article 51 of the Articles of Association of the Company, dividends shall not be paid other than out of profits. In the case where the Company still has an accumulated loss, no dividends shall be paid. Furthermore, the Company has a policy to pay dividends at the rate not less than 50 percent of the net profit of the Company after deduction of all taxes and legal reserves as prescribed by the law and the Company, referring to the Company's financial statements. Nonetheless, such dividend payment is subject to change depending on the investment plan, liquidity, necessity and other appropriateness in the future as the Board of Directors and/or the shareholders deem appropriate.

According to the Company's operation results in the Year 2023, The Company has a net profit according to the separate financial statements of 219,172,636 baht. Since the company considers that it is necessary to reserve cash as the company's working capital. Therefore, it is considered appropriate to propose that the shareholders' meeting consider approving the allocation of the said amount, net profit for 2023, amounting to 11 million baht, as a legal reserve. and propose that the shareholder meeting consider approving the suspension of dividend payments for the company's operating results in 2023.

The Board's Opinion: The Board of Directors considered and deemed it appropriate to propose to the Shareholders' Meeting to consider and approve the appropriation of the net profit for the year 2023 of 11 million baht, as legal reserve, and omission of dividend for the operation result of the Company for the year 2023.

Voting: This agenda requires a majority vote of shareholders attending the meeting and having the right to vote.

Agenda 4 To consider and approve the appointment of directors replacing those retire by rotation

Facts and Reasons: To comply with the Public Limited Companies Act, B.E. 2535(1992) Section 71 and the Articles of Association of the Company, "In the Annual General Meeting, one-third (1/3) of the total number of Directors shall retire by rotation. In a case, the number of Directors cannot be divided into three, the nearest number of one-third (1/3) of the total number of Directors shall retire by rotation in the first year and the second year of being listed company, the Company shall draw lots to find Directors to be retired. In subsequent years, Directors who remain in the position for the longest period shall retire and such retired Directors are eligible for appointment. There are two (2) Directors who will retire by rotation at the Annual General Meeting of Shareholders for the year 2024 (Enclosure 2) as follows;

(1) Dr. Kurujit Nakornthap Chairman of the Audit Committee and Independent director

(2) Dr. Weerakorn Ongsakul Chairman of the Risk Management Committee, Chairman of Nomination and Remuneration Committee and Independent director



<u>The Board's Opinion</u>: The nominated persons have been completely and carefully considered by The Nomination and Remuneration Committee and the Board of Directors and approved to propose to the Annual General Meeting of Shareholders for the year 2024 to consider and approve the election of Director to replace 2 directors retired by rotation as follows;

- 1. Dr. Kurujit Nakornthap to reappointment as Chairman of the Audit Committee and Independent director and
- 2. Dr. Weerakorn Ongsakul to reappointment as Chairman of the Risk Management Committee, Chairman of Nomination and Remuneration Committee and Independent director

The nominated individuals, capable of providing independent opinions in accordance with the relevant criteria, have had their information attached for the two boards (Enclosure 2), along with the definition of Independent Directors (Enclosure 4).

Voting: This agenda requires a majority vote of shareholders attending the meeting and having the right to vote.

Agenda 5 To consider and approve the remuneration of directors for the Year 2024

<u>Facts and Reasons:</u> In order to comply with Section 90 of the Public Limited Company Act B.E. 2535, it stipulates that "The payment of directors' remuneration shall be in accordance with the resolution of the Shareholders' Meeting with the votes of not less than two-thirds of the total votes of the shareholders attending the meeting".

<u>The Board's Opinion</u>: The Board of Directors considered and approved to propose to the Annual General Meeting of Shareholders for the year 2024 with the following details;

	202	23	2024		
Position	Monthly	* Meeting	Monthly	* Meeting	
	Remuneration	Allowance	Remuneration	Allowance	
	Compensation		Compensation		
Board of Directors					
- Chairman	16,000	-	25,000	-	
- Vice-Chairman	13,000	-	20,000	-	
- Director	10,000	-	15,000	-	
Audit Committee					
- Chairman of the Audit Committee	-	12,000	10,000	5,000	
- Member of the Audit Committee	-	10,000	5,000	5,000	
Risk Management Committee					
- Chairman of the Risk Management	-	12,000	-	20,000	
Committee	-	10,000	-	15,000	
- Member of the Risk Management Committee					



	20	23	2024		
Position	Monthly	* Meeting	Monthly	* Meeting	
	Remuneration	Allowance	Remuneration	Allowance	
	Compensation		Compensation		
Nomination and Remuneration					
<u>Committee</u>					
- Chairman of Nomination and	-	12,000	-	20,000	
Remuneration Committee					
- Member of Nomination and	-	10,000	-	15,000	
Remuneration Committee					
Executive Committee					
- Chairman of the Executive Committee	-	16,000	-	20,000	
- Member of the Executive Committee	-	10,000	-	15,000	

^{*} Meeting Allowance: Baht/person/One time

Voting: This agenda requires at least two-third of vote from the total votes of shareholders attending the meeting.

Agenda 6 To consider and approve the appointment and remuneration of auditor for the year 2024

<u>Facts and Reasons</u>: In order to comply with Section 120 of the Public Limited Company Act B.E. 2535 and Article 47 of the Articles of Association of the Company, it stipulates that "In every Annual General Meeting, the shareholders have to appoint an auditor and determine the auditing fee of the Company. For appointment of the auditor, the auditor of preceding year can be re-appointed".

<u>The Board's Opinion</u>: The Board of Directors considered and approved proposing to the Annual General Meeting of Shareholders for the year 2024 to consider and appointment of Karin Audit Company as the auditor of the Company for the year 2024 as the following names;

1. Mr. Thanathit Raksathianraphap, Certified Public Accountant no. 13646

2. Mr. Komin Linphrachaya, Certified Public Accountant no. 3675

3. Mr. Worapol Wiriyakulapong Certified Public Accountant no. 11181

In the event that unable to perform duties, Karin Audit Co., Ltd. is authorized to assign other auditors of Karin Audit Co., Ltd. to perform such duties, with the remuneration for the annual audit for the year 2024 totaling 1,360,000 Baht. (Proposed External Auditors' Profile Enclosure 3)

In addition, Karin Audit Co., Ltd., has been appointed to be the auditor of 3 subsidiaries, namely (1) NFCT Co., Ltd. and (2) NFCW Co., Ltd., (3) NFCTS Co., Ltd.

Voting: This agenda requires a majority vote of shareholders attending the meeting and having the right to



Agenda 7 To consider any matters (if any)

Facts and Reasons:

This agenda is designated so that shareholders can raise queries and/or express comments to the Board and/or request the Board to provide an explanation. There will be neither proposal for the Meeting to consider and approve, nor be any voting on this agenda.

The Company set the record date for determining the names of shareholders who will be entitled to attend the 2024 Annual General Meeting of Shareholders on March 13, 2024.

In order to protect the rights and interests of shareholders, they may indicate their intention to attend the meeting via electronic conferencing (Enclosure 8). In the event that any shareholder is unable to attend, they may appoint an independent director of the Company (Enclosure 2) as a proxy to attend the meeting and cast votes on their behalf. The Company has enclosed Proxy Form B for shareholders, or they can download Proxy Form A, Form B, or Form C from the Company's website at https://www.nfc.co.th/invester. The Company kindly requests for shareholders' cooperation to submit the proxy forms together with the registration documents to the Company within April 25, 2024, via registered mail to the following address:

Company Secretary Department

NFC Public Company Limited

88 SC Group Building 3rd Floor, The Parkland Road,

Bangna Nuea, Bangna, Bangkok 10260

(For the 2024 Annual General Meeting of Shareholders)

The Company encourages the shareholders to submit questions that are relevant to the agenda of the 2024 Annual General Meeting of Shareholders in advance before the meeting date. In this regard, please send the questions together with the contact details, i.e. name, address, telephone number, and email address (if any), to the Company Secretary via email at secretaryoffice@nfc.co.th or via registered mail to the Company Secretary Office at the address as detailed above.

The Company will using the registration, vote casting and vote counting electronic systems whereby a representative(s) from the Company's auditor will be invited to attend the meeting to the Company's Articles of Association, and a representative(s) from the Company's legal advisor to monitor the voting and meeting procedures for its transparency and conforming to the laws as well as a good corporate governance practice, and in compliance with the relevant laws and regulations on the shareholders' meeting and the electronic meeting.



Any shareholders who wish to appoint proxy to attend the meeting on his/her behalf, kindly fill in and sign in Proxy Form A or Proxy Form B (Enclosure 10), submit your request and related documents via E-AGM, then submit the original copy of the said Proxy Form and the specified documents to the Company's address in advance via postal mail to be received within April 25, 2024.

