

**Annual General Meeting
of Shareholders 2024
by Electronic Meeting (E-AGM)**



WICE Logistics Public Company Limited



We Deliver Values and Smart Solution

20 March 2024

Subject Invitation to the Annual General Meeting of Shareholders Year 2024

To Director and Manager
 The Stock Exchange of Thailand

Attachment 1. Copy of the Minutes of Annual General Meeting 2023 (Supporting document for Agenda 1)
 2. Annual Registration Statement/Annual Report 2023 (Form 56-1 One Report) in QR Code format
 3. Profile of the person nominated as director (Supporting document for Agenda 5)
 4. Definition of “Independent Director” by the Company (Supporting document for Agenda 5)
 5. Determination of Directors’ Remuneration for the year 2024 (Supporting document for Agenda 6)
 6. Information of Independent Directors Nominated by the Company as the Proxies of the Shareholders
 7. Proxy Form A, B and C
 8. Documents for attending the Annual General Meeting of Shareholders by Electronic Method (E-AGM)
 9. Documents for attending the Annual General Meeting of Shareholders by Electronic Method (E-AGM)
 10. Guidelines for attending the Annual General Meeting of Shareholders by Electronic Method (E-AGM)
 11. Procedures for attending the 2024 AGM by Electronic Method (E-AGM)

The Board of Directors of WICE Logistics Public Company Limited (“the Company”) has resolved to convene the Annual General Meeting of Shareholders for the year 2024 in the form of an electronic shareholders meeting (E-AGM) on Thursday, April 25, 2024 at 10:00 a.m. via Electronic Media (E-AGM) in accordance with the Emergency Decree on Electronic Conferences B.E. 2563 (including amendments) and other laws and regulations. Related In this meeting, the company gave the opportunity to the shareholders. Propose matters for inclusion in the meeting agenda and/or nominate persons to be elected as directors from October 18, 2023 – December 29, 2023, it appears *that none of the shareholders proposed any matter for inclusion as the meeting agenda and/or nominated any person to be considered for election as a director of the Company*, therefore, the Company has set the agenda for the meeting as follows:

Agenda 1 To consider and certify the Minutes of the Annual General Meeting of Shareholders for the year 2023

Objective and Reason : The Company held the 2023 Annual General Meeting of Shareholders which was held on April 25, 2023 and prepared the minutes of the 2023 Annual General Meeting of Shareholders and delivered the said minutes to the Stock Exchange of Thailand. And

the Department of Business Development Ministry of Commerce within the period specified by the law, and the minutes of the said meeting were also published on the Company's website, details as appeared in the copy sent to the shareholders together with this invitation letter. According to the **Attachment No. 1**

The Board's Opinion : The Board has considered that the minutes of the 2023 Annual General Meeting of Shareholders, held on April 25, 2023, were recorded accurately and truthfully. It is therefore deemed appropriate to propose to the Annual General Meeting of Shareholders for the year 2024 to consider and approve the said minutes.

Resolution : This agenda must be approved by a majority vote of the shareholders who attend the meeting and have the right to vote.

Agenda 2 To acknowledge the Board of Directors report about the operating result for the year 2023

Objective and Reason : The Company has summarized the Company's operating results report and important changes occurring in the year 2023, with details as shown in the Annual Registration Statement/Annual Report 2023 (Form 56-1 One Report), which is in the form of QR Code submitted together with this meeting invitation letter. It is prepared in accordance with the regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand according to the **Attachment No. 2**

The Board's Opinion : The Board of Directors has considered and agreed to submit the 2023 Annual Report which summarizes the Company's operating results and significant changes occurring in the year 2023 to the shareholders' meeting for acknowledgment.

Resolution : There is no vote from the shareholders for this agenda. Since it is an agenda for acknowledgment

Agenda 3 To consider and approve the financial statements for the year ended 31 December 2023

Objective and Reason : To comply with Section 112 of the Public Limited Company Act B.E. 2535 (as amended) and according to the Company's Articles of Association Article 64, which stated that the board of directors must provide to conduct profit and loss account at the end of the Company's accounting period to propose to the shareholders' meeting for approval at the annual general meeting.