Moreover, the shareholders may consider appointing the Company's independent director to attend the meeting and casting vote on his/her behalf by study the list of independent directors proposed by the Company to serve as a proxy for shareholders (Enclosure 2) and fill in the Proxy Form B (Enclosure 10) and submit the original copy of Proxy Form and specified documents to the Company's address in advance either via postal mail or e-AGM required.

Guidelines for the appointment of proxy and documents required for attending the shareholders' meeting via electronic means (e-Meeting) (Enclosure 8) and the guidelines, method and procedure for attending the annual general meeting of the shareholders' meeting via electronic means (e-Meeting) (Enclosure 7). Any shareholder who encounters a problem in relation to the application installation or usage can call 02-348-0580 ext. 101 from 17 - 26 April 2024, 8:00 a.m. – 5:00 p.m. (for the business day only, excluding national and public holidays).

If shareholders require receiving the 56 – 1 One Report of 2023 in the book format, please fill the information required in the requesting form of 56 – 1 One Report (Enclosure 9).

Yours sincerely

(Mr.Nuttaphob Ratanasuwanthawee)

Chairman

NFC Public Company Limited



The Copy of the 56-1 One Report in the format of a OR Code

consisting of Annual financial statements of 2023 and the Company's information (summary) for the year 2023



56-1 One Report 2023



Retiring Directors' Profile to be Proposed for Re-election



Dr. Kurujit Nakornthap

Independent Director And
Chairman of the Audit Committee
Age 69 years old
Nationality: Thai

Education

- . Diploma, National Defence College (Class 51), 2008-2009
- . Ph.D. in Petroleum Engineering, University of Oklahoma, U.S.A.
- . Master of Engineering in Petroleum Engineering, University of Oklahoma, U.S.A.
- . Bachelor of Engineering in Petroleum Engineering, University of Oklahoma, U.S.A.

Completed Program from Thai Institute of Directors (IOD)

- . Outbound Investment (OI) 2022
- . Director Accreditation Program (DAP) 64/2007
- . Audit Committee Program (ACP) 32/2010
- . Role of Compensation Committee (RCC) 12/2011
- . R CF Chairman Forum (R CF) 2/2013
- . Collective Action Against Corruption Conference (C Conference) 1/2014
- . Advance Audit Committee Program (AACP) 43/2022
- Financial Reporting Cases: A Monitoring Guide for Board (RFP) 6/2022
- . Refreshment Training Program (RFP) 8/2022

Year of being Director of the Company

. 1 September 2022 to present

Shareholding in the Company (%) (Self / Spouse / Underage children)

. None



Position in other companies (Not listed company)

•	2015 - 2017	Chairman of Energy Affairs Committee and Member of
		the National Reform Steering Assembly (NRSA)
•	2016 - 2016	Executive Member of the National Research Council of Thailand
•	2015 - 2015	Permanent Secretary, Ministry of Energy
•	2014 - 2015	Deputy Permanent Secretary, Ministry of Energy
	2014 - 2015	Member of National Reform Steering Assembly
•	2014 - 2014	Director - General, Department of Mineral Fuels, Ministry of Energy
	2011 – 2014/2015	Director and Chairman of the Board, Electricity Generating Authority of Thailand

Position in related business / competition / related to the Company's business

. None

Position in other companies that may cause conflict of interest

. None

Prohibited qualifications

. No criminal record relating to the assets with dishonest conduct



Retiring Directors' Profile to be Proposed for Re-election



Dr. Weerakorn Ongsakul

Independent Director

Chairman of Risk Management Committee

And Chairman of the Nomination and Remuneration Committee

Age 57 Years old

Nationality: Thai

Education

- . Ph.D. Electrical Engineering, Texas A&M University
- . Master of Science, Electrical Engineering, Texas A&M University
- . Bachelor of Engineering, Electrical Engineering, Chulalongkorn University

Completed Program from Thai Institute of Directors (IOD)

- . Director Accreditation Program (DAP) 21/2004
- . Director Certification Program (DCP) 272/2019

Year of being Director of the Company

. 2 September 2022 to present

Shareholding in the Company (%) (Self / Spouse / Underage children)

. 30,000 shares (0.00%)

Position in other companies (Not listed company)

•	2024 - Present	Director / Audit Committee, METROPOLITAN ELECTRICITY
•	2019 - Present	Government-appointed professor AIT, Ministry of Higher Education,
		Science, Research and Innovation
•	2018 - Present	Chairman / Chairman of Risk Management Committee,
		Jitta Wealth Asset Management Co., Ltd.
•	2017 - Present	Professor, Asian Institute of Technology
•	2017 - Present	Director, Star Energy Services Co., Ltd.
•	2011 - Present	Director, Mitr Samphan Narathiwat Co., Ltd
•	2006 - Present	Secretary-General Loom Nam Khong Pijai , Asian Institute of Technology (AIT)

Position in related business / competition / related to the Company's business

. None

Position in other companies that may cause conflict of interest

. None

Prohibited qualifications

. No criminal record relating to the assets with dishonest conduct



Proposed External Auditors' Profile

1. Mr. Thanathit Raksathianraphap (Certified Public Accountant no.13646)

Position - Director

Educations: - Bachelor Degree of Business Administration in Accounting

at Rajamangala University of Technology Krungthep. (First-class honors)

Work Experience - Director, Karin Audit Company Limited

2. Mr. Komin Linphrachaya (Certified Public Accountant no. 3675)

Educations - High Diploma in Auditing Thammasat University

- BBA in Accounting Thammasat University

Work Experience - Director, Karin Audit Company Limited

- Chief Finance Officer, Loxley GTECH Technology Co., Ltd

- Financial Director, Microsoft Thailand Limited

- Financial Controller, SAP Thailand Ltd.

- Business Operation Manager, Tandem Computer Thailand Int'l Inc.

- Senior Manager, Audit & Business Advisory Group

(Arthur Andersen (SGVN) Thailand)

- Visiting Professor for M.B.A in Entrepreneurship Management,

King Mongkut's University of Technology Thonburi

- Visiting Professor for Auditing, Assumption University

3. Mr. Worapol Wiriyakulapong (Certified Public Accountant no.11181)

Educations - Master of Business Administration Chulalongkorn University

Graduate Diploma in Auditing Thammasat University

- B.B.A. in Accounting Thammasat University

Work Experience - Assistant Managing Director, Karin Audit Company Limited

- Chief Finance Officer, McThai Company Limited

- Assistant Vice President, Central Food Retail Company Limited

(Tops Supermarket)

- Audit Manager, SGV-Na Thalang & Co., Ltd.

- Visiting Professor for Auditing, Assumption University



Definition and Profile of Independent Directors to Present as Proxy

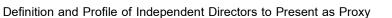
The Company determines the definition of "Independent Director" in accordance with specifications of the announcement of the Capital Market Supervisory Board as follows:

- 1. Holding shares not exceeding one percent of number of shares with total voting rights of the Company, parent company, subsidiary, affiliate, major shareholder, or controlling person of the Company, including the shares held by related persons of the independent director.
- 2. Neither being nor having been the director who participates in management, employee, officer, and consultant who receives a regular salary or controlling person of the Company, holding company, subsidiary in the same order, major shareholder, or a controlling person of the Company, parent company, subsidiary, affiliate, same-level subsidiary, major shareholder or controlling person of the Company, unless the foregoing status has ended not less than two years prior to the date of appointment. Such prohibitions shall not, however, include cases where the independent director previously served as a government officer or an advisor to a government agency which is a major shareholder or controlling person of the Company.
- 3. Not being the person who has the blood relationship or by legal registration in the nature of being father, mother, spouse, brothers and sisters, and child including spouse of the child; of other directors, executives, major shareholders, controlling persons, or persons to be nominated as directors, executives or controlling persons of the Company or its subsidiary.
- 4. Neither having nor having ever had a business relationship with the Company, its parent company, subsidiary, affiliate, major shareholder, or controlling person of the Company in the manner which may interfere with the use of his or her own independent discretion including and neither being nor having been the principal shareholder or controlling person of any person having business relationship with the Company, parent company, subsidiary, affiliate, major shareholder or a controlling person of the Company, unless the foregoing relationship has ended not less than two years prior to the date of appointment as an independent director.

The term 'business relationship' in the preceding paragraph shall include any normal business transaction,, rental or lease of immovable property, transaction relating to assets or services or grant or receipt of financial assistance through receiving or extending loans, guaranteeing, providing assets as collateral, any other similar actions, which result in the Company or its counterparty being subject to indebtedness payable to the other party in the amount of three percent or more of net tangible assets of the Company or twenty million Baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the calculation method for value of connected transactions under the Notification of the Capital Market Supervisory Board concerning rules on connected transactions mutatis



- mutandis. The consideration of such indebtedness shall include indebtedness incurred during the course of one year prior to the date on which the business relationship with the person commences.
- 5. Neither being nor having been an auditor of the Company, its parent company, subsidiary, affiliate, major shareholder, or controlling person of the Company; and not being a principal shareholder, controlling person or partner of the audit firm which employs the auditor of the Company, its parent company, subsidiary, affiliate, major shareholder, or controlling person of the Company, unless the foregoing relationship has ended not less than two years from the date of appointment as an independent director.
- 6. Neither being nor having been any professional service provider including service provision as legal consultant or financial advisor who receives an annual service fee exceeding two million Baht from the Company, its parent company, subsidiary, affiliate, major shareholder or controlling person of the Company; and not being the principal shareholder, controlling person or partner of such professional service provider, unless the foregoing relationship has ended not less than two years from the date of appointment as an independent director.
- 7. Not being a director who has been appointed as the representative of the Company's director, major shareholder, or shareholder who is related to the major shareholder.
- 8. Not undertaking any business which has the same nature and in competition with the business of the Company or subsidiary; or not being a principal partner in partnership; or not being an executive director, employee, staff and consultant who receives regular salary; or holding shares exceeding one percent of the total number of shares with voting right of other company which undertakes the business in the same nature and in competition with the business of the Company or its subsidiary.
- 9. Not having any other characteristics which limit his or her ability to express independent opinions regarding the Company's operation.







1. Mr. Poomchai Wacharapong

Independent Director / Member of the Audit Committee /

Member of the Risk Management Committee /

Member of the Nomination and Remuneration Committee

Age 66 Years Old

Address: NFC Public Company Limited

No. 88 SC Group Building, The Parkland Road,

Bangna Nuea, Bangna, Bangkok 10260

Conflict of Interest: None



2. Mrs. Aree Termwattanapakdee

Independent Director / Member of the Audit Committee /

Member of the Nomination and Remuneration Committee

Age 61 Years Old

Address: NFC Public Company Limited

No. 88 SC Group Building, The Parkland Road,

Bangna Nuea, Bangna, Bangkok 10260

Conflict of Interest: None

The Company's Articles of Association Concerning the Shareholders' Meeting

Chapter 4 - Shareholders' Meeting

32 The board of directors shall arrange a shareholders' meeting as an Annual General Meeting to be held within 4 months from the last day of the financial year of the Company.

Any other shareholders' meeting shall be called an Extraordinary General Meeting.

The board of directors may call such meeting at any time the board considers it expedient to do so. One or more shareholder(s) holding shares amounting to not less than 10% of the total number of shares sold may submit its(their) name(s) in a written notice requesting the board of directors to call an Extraordinary General Meeting at any time, but the purposes and reasons for calling such meeting shall be clearly stated in such notice. In this respect, the board of directors shall arrange a shareholders' meeting to be held within 45 days from the date of receipt of such notice from the said shareholder(s).

33 In calling a meeting of shareholders, the board of directors shall prepare a written notice calling the meeting that indicates the place, date, time, agenda of the meeting and the matters to be proposed to the meeting together with sufficient detail by indicating clearly whether it is the matter proposed for information, for approval or for consideration, as the case may be, including the opinions of the board of directors in the said matters, and shall be delivered to the shareholders and the Registrar for their information not less than seven days prior to the date of the meeting. The notice calling for the meeting shall also be published in a newspaper for three consecutive days not less than three days prior to the date of the meeting.

The place of the meeting under paragraph one shall be in the locality in which the head office of the company is located or in a branch office, unless otherwise stipulated by the board of directors.

- 34 In a shareholders' meeting, in order to constitute a quorum, there shall be shareholders or proxies (if any) attending the meeting of not less than 25 persons, or one-half of the total number of shareholders, holding not less than one-third of the total number of shares sold.
- 35 If within an hour from the time fixed for the shareholders' meeting, the quorum prescribed in article 34 is not constituted, the meeting, if called upon the request of the shareholders, shall be dissolved. If such meeting is called other than by the shareholders' request, another meeting shall be called and a notice of the meeting shall be sent to the shareholders at least seven days prior to the meeting date. At such meeting, no quorum shall be necessary.



36 The chairman of the board shall preside over the meetings of shareholders. In the case where the chairman of the board is not present at a meeting or is unable to perform his or her duty, if there is a vice- chairman, the vice-chairman shall preside over the meeting. If there is no vice-chairman or there is a vice- chairman, but such vice-chairman is unable to perform his or her duty, the shareholders present shall elect one among themselves to preside over the meeting.

The chairman of the meeting of shareholders shall have the duty to conduct the meeting in compliance with the articles of association of the company relating to meetings and to follow the sequence of the agenda stipulated in the notice calling for the meeting, unless the meeting pass a resolution allowing a change in the sequence of the agenda with a vote of not less than two-thirds of the number of the shareholders present at the meeting.

When the consideration of the matters under paragraph one is finished, the shareholders holding shares of not less than one-third of the total number of shares sold may request the meeting to consider matters other than those indicated in the notice calling for the meeting.

In the case where the meeting has not concluded the consideration of the matters according to the sequence of the agenda under paragraph one or the matters raised by shareholders under paragraph two, as the case may be, and it is necessary to postpone the consideration of the meeting, the meeting shall determine the place, date and time for the next meeting and the board of directors shall deliver the notice calling the meeting which indicates the place, date, time and agenda of the meeting to the shareholders not less than seven days prior to the date of the meeting, provided that the notice calling the meeting shall also be published in a newspaper for three consecutive days not less than three days prior to the date of the meeting.

- 37 Every shareholder shall be entitled to attend every shareholders' meeting.
- 38 The shareholder may appoint any other person who is sui juris as proxy to attend the meeting and vote on his or her behalf. Proxy shall submit the proxy form to chairman of the board or the person designated by the chairman of the board. The proxy form shall be as prescribed by the Registrar.
- 39 The shareholder who has a vested interest in any matter shall not be entitled to vote on such matter, except for voting on the election of directors.
- 40 In voting, one share is entitled to one vote. The resolutions of the shareholders' meeting shall be passed in the following manners:
- 1) in the ordinary event, a majority vote of shareholders who attend the meeting and are entitled to vote. In the case of a tie, the chairman of the meeting shall have a casting vote; and



- 2) in the following events, a vote of not less than three-quarters of the total number of votes of shareholders who attend the meeting and are entitled to vote:
- a. the sale or transfer of the whole or the substantial part of the company's business to any other person;
- b. the purchase or acceptance of any transfer of the business of other public companies or private companies;
- c. the entering into, alteration or termination of any agreement concerning the lease, in whole or in substantial part, of the company's business, the assignment to any person for the management of the company's business, or the merger with any other person for the purpose of profit and loss sharing;
- d. the amendment of the memorandum of association or the articles of association;
- e. the registered capital increase or decrease of the company;
- f. the issuance of bonds; and
- g. the merger and dissolution.
- 41 The Annual General Meeting is for considering the following matters:
- 1) Annual report of the company.
- 2) Consider and approve balance sheet and profit and loss account.
- 3) Consider profit allocation.
- 4) Consider the election of new directors in replacement of the retired.
- 5) Consider and appoint the auditor and the determination of audit fees.
- 6) Other matters.



Guidelines for the Appointment of Proxy for Meeting, Voting, and Vote Counting

1. Proxy Form

The Company has prepared 3 types of Proxy Forms to be applied for the meeting of shareholders:

- Form A is a general form that is simple and uncomplicated;
- Form B is an explicit form that sets out specific details of authorization; and
- Form C is a form to be used specifically by shareholders who are foreign investors and have appointed a custodian in Thailand to be their share depository.

In this regard, Shareholders can download Proxy Forms A, B, and C from the company's website https://www.nfc.co.th/invester

2. Proxy

Shareholders can appoint any person or an independent director of the Company as their proxy to attend the meeting and cast the votes on their behalf according to the following procedures

- 1) Shareholders may choose to use either Proxy Form A or Proxy Form B only, except for shareholders who are foreign investors and appoint a custodian in Thailand to be their share depository. In such a case, Proxy Form C shall be chosen.
- 2) Shareholders may appoint any person or an independent director as their proxy by specifying his/her name and details of the proxy.
- 3) A shareholder who appoints a proxy shall appoint only one proxy to attend and vote at the meeting and may not split his/her votes to multiple proxies to vote separately, except for shareholders who are foreign investors and appoint a custodian in Thailand to be their share depository and use Proxy Form C.
- 4) The shareholder will affix a THB 20 duty stamp on the Proxy Form, cross out, and date it in order for the form to be valid and legally binding according to the laws.
- 5) Appointment of proxy
 - (5.1) In case of appointing any person as the proxy to attend the e-Meeting, shareholders or proxies shall follow Items 1 2 and submit the e-Request in advance. The e-Request system is available 7 business days before the meeting date leading up to the adjournment of the meeting, for obtaining a Username and Password for further registration to join the meeting. Details are specified in the Guidelines, Method, and Procedure for Attending the Annual General Meeting of the Shareholders Meeting via Electronic Means (e-Meeting) (Enclosure 7)
 - (5.2) In case of appointing an independent director of the Company as the proxy to attend the e-Meeting Shareholders shall follow the Items 1. – 2. and submit the original Proxy Form with those required documents to the Company. No e-Request is required for this case.