The Company's financial statements for the accounting period ending December 31, 2023 have been prepared in accordance with financial reporting standards. which has been audited and certified by a certified public accountant and has been approved by the Audit Committee and the Board of Directors. The details are as shown in the Annual Registration Statement/Annual Report 2023 (Form 56-1 One

Report), under the heading Financial Statements. to the **Attachment No. 2** which summarizes the key points as follows:

(Unit : Baht)

Transaction	Consolidated Financial Statements	Separate Financial Statements
Assets	2,856,034,414	1,799,696,577
Total Liabilities	962,422,076	232,625,808
*Shareholders' Equity of the Company	1,472,989,235	1,567,070,769
Total Revenues	3,831,602,749	1,397,718,352
*Net Profit of Shareholders' Equity of the Company	170,394,817	300,565,615
Earnings per Share (Baht/Share)	0.26	0.47

* Excluding non-regulating stakeholders of the subsidiaries

The Audit Committee's opinion

:The Audit Committee has considered and reviewed the Company's annual financial statements ended December 31, 2023, which has been audited and certified by the auditor from EY Office Limited and deemed appropriate to be proposed to the Board of Directors to propose to the Annual General Meeting of Shareholders to consider and approve the Company's annual financial statements. ended 31 December 2023

The Board's Opinion

:The Board considered and agreed to propose to the shareholders' meeting to consider and approve the statement of financial position and statement of comprehensive income for the year ended December 31, 2023 which has been audited and certified by the auditor and approved by the Audit Committee and the Board of Directors.

Resolution

:This agenda must be approved by a majority vote of the shareholders who attend the meeting and have the right to vote.

Agenda 4 To consider and approve the allocation of profits and dividend payment from the operating result of year 2023

Objective and Reason

:According to Section 116 of the Public Company Limited Act B.E. 2535 (as amended) and according to the Company's Articles of Association Article 57, a portion of the annual net profit must be allocated as a reserve of not less than 5% of the recurring net profit year less the accumulated loss brought forward (if any) until this reserve is not less than 10% of the registered capital and in accordance with Section 115 of the Public Limited Companies Act B.E. 2535 (as amended) and the Company's Articles of Association Article 53, which stipulates that dividend

payment must be presented to the shareholders' meeting for approval or the Board of Directors may pay interim dividends to shareholders from time to time when the company profitable enough to do so and once the dividends have been paid, the company must report to the shareholders' meeting in the next meeting. In addition, the company has a policy to pay dividends at a rate of not less than 50% of net profit less corporate income tax. and legal reserve for the company's separate financial statements However, such dividend payment is subject to change. It depends on the investment plan, liquidity, necessity and other appropriateness. in the future as the Board of Directors and/or the shareholders of the Company deems appropriate

According to the Company's operating results for the year 2023, the Company had a net profit from the separate financial statement of 300,565,615 baht because at the end of the accounting period ending December 31, 2023, the Company had a registered capital of 325,949,750 baht and a legal reserve of 32,594,975 baht or representing 10% of the registered capital of the Company which has reached the full amount according to the Company's Articles of Association, therefore, the Company is not required to allocate additional profit as a reserve fund.

The company therefore deems it appropriate to propose the shareholders to consider paying dividends in cash for the Company's operating results for the year ended December 31, 2023 to shareholders. For registered and paid-up capital after deducting treasury shares which has 640,999,500 shares, all shares at the rate of 0.24 baht per share, totaling 153,839,880 baht or 51.18% of the profit for the year. This is in accordance with the Company's dividend payment policy which is paid out of the profit for the year according to the separate financial statements. and all dividends will be subject to withholding tax at the rate stipulated by law

Dividend payout rate for the year 2023 compared to the previous year can be summarized as follows

Comparison of dividend payment rates and net profit (separate statements)				
Description	2020	2021	2022	2023 (present)
Net profit (Baht)	96,753,628.83	486,613,970	570,080,840	300,565,615
Dividend rate per share	0.14	0.23	0.44	0.24
Dividend payout ratio Compare net profit (%)	94.33%	30.81%	50.31	51.18