6) For the appointment of a proxy, either per Item (5.1) or (5.2), it is required to submit the original copy of the Proxy Form and specified documents within 25 April 2024, at 5.00 p.m. to the Company at the following address

Company Secretary Department

NFC Public Company Limited

88 SC Group Building, The Parkland Road,

Bangna Nuea, Bangna, Bangkok 10260

(For the 2024 Annual General Meeting of Shareholders)

3. Documents Required for Attending Shareholders' Meeting via Electronic Means (E-AGM)

1) Individual

- (1.1) In the event that shareholders attend the e-Meeting on their behalf, shareholders shall submit a copy of a valid photographic identification document issued by the governmental authorities, e.g. identification card, driver's license, or passport, that has been signed to certify the true copy. In case of name or surname change, documentary evidence to such effect must also be presented
- (1.2) In the event that shareholders appoint a proxy to attend the e-Meeting, the following documents are required.
 - a) A Proxy Form A or Proxy Form B that has been accurately and filled in, signed by the grantor and the proxy
 - b) A copy of an identification document of the grantor issued by the government authorities as described in Item (1.1) above, which has been certified true and correct by the grantor
 - c) A copy of the identification document of the proxy issued by the governmental authorities, as described in Item (1.1) above, which has been certified true and correct by the proxy

2) Juristic person

- (2.1) In the event that shareholders who are juristic persons attend the e-Meeting by their authorized representative, the following documents are required.
 - a) A copy of a valid photographic identification document of the authorized representative issued by the governmental authorities, e.g., identification card, driver's license, or passport, that has been signed to certify a true copy. In case of name or surname change, documentary evidence to such effect must also be presented.
 - b) A copy of the affidavit of the shareholder, which must be issued no later than 6 months prior to the meeting date, showing the name of such authorized representative(s) as a person(s) having authority to act on the shareholder's behalf. Such copy must be certified true and correct by the authorized representative(s), together with affixing the company's seal (if any



- (2.2) In the event that shareholders who are juristic persons appoint a proxy to attend e-Meeting, the following documents are required.
 - a) A Proxy Form A or Proxy Form B that has been accurately and filled in, signed by the authorized representative(s) (director(s)) and the proxy.
 - b) A copy of the affidavit of the shareholder, which must be issued no later than 6 months prior to the meeting date, showing the name of such authorized representative(s) as a person(s) having authority to act on 49Attachment 8 the shareholder's behalf. Such copy must be certified true and correct by the authorized representative(s), together with affixing the company's seal (if any).
 - c) A copy of an identification document of the authorized representative(s) issued by the government authorities as described in Item (1.1) above, which has been certified true and correct by the authorized representative(s).
 - d) A copy of an identification document of the proxy issued by the governmental authorities, as described in Item (1.1) above, which has been certified true and correct by the proxy
- 3) Shareholders who are foreign investors and have appointed a custodian in Thailand to be their share depository
 - (3.1) Documents from the custodian
 - a) A Proxy Form C that has been accurately and filled in, signed by the custodian's authorized representative(s) as the grantor and the proxy(ies), and affixed with a THB 20 duty stamp, which must be crossed out and dated upon the appointment of the proxy.
 - b) A document confirming the license to engage in the custodian business.
 - c) A copy of the custodian's affidavit, which must be issued no later than 6 months prior to the meeting date, containing a statement showing that the person who signs the Proxy Form is empowered to act on behalf of the custodian, and which has been certified as true and correct copy by the custodian's authorized representative(s).
 - d) A copy of an identification document of the custodian's authorized representative(s), who signs the Proxy Form, issued by the government authorities as referred in Item (1.1), which has been certified as true and correct by such custodian's authorized representative(s).
 - e) An identification document of the proxy issued by the government authorities as specified in Item (1.1).
 - (3.2) Documents from shareholder
 - a) A power of attorney from the shareholder authorizing the custodian to sign the Proxy Form on his/her behalf.



- b) In the case of an individual shareholder
 - A copy of an identification document of the shareholder issued by the government authorities as specified in Item (1.1), which has been certified as true and correct by the custodian's authorized representative(s).
- c) In the case of a juristic person
 - A copy of the shareholder's affidavit, which must be issued no later than 6 months prior to the meeting date, containing a statement showing that the person who signs the power of attorney in Item (3.2) (a) is empowered to act on behalf of the juristic person, and which has been certified as true and correct by the custodian's authorized representative(s).
 - A copy of an identification of the authorized representative(s) of the shareholder, who signs the power of attorney, issued by the government authorities as specified in Item (1.1), which has been certified as true and correct by the custodian's authorized representative(s).

Should any document presented not be made in Thai or English, a Thai or English translation must be provided together with such document. The translation must be certified correct translation by the shareholder or the authorized representative(s) of the shareholder (as the case may be).

4. E-Request

Shareholders or the proxies who wish to attend the e-Meeting must submit an application through the e-Request system in advance in order to obtain a username and Password before e-registering to attend the meeting. The e-Request system shall be available for submission of the application and required documents on 17 April 2024, 7 business days prior to the meeting date, toward the adjournment of the meeting. After verification of the application and required documents, the approval will be considered, and shareholders will then receive an e-mail confirmation to inform the username and password for e-registration as well as the link to attend the e-Meeting. The e-Register system will be available for shareholders to register their attendance to the 2024 Annual General Meeting of Shareholders on 29 April 2024, at 11:00 a.m., or early 2 hours prior to the meeting. For more details, please see Attachment 9 regarding the guidelines, method and procedure for attending the annual general meeting of shareholders via electronic means (e-Meeting).

5. E-Vote Casting

(5.1) One share shall have one vote. Shareholders or proxies attending the meeting can cast their votes in one of the following manners, i.e., approve, disapprove, abstain, or no action. No shareholders can split their votes (except for the vote casting from the custodian).



(5.2) Vote casting by the proxy

- a) In the event that the grantor has specified the voting instruction in the Proxy Form, the Company will record such votes, together with the registration to attend the meeting of the proxy.
- b) In the event that the grantor has not specified the voting instruction for any agenda in the Proxy Form, or the voting instruction is unclear, or the meeting considers additional agenda aside from the agenda stipulated in the Proxy Form as well as any changing and adding of the fact thereon, the proxy is able to consider and cast his/her vote as deemed appropriate.
- (5.3) For the agenda of the election of directors to replace those who retire by rotation, shareholders shall cast their entire votes to elect each candidate on an individual basis.

6. Vote counting and announcement

- (6.1) Chairperson of the meeting or any person designated by the Chairperson will inform vote casting procedure before the commencement of the meeting.
- (6.2) Chairperson will announce the vote casting period for each agenda and allow shareholders or proxies to cast their vote via the e-Voting system. Any change to the vote can be exercised until the vote casting period ends.
- (6.3) Upon the end of the defined vote casting period, all votes will be counted immediately according to the counting criteria of each agenda. The announcement of the voting result will be done at the end of such agenda. (6.4) By means of the e-Voting system, there shall be no voting card. Therefore, the voided ballot is not applicable.

A number of shareholders attending the meeting is subject to change at different points of time due to additional attendees registering or exit during the e-Meeting. In addition, the Company will engage a legal advisor and/or a representative(s) to witness and verify the vote counting.

Resolutions of the shareholders' meeting require the following votes:

- 1. In ordinary cases, a resolution of the meeting requires a simple majority vote of the shareholders attending the meeting and casting their votes.
- 2. In other cases, as specified otherwise by-laws or the Company's Articles of Association, a resolution of the meeting shall be in accordance with the laws or the Company's Articles of Association. The Company has remarked the required resolution for each agenda item in the Invitation.
- 3. In the case of a tie, the Chairperson of the meeting shall have an additional vote as the deciding vote.
- 4. A shareholder or a proxy who has any special interests in any matter shall not be entitled to vote on such matters



Guidelines, Method and Procedure for Attending the Annual General Meeting of the Shareholders Meeting via Electronic Means (e-Meeting)

To convene the annual general meeting of shareholders via electronic means (e-Meeting) smoothly and in accordance with the defined laws and regulations, the Company has engaged QUIDLAB Company Limited for their service rendered on the system for the e-Meeting. Therefore, shareholders and proxies wishing to attend the meeting via electronic meeting must submit documents proving their identity as specified to the Company within 25 April 2024 the Company shall verify the list of shareholders according to the closing information of the shareholders' register book who have the right to attend the meeting wholly and correctly. After that, the electronic conferencing service provider will send a Link to attend the meeting and the user manual to the Email you have sent to inform the Company. The Link will be sent two days in advance of the meeting date.

Requesting to attend the meeting via electronic media

Shareholders wishing to attend the meeting via electronic media must notify their intention to attend the meeting in two ways as follows:

- 1. Submit your request to attend the meeting by sending information via email or postal mail.
- 2. Submit your request to attend the meeting by sending information via the link or QR Code

If shareholders wish to notify their intention to attend the meeting via electronic media (E-AGM) by sending information via email or postal:

- 1) Please fill in the document requesting to attend the meeting via electronic media (E-AGM) (Enclosure 8) by specifying your Email and your mobile phone number clearly for registering for the meeting.
- 2) Attach a copy of proof of identity to confirm the right to attend the E-AGM meeting. Guidelines for Appointment of Proxy and Documents Required for Attending the Shareholders' Meeting via Electronic Means (e-Meeting) (Enclosure 7)
- 3) Submit the documents requesting to attend the meeting via electronic media (item 1) and proof of identity together with supporting documents (item 2) by sending to the Company within 25 April 2024 via postal mail secretaryoffice@nfc.co.th or kindly address to

Company Secretary Department

NFC Public Company Limited

88 SC Group Building 3rd Floor, The Parkland Road,

Bangna Nuea, Bangna, Bangkok 10260

(For the 2024 Annual General Meeting of Shareholders)



If a shareholder wishes to submit a request to attend the meeting via electronic media (E-AGM) via the website or QR Code

1. Request to attend the meeting via Web Browser: Chrome by going to

Scan OR Code	Go to Link
	URL- https://nfc.foqus.vc/registration/

The system will be available to access from 22-29 April 2024.

- 2. After logging into the system, the shareholders or proxies must prepare the following information (which should be in line with the shareholders information determined as at the Record Date from the Thailand Securities Depository Co., Ltd.) to fill in through the system:
 - Securities holder registration number
 - Identification Card Number/Passport Number/ Registration Number for juristic person
 - E-Mail address for receiving the Web Link, Username and Password for attending the Meeting
 - Mobile Phone Number
 - Additional documents as follows:
 - Attending in person (Enclosure 6) and original documents to send by post.
 - Proxy to any person who is not the Company's Independent Director / Juristic person (Enclosure 4 and 6) and original documents to send by post.
- 3. When the Company receives the documents according to item 2 from shareholders or proxies. The Company will check the documents to confirm the right to attend the meeting. After that shareholders or proxies will receive an email with the following details.
 - · Username and Password
 - Web Link for attending E-AGM system
 - User manual
- 4. In case the request is rejected, the Shareholders will receive an e-mail to notify on the details and reason for rejection, then the Shareholder can resubmit through the system.



- Please keep your username and password confidential. Do not disclose it to others and in case your username and password are lost or not received by 26 April 2024, please contact the Company immediately.
- 6. Please study the manual on how to use the E-AGM meeting system that the Company has sent to you by e-mail carefully. The system will allow you to register for the meeting 1 hours before the start of the meeting.
- 7. For the voting method during the E-AGM meeting, you can vote on each agenda by voting "Agree" or "Disagree" or "Abstain". In case you do not vote for any agenda, your vote will be counted as "Agree" automatically.
- 8. In case you encounter technical problems while using the E-AGM meeting system before the meeting or during the meeting, please contact Quidlab, the E-AGM conference system provider of the Company. The channel to contact Quidlab can be found in the email that has sent username and password to you.



Registration Form for attending the E-AGM

Written		
DateYear		
We		NationalityAddress NoAddress No
RoadSub-District		District
ProvincePostal	Code	Cell Phone
Shareholder registration number		as a shareholder of
Holding a total number of		share
•		I cast the votes in the Annual General Meeting of Shareholders ch will be held through Electronic Media (E-AGM), by;
☐ Attending the E-AGM by myself, please	e send me	e a username and password, together with the Weblink for
attending the E-AGM, to my email at		
☐ Appointing		
Mr./Ms		
as a proxy to attend the E-AGM. Please set	nd a Useı	rname and Password, together with Weblink for attending the E
AGM to his/her email at		
	Sign	Shareholder
		()
	Sign	Proxy
		()



Note:

Shareholders can send this "Registration form for attending the E-AGM" which has been completely filled out, along with an identification document for inspection at the E-AGM attending right, to the Company <u>by 25 April 2024</u> via the following channels:

- Email: secretaryoffice@nfc.co.th or
- Post:

Company Secretary Office,

NFC Public Company Limited

At 88 SC Group Building, The Parkland Road, Bangna Nuea, Bangna, Bangkok 10260



To Shareholders,

NFC Public Company Limited has prepared the annual report for the year 2023 in QR code format to promote awareness of reducing global warming, in compliance with the announcement of the Department of Business Development. The company has distributed it to shareholders along with the invitation letter to this meeting.

fill this form and send it back to us via email: secretaryoffice@nfc.co.th, then, the Company will deliver to

However, shareholders, who would like to receive the 2023 Annual Report (Thai version), are requested to

Soi......Road....

Sub-District District

Province.....Zip Code

Telephone.....Fax no.....Fax no....

(ปิดอากรแสตมป์ 20 บาท)

หนังสือมอบฉันทะ แบบ ก.

Stamp Duty THB 20

Proxy Form A

	าขทะเบียนผู้ถือหุ้น					เขียนที่ Written a			
S	hareholder registration No).				วันที่ <u> </u>	_เดือน Month		_พ.ศ Year
(1)	ข้าพเจ้า								
	I/We							สัญชาติ	
	อยู่บ้านเลขที่							Nationality	,
	Address								
(2)	เป็นผู้ถือหุ้นของ	บริษัท เอ็นเอฟซี จำกัด (มหา	ชน)						
	As a shareholder of	NFC Public Company Limited	ł						
	โดยถือหุ้นจำนวนทั้งสิ้นรวม	N	หุ้น	และออกเล็	สียงลงค	ะแนนได้เท	ากับ		เสียง ดังนี้
	Holding a total amount of	of	share	es and havir	ng total	voting rig	ht of		votes as follow
	🗌 หุ้นสามัญ		หุ้น	และออกเล็	สียงลงค	ะแนนได้เท	ากับ		เสียง
	Ordinary share		share	es and havir	ng total	voting rig	ht of		votes
	🗌 หุ้นบุริมสิทธิ		_หุ้น	และออกเล็	สียงลงค	ะแนนได้เท	ากับ		เสียง
	Preferred share		share	es and havir	ng total	voting rig	ht of		votes
(3)	ขอมอบฉันทะให้ (กรุณา Hereby appoint (Pleas	e choose on Option 6)			อายุ		ปี อยู่เลขา์	777	
	อกข้อ 1. ให้ทำเครื่องหมาย 🗹 ยละเอียดของผู้รับมอบฉันทะ	I และ — Name			age		ears, residin		
,	osing No. 1 please mark	and ถนน		ทำบล/แขวง _				อ/เขต	<u>.</u>
provid	e details of the proxies.	Road	-	Tambol/Khw	aeng		Amp	hur/Khet	
		จังหวัด			รหัสไ	ปรษณีย์_			หรือ
		Province			Pos	tal Code			or
		ชื่อ			_อายุ _		ปี อยู่เลขา	<u></u>	1
		Name			age	y	ears, residin	ıg at	
		ถนน	G	ทำบล/แขวง <u> </u>			อำเภ	อ/เขต	<u>.</u>
		Road	-	Tambol/Khw	aeng		Amp	hur/Khet	
		จังหวัด			รหัสใ	ปรษณีย์_			หรือ
		Province			Pos	tal Code			

กรณีเลือกข้อ 2. ให้ทำเครื่องหมาย 🗹 และ เลือกกรรมการอิสระคนใดคนหนึ่ง	2. กรรมการอิสระของบริษัทฯ ดังต่อไปนี้ The independent directors the Company as follow:
If choosing No. / please mark ☑ and select one of the independent directors.	นายภูมิชาย วัชรพงศ์ หรือ Mr.Poomchai Wacharapong
૧ તેવ વ લ છ	นางอารีย์ เติมวัฒนาภักดี Mrs.Aree Termwattanapakdee

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ของบริษัทฯ ในวันที่ 29 เมษายน 2567 เวลา 14.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย Anyone of them to be my/our proxy to attend and vote on my/our behalf at the Shareholders' Annual General Meeting 2024 to be held on 29 April 2024, at 14.00 hours, via electronic mean (e-Meeting) or at any adjournment thereof to any other day, time and venue.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ Any acts performed by the proxy in this meeting shall be deemed as having been performed by myself/ourselves in all respects.

** สำคัญ / Important** โปรดแนบสาเนาบัตรประชาชนพร้อมลงลายมือชื่อ รับรองสำเนาต้องถูกของผู้มอบอำนาจและผู้รับมอบอำนาจ Please attach the copy of ID card duly certified by shareholder and proxy



ลงนาม/Signed			ผู้มอบฉันทะ/Grantor
	()	
ลงนาม/Signed			ผู้รับมอบฉันทะ/Proxy
	()	
ลงนาม/Signed			ผู้รับมอบฉันทะ/Proxy
	()	
ลงนาม/Signed			ผู้รับมอบฉันทะ/Proxy
	()	

หมายเหตุ / Remarks

- 1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะ หลายคนเพื่อแยกการลงคะแนนเสียงได้
 - The voting right has to be assigned to only one Proxy, therefore, this voting right cannot be divided and separately assigned to more than one Proxy.
- 2. หนังสือมอบฉันทะต้องติดอากรแสตมป์ 20 บาท
 - The proxy form must be affixed with 20 Baht of duty stamp.

(ปิดอากรแสตมป์ 20 บาท)

หนังสือมอบฉันทะ แบบ ข.

Stamp Duty THB 20

Proxy Form B

	าขทะเบียนผู้ถือหุ้น			เขียนที่ _ Written a		
S	hareholder registration No).		วันที่ <u> </u>	เดือน Month	พ.ศ Year
(1)	ข้าพเจ้า					
	I/We					สัญชาติ
	อยู่บ้านเลขที่					Nationality
	Address					
(2)	เป็นผู้ถือหุ้นของ	บริษัท เอ็นเอฟซี จำกัด (ม	เหาชน)			
	As a shareholder of	NFC Public Company Lim	nited			
	โดยถือหุ้นจำนวนทั้งสิ้นรวม	Ц	หุ้น และออกเสียงลงเ	คะแนนได้เร	ท่ากับ	เสียง ดังนี้
	Holding a total amount o	shares and having tota	l voting riç	ght of	votes as follow	
	🗌 หุ้นสามัญ		หุ้น และออกเสียงลงเ	คะแนนได้เ	ท่ากับ	ูเสียง
	Ordinary share		shares and having tota	l voting riç	ght of	votes
	🗆 หุ้นบุริมสิทธิ		หุ้น และออกเสียงลงเ	เสียง		
	Preferred share		shares and having tota	l voting riç	ght of	votes
(3)	ขอมอบฉันทะให้ (กรุณา Hereby appoint (Pleas					
	อกข้อ 1. ให้ทำเครื่องหมาย 🗹	ไและ 1. ชื่อ			_ปี อยู่เลขที่	
	ยละเอียดของผู้รับมอบฉันทะ	Name	age	У	rears, residin	g at
	osing No. 1 please mark 🗹 are details of the proxies.	and ถนน	ตำบล/แขวง		อำเภอ)/រោគ <u> </u>
•		Road	Tambol/Khwaeng			hur/Khet
				ไปรษณีย์_		หรือ
		Province	Po	stal Code		or
		ชื่อ			_ปี อยู่เลขที่	
		Name	age	У	ears, residing	g at
		ถนน	ตำบล/แขวง		อำเภอ	ា/ រេ ២
		Road	Tambol/Khwaeng		Amp	hur/Khet
		จังหวัด	รหัส	ไปรษณีย์_		หรือ
		Province	Po			

กรณีเลือกข้อ 2. ให้เ	ทำเครื่องหมาย 🗹 และ 📗 2. กรรมการอิสระของบริษัทฯ ดังต่อไปนี้					
เลือกกรรมการอิสระ	าคนใดคนหนึ่ง The independent directors the Company as follow:					
If choosing No. / p	olease mark 🗹 and นายภูมิชาย วัชรพงศ์ หรือ					
select one of the in	ndependent directors. Mr.Poomchai Wacharapong					
	นางอารีย์ เติมวัฒนาภักดี Mrs.Aree Termwattanapakdee					
คบใดคบหนึ่งเ	พียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567					
ของบริษัทฯ ใน Anyone of the	วันที่ 29 เมษายน 2567 เวลา 14.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือจะพึ่งเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย em to be my/our proxy to attend and vote on my/our behalf at the Shareholders' Annual General Meeting 2024 to be held 124, at 14.00 hours, via electronic mean (e-Meeting) or at any adjournment thereof to any other day, time and venue.					
(4) ข้าพเจ้าขย	มอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้					
I/we hereby a	uthorize the proxy to attend and vote on my/our behalf at this meeting as follows:					
วาระที่ 1	พิจารณารับทราบผลการดำเนินงานของบริษัท ประจำปี 2566					
Agenda 1	To acknowledge the operational result of the Company for the year 2023.					
	(ระเบียบวาระนี้ เป็นเรื่องเพื่อทราบ จึงไม่ต้องลงคะแนนเสียง)					
	(This agenda is for acknowledgement, voting is not required)					
วาระที่ 2	พิจารณาอนุมัติงบการเงินของบริษัท สำหรับรอบปีบัญชีสิ้นสุด ณ วันที่ 31 ธันวาคม 2566					
Agenda 2	To consider and approve the financial statements for the year ended 31st December 2023					
	 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects. (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ (b) To grant my/our proxy to vote at my/our desire as follows: เห็นด้วย Approve ไม่เห็นด้วย Disapprove งดออกเสียง Abstain 					
วาระที่ 3	พิจารณาอนุมัติการจัดสรรกำไรสุทธิประจำปี 2566 เป็นทุนสำรองตามกฎหมายและ งดจ่ายเงินปันผล					
	สำหรับผลการดำเนินงานของบริษัทฯ ประจำปี 2566					
Agenda 3	To consider and approve the appropriation of the net profit for the year 2023 as legal reserve, and the omission of					
	dividend for the operation result of the Company for the year 2023					
	 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects. (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ (b) To grant my/our proxy to vote at my/our desire as follows: เห็นด้วย Approve ไม่เห็นด้วย Disapprove งดออกเสียง Abstain 					
วาระที่ 4	พิจารณาอนุมัติเลือกตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ					
Agenda 4	To consider and approve the appointment of directors replacing those retire by rotation					
วาระที่ 4.1	อนุมัติการเลือกตั้ง ดร.คุรุจิต นาครทรรรพ กลับเข้ามาดำรงตำแหน่ง กรรมการอิสระ และ ประธานคณะกรรมการ ตรวจสอบของบริษัทฯ อีกวาระหนึ่ง					
Agenda 4.1	To reappoint Dr. Kurujit Nakornthap as Chairman of the Audit Committee and Independent director of the Company for another term					
	 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects. (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ 					
	(b) To grant my/our proxy to vote at my/our desire as follows: น เห็นด้วย Approve น ไม่เห็นด้วย Disapprove น งดออกเสียง Abstain					

	ระที่ 4.2 jenda 4.2	และประธานสรรหาและกำหนดค่าต _ั	บนทน ของบริษัทฯ อีกวาระหนึ่ง ul as an Chairman of the Risk Ma	การอิสระ ประธานกรรมการบริหารความเสี่ยง nagement Committee, Chairman of Nomination any for another term
		 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณ (a) To grant my/our proxy to cor (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะ (b) To grant my/our proxy to vot เห็นด้วย Approve 	nsider and vote on my/our behalf : ะแนนตามความประสงค์ของข้าพเจ้า	as appropriate in all respects.
	ะ ที่ 5 nda 5	พิจารณาอนุมัติกำหนดค่าตอบแทนก To consider and approve the remune		24
		 □ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณ To grant my/our proxy to consider ar □ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะ (b) To grant my/our proxy to vot □ เห็นด้วย Approve 	id vote on my/our behalf as appro ะแนนตามความประสงค์ของข้าพเจ้า	priate in all respects.
วาร	ะที่ 6	พิจารณาอนุมัติแต่งตั้งผู้สอบบัญชีแล	ะกำหนดค่าตอบแทนผู้สอบบัญชี	ประจำปี 2567
	nda 6	To consider and approve the appoin		
		 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณ To grant my/our proxy to consider ar (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะ (b) To grant my/our proxy to vot เห็นด้วย Approve 	id vote on my/our behalf as appro ะแนนตามความประสงค์ของข้าพเจ้า	priate in all respects.
วาร	ะที่ 7	พิจารณาเรื่องอื่นๆ (ถ้ามี)		
Age	nda 7	To consider any matters (if any)		
		 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจาร To grant my/our proxy to consider a (ข) ให้ผู้รับมอบฉันทะออกเสียงลง (b) To grant my/our proxy to vo เห็นด้วย Approve 	and vote on my/our behalf as app คะแนนตามความประสงค์ของข้าพเจ๋	ropriate in all respects.
(5)	เป็นการลง Voting of	งคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น	accordance with my/our instructi	ันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่ ion stated herein will be regarded as incorrect voting
(6)	ลงมติในเรื		วมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงเ	บุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณา หรือ หรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิ
	or approv			s ambiguous, or in cases this meeting has to consider any change of any fact, the Proxy shall be entitled to

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ Any acts performed by the proxy in this meeting shall be deemed as having been performed by myself/ourselves in all respects.

** สำคัญ / Important** โปรดแนบสาเนาบัตรประชาชนพร้อมลงลายมือชื่อ รับรองสำเนาต้องถูกของผู้มอบอำนาจและผู้รับมอบอำนาจ Please attach the copy of ID card duly certified by shareholder and proxy



ลงนาม/Signed			ผู้มอบฉันทะ/Grantor
	()	
ลงนาม/Signed			ผู้รับมอบฉันทะ/Proxy
	()	
ลงนาม/Signed			ผู้รับมอบฉันทะ/Proxy
	()	
ลงนาม/Signed			ผู้รับมอบฉันทะ/Proxy
	()	

หมายเหตุ / Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องให้ผู้มอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบ ฉันทะ หลายคนเพื่อแยกการลงคะแนนเสียงได้

The Shareholder who appoints a proxy shall appoint only one proxy to attend and vote at the meeting and shall not split the number of shares to several proxies for splitting vote.

- 3. วาระเลือกตั้งกรรมการ เลือกตั้งกรรมการเป็นรายบุคคล
 - In the agenda regarding election of directors, the entire individual nominated directors, can be elected
- 4. ในกรณีที่มีวาระพิจารณาในการประชุมมากกว่าที่ระบุไว้ข้างต้นผู้รับมอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะ ตามแนบ
 - In case there are others in addition to the agenda specified above, the grantor may utilize the supplemental proxy Form as attached as deemed appropriate
- 5. หนังสือมอบฉันทะต้องติดอากรแสตมป์ 20 บาท

The proxy form must be affixed with 20 Baht of duty stamp.

ใบประจำต่อแบบพิมพ์หนังสือมอบฉันทะแบบ ข. Attachment to the Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ**บริษัท เอ็นเอฟซี จำกัด (มหาชน)** ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ของบริษัทฯ ในวันที่ 29 เมษายน 2567 เวลา 14.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E- meeting) เพียงรูปแบบเดียวเท่านั้นหรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The appointment of proxy by a shareholder of **NFC Public Company Limited**, for the Shareholders' Annual General Meeting 2024 to be held on 29 April 2024, at 14.00 hours via electronic mean (e-Meeting) only or at any adjournment thereof to any other day, time and venue.

🔲 วาระที่		เรื่อง					
Agenda			ฉันทะมีสิทธิพิจารณาและล y/our proxy to consider :				
			์ วันทะออกเสี่ยงลงคะแนนต				·
	(b)	_	y/our proxy to vote at m	_			a
			ห็นด้วย	Ц	ไม่เห็นด้วย		งดออกเสียง
		A	pprove		Disapprove		Abstain
🔲 วาระที่		เรื่อง					
Agenda		Subject					
		_	วันทะมีสิทธิพิจารณาและล		•		
			y/our proxy to consider				e in all respects.
		-	วันทะออกเสียงลงคะแนนต y/our proxy to vote at m			J	
	(D)	_	ห็นด้วย	y/our a	ไม่เห็นด้วย		งดออกเสียง
		А	pprove		Disapprove		Abstain
		ai					
		เรื่อง					
Agenda		Subject	ฉันทะมีสิทธิพิจารณาและล		unionu do la descomo	ط ه	000
			y/our proxy to consider :				
			วันทะออกเสียงลงคะแนนต				о ит англоороског
		-	y/our proxy to vote at m			_	
			ห็นด้วย	Ц	ไม่เห็นด้วย	Ц	งดออกเสียง
		А	pprove		Disapprove		Abstain
🔲 วาระที่		เรื่อง เลือก	ตั้งกรรมการ (ต่อ)				
Agenda			ction of directors (continue	e).			
		ชื ่อกรรมกา	ទ (Director's Name):				
			นด้วย Approve		ไม่เห็นด้วย Disapprove		งดออกเสียง Abstain
			ទ (Director's Name):		h		
		📙 เห็	็นด้วย Approve	Ц	ไม่เห็นด้วย Disapprove		งดออกเสียง Abstain
		ชื่อกรรมกา	ร (Director's Name):				
		🗖 เห็	นด้วย Approve		ไม่เห็นด้วย Disapprove		งดออกเสียง Abstain
		ชื่อกรรมกา	ร (Director's Name):				
		🔲 เห็	นด้วย Approve		ไม่เห็นด้วย Disapprove		งดออกเสียง Abstain

(ปิดอากรแสตมป์ 20 บาท)

Stamp Duty THB 20

Proxy Form C

หนังสือมอบฉันทะ แบบ ค.

(แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)

(for foreign investors who appoint custodian in Thailand)

	าขทะเบียนผู้ถือหุ้น hareholder registration No.			เขียนที่ Written at			
J	narenoider registration ivo.				ดือน_	พ.ศ Year	
					Month	rear	
(1)	ข้าพเจ้า						
	I/We				9		
	อยู่บ้านเลขที่				National	lity	
	Address						
(2)	เป็นผู้ถือหุ้นของ	บริษัท เอ็นเอฟซี จำกัด (์มหาชน)				
	As a shareholder of	NFC Public Company Li	mited				
	โดยถือหุ้นจำนวนทั้งสิ้นรวม		หุ้น และออกเสียงลงค	าะแนนได้เท่าก็	ับ	เสียง ดังนี้	
	Holding a total amount of		shares and having tota	I voting right	of	votes as follows:	
	่ นุ้นสามัญ		หุ้น และออกเสียงลงค	าะแนนได้เท่าก็	ับ	เสียง	
	Ordinary share		shares and having tota	shares and having total voting right of			
	🗌 หุ้นบุริมสิทธิ		หุ้น และออกเสียงลงค	าะแนนได้เท่าก	ับ	เสียง	
	Preferred share		shares and having tota	I voting right	of	votes	
(3)	ขอมอบฉันทะให้ (กรุณาเ Hereby appoint (Please อกข้อ 1. ให้ทำเครื่องหมาย 🗹	choose on Option 6)	ବୀଥ୍ _	ปี	อยู่เลขที่		
	ยละเอียดของผู้รับมอบฉันทะ	Name	age		s, residing at		
fchoo	osing No. 1 please mark 🗹 a	nd ถนน	ตำบล/แขวง		อำเภอ/เขต	<u>.</u>	
rovid	e details of the proxies.	Road	Tambol/Khwaeng		Amphur/Khet		
		จังหวัด	รหัส	ไปรษณีย์		หรือ	
		Province	Po	stal Code		or	
		ขื่อ		<u>_</u> 1	อยู่เลขที่		
		Name	age	year	s, residing at		
		ถนน	ตำบล/แขวง		อำเภอ/เขต	<u>.</u>	
		Road	Tambol/Khwaeng		Amphur/Khet		
		จังหวัด	รหัส	ไปรษณีย์		หรือ	
		Province	Po	stal Code			

	ทำเครื่องหมาย 🗹 และ 🔲 2. กรรมการอิสระของบริษัทฯ ดังต่อไปนี้
เลือกกรรมการอิสระ	
	lease mark ☑ and
	นางอารีย์ เติมวัฒนาภักดี Mrs.Aree Termwattanapakdee
ของบริษัทฯ ในร์ Anyone of the	พียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 วันที่ 29 เมษายน 2567 เวลา 14.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือจะพึ่งเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย em to be my/our proxy to attend and vote on my/our behalf at the Shareholders' Annual General Meeting 2024 to be held 124, at 14.00 hours, via electronic mean (e-Meeting) or at any adjournment thereof to any other day, time and venue.
(4) ข้าพเจ้าขอ	มอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
I/we hereby a	uthorize the proxy to attend and vote on my/our behalf at this meeting as follows:
วาระที่ 1	พิจารณารับทราบผลการดำเนินงานของบริษัท ประจำปี 2566
Agenda 1	To acknowledge the operational result of the Company for the year 2023.
	(ระเบียบวาระนี้ เป็นเรื่องเพื่อทราบ จึงไม่ต้องลงคะแนนเสียง ⁾
	(This agenda is for acknowledgement, voting is not required)
วาระที่ 2	พิจารณาอนุมัติงบการเงินของบริษัท สำหรับรอบปีบัญชีสิ้นสุด ณ วันที่ 31 ธันวาคม 2566
Agenda 2	To consider and approve the financial statements for the year ended 31st December 2023
	 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects. (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ (b) To grant my/our proxy to vote at my/our desire as follows: เห็นด้วย Approve ไม่เห็นด้วย Disapprove งดออกเสียง Abstain
วาระที่ 3	พิจารณาอนุมัติการจัดสรรกำไรสุทธิประจำปี 2566 เป็นทุนสำรองตามกฎหมายและ งดจ่ายเงินปันผล
	สำหรับผลการดำเนินงานของบริษัทฯ ประจำปี 2566
Agenda 3	To consider and approve the appropriation of the net profit for the year 2023 as legal reserve, and the omission of
	dividend for the operation result of the Company for the year 2023
	 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects. (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ (b) To grant my/our proxy to vote at my/our desire as follows: เห็นด้วย Approve ไม่เห็นด้วย Disapprove งดออกเสียง Abstain
วาระที่ 4	พิจารณาอนุมัติเลือกตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ
Agenda 4	To consider and approve the appointment of directors replacing those retire by rotation
วาระที่ 4.1	อนุมัติการเลือกตั้ง ดร.คุรุจิต นาครทรรรพ กลับเข้ามาดำรงตำแหน่ง กรรมการอิสระ และ ประธานคณะกรรมการ ตรวจสอบของบริษัทฯ อีกวาระหนึ่ง
Agenda 4.1	To reappoint Dr. Kurujit Nakornthap as Chairman of the Audit Committee and Independent director of the Company for another term
	(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
	🔲 (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
	(b) To grant my/our proxy to vote at my/our desire as follows:นห็นด้วย Approveนห็นด้วย Approveนหนด้วย Approve

<u>วาระที่ 4</u> Agenda 4	และประธานสรรหาและกำหนดค่าต [้] อบแทน ของบริษัทฯ อีกวาระหนึ่ง
	 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects. (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ (b) To grant my/our proxy to vote at my/our desire as follows: เห็นด้วย Approve ไม่เห็นด้วย Disapprove งดออกเสียง Abstain
วาระที่ 5	พิจารณาอนุมัติกำหนดค่าตอบแทนกรรมการ ประจำปี 2567
Agenda 5	To consider and approve the remuneration of directors for the Year 2024
	 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects. (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ (b) To grant my/our proxy to vote at my/our desire as follows: เห็นด้วย Approve ไม่เห็นด้วย Disapprove งดออกเสียง Abstain
วาระที่ 6	พิจารณาอนุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนผู้สอบบัญชีประจำปี 2567
Agenda 6	To consider and approve the appointment and remuneration of auditor for the year 2024
	 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects. (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ (b) To grant my/our proxy to vote at my/our desire as follows: เห็นด้วย Approve ไม่เห็นด้วย Disapprove งดออกเสียง Abstain
วาระที่ 7	พิจารณาเรื่องอื่น ๆ (ถ้ามี)
Agenda 7	To consider any matters (if any)
	 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects. (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ (b) To grant my/our proxy to vote at my/our desire as follows: เห็นด้วย Approve ไม่เห็นด้วย Disapprove งดออกเสียง Abstain
เป็นก′ Votino	เคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่ กรลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น g of the Proxy on any agenda that is not in accordance with my/our instruction stated herein will be regarded as incorrect voting vill not be regarded as a vote of shareholder.
ลงมติ	นีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณา หรือ ในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิ ณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
or ap	se I/We have not stated my/our instruction of how to vote, or such instruction is ambiguous, or in cases this meeting has to consider prove any other matter other than the items stated herein, as well as there is any change of any fact, the Proxy shall be entitled to vote at his/her own discretion.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ Any acts performed by the proxy in this meeting shall be deemed as having been performed by myself/ourselves in all respects.

** สำคัญ / Important** โปรดแนบสาเนาบัตรประชาชนพร้อมลงลายมือชื่อ รับรองสำเนาต้องถูกของผู้มอบอำนาจและผู้รับมอบอำนาจ Please attach the copy of ID card duly certified by shareholder and proxy



ลงนาม/Signed			ผู้มอบฉันทะ/Grantor
	()	
ลงนาม/Signed			ผู้รับมอบฉันทะ/Proxy
	()	
ลงนาม/Signed			ผู้รับมอบฉันทะ/Proxy
	()	
ลงนาม/Signed			ผู้รับมอบฉันทะ/Proxy
	()	

หมายเหตุ / Remarks

1. หนังสือมอบฉันทะแบบค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศ ไทยเป็นผู้รับฝากและดูแลให้เท่านั้น

The Proxy Form C is only for the shareholder who is specified in the register as a foreign investor and has appointed a custodian in Thailand to be the share depository.

- 2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
 - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
 - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะได้รับอนุญาตประกอบธุรกิจ คัสโตเดียน (Custodian)

Documents required to be submitted with this proxy form are:

- (1) A power of attorney from the shareholder empowering the custodian to sign this proxy form on his/her behalf
- (2) A document confirming that person who signs the proxy form is licensed to operate the custodian business
- 3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าร่วมประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The voting right has to be assigned to only one Proxy, therefore, this voting right cannot be divided and separately assigned to more than one Proxy.

4. วาระเลือกตั้งกรรมการ เลือกตั้งกรรมการเป็นรายบคคล

In the agenda regarding election of directors, the entire individual nominated directors, can be elected

- 5. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะตามแนบ In the case where there are agenda other than those specified above, additional details may be specified in the Attachment to this Proxy Form C
- 6. หนังสือมอบฉันทะต้องติดอากรแสตมป์ 20 บาท

The proxy form must be affixed with 20 Baht of duty stamp.

ใบประจำต่อแบบพิมพ์หนังสือมอบฉันทะแบบ ค. Attachment to the Proxy Form C

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ**บริษัท เอ็นเอฟซี จำกัด (มหาชน)** ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ของบริษัทฯ ในวันที่ 29 เมษายน 2567 เวลา 14.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E- meeting) เพียงรูปแบบเดียวเท่านั้นหรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The appointment of proxy by a shareholder of NFC Public Company Limited, for the Shareholders' Annual General Meeting 2024 to be held on 29 April 2024, at 14.00 hours via electronic mean (e-Meeting) only or at any adjournment thereof to any other day, time and venue.

🔲 วาระที่		เรื่อง								
Agenda		Subject ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและ								
		a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects. ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้								
) To grant my/our proxy to vote at n								
		🔲 เห็นด้วย		ไม่เห็นด้วย 		งดออกเสียง				
		Approve		Disapprove		Abstain				
🔲 วาระที่		เรื่อง								
Agenda		Subject								
) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและ								
) To grant my/our proxy to consider			oropriate	e in all respects.				
) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนน) To grant my/our proxy to vote at n								
	(10)	า ro grant myroar proxy to vote at n เห็นด้วย		ไม่เห็นด้วย		งดออกเสียง				
		Approve		Disapprove		Abstain				
🛘 วาระที่		เรื่อง								
Agenda		Subject								
9	☐ (n)	อแมะเ ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร								
		To grant my/our proxy to consider			oropriate	e in all respects.				
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	(a)) To grant my/our proxy to vote at n น เห็นด้วย	ny/our ae	esire as iollows: ไม่เห็นด้วย		งดออกเสียง				
		Approve		Disapprove	_	Abstain				
		പ് പ ്								
🔲 วาระที่		เรื่อง เลือกตั้งกรรมการ (ต่อ)								
Agenda		Subject Flection of directors (continu	ue).							
		ชื่อกรรมการ (Director's Name):								
		🗖 เห็นด้วย Approve		ไม่เห็นด้วย Disapprove		งดออกเสียง Abstain				
		ชื่อกรรมการ (Director's Name):								
		🗖 เห็นด้วย Approve		ไม่เห็นด้วย Disapprove		งดออกเสียง Abstain				
		ชื่อกรรมการ (Director's Name):								
		🗖 เห็นด้วย Approve		ไม่เห็นด้วย Disapprove		งดออกเสียง Abstain				
		ชื่อกรรมการ (Director's Name):								
		🗖 เห็นด้วย Approve		ไม่เห็นด้วย Disapprove		งดออกเสียง Abstain				