The Board's Opinion

: The Board considered and agreed to propose to the shareholders' meeting to consider and approve the omission of profit allocation as a legal reserve and to approve the dividend payment for the operating results of the year 2023 at the rate of 0.24 baht per share for the fiscal year ended December 31, 2023 by fixing the list of shareholders who are entitled to receive dividends (Record Date) on March 5, 2024 and determining the dividend payment date on May 13, 2024. However, this is still uncertain because it must be presented to the annual general meeting of shareholders for the year 2024 for further approval.

Resolution

: This agenda must be approved by a majority vote of the shareholders who attend the meeting and have the right to vote.

Agenda 5 To consider and approve the appointment of new directors in replacement of the directors who retired by rotation

Objective and Reason

: To comply with Section 71 of the Public Limited Companies Act B.E. 2535 (as amended), and according to the Company's Articles of Association Article 22, at least one-third (1/3) of the directors must retire from office. then have the number closest to one-third (1/3) retire from office in the first and second year after registering the conversion of the company into a public company Directors who will retire by rotation will draw lots to see who will retire. In subsequent years, the directors who have been in office the longest shall retire. And if at any time there are more than one director who is in office at the same time, exceeding the number required to retire from office at that time, such director shall retire by means of drawing lots. may be re-elected for a new position."

In the 2024 Annual General Meeting of Shareholders, there are 3 directors who are due to retire by rotation as follows:

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|--|---|
| (1) Mr. Ekaphol Pongstabhon | Independent Director / Chairman of the Board |
| (2) Ms. Thitimar Tantikulsuntorn | Director/ Nomination and Remuneration Committee / Risk Management Committee / Corporate Governance and Sustainability Committee |
| (3) Ms. Busarin Tuanchaem | Director / Corporate Governance and Sustainability Committee |

In addition, in order to comply with the policy of promoting good corporate governance and shows the fair and equitable treatment of all shareholders. to be considered for election as a director of the Company at the 2024 Annual General Meeting of Shareholders in advance From October 18, 2023 until December 29, 2023, the company has published the rules and guidelines that the company specified on the Company's website. <http://www.wice.co.th>. It appeared that *no shareholder nominated a person. to be considered for election as a director of the Company in any way*

However, Mr. Ekaphol Pongstabhon, the Chairman of the Board of Directors and independent director, who was due to retire by rotation this time expressed his intention not to be nominated to the general meeting of shareholders for consideration of appointment to the position for another term.

The Company's Nomination and Remuneration Committee (excluding interested directors) has proceeded according to the nomination process according to the Company's director nomination criteria by considering the composition of the Board of Directors Qualifications of Directors according to the Public Limited Companies Act B.E. 2535 (as amended) and announcements of the Stock Exchange of Thailand, the Securities and Exchange Commission, and the Capital Market Supervisory Board and does not have prohibited characteristics as announced by the Capital Market Supervisory Board Including knowledge, ability, including experience in businesses related to the operations of the company. which can help develop the company

For the utmost benefit of the company Nomination and Remuneration Committee (excluding directors with conflicts of interest) therefore voted individually and deemed appropriate to be proposed to the Board of Directors. To propose to the shareholders' meeting to elect 2 directors who retired by rotation, namely (1) Ms. Thitimar Tantikulsuntorn and (2) Ms. Busarin Tuanchaem to be re-appointed as a director for another term

In addition, the Nomination and Remuneration Committee has considered to appoint Mr. Silawat Santivisat as an independent director to replace Mr. Ekaphol Pongstabhon, a director of the company who retired by rotation. After careful consideration, Mr. Silawat Santivisat is fully qualified as a independent director according to the criteria set by the company and has experience and expertise which is especially beneficial to the Company's business operations, as well as being able

to express opinions and give recommendations about the operation of the company freely and in accordance with various rules and laws Related Including being highly beneficial to the Company.

The Board's Opinion

: The Board of Directors, excluding nominated directors has been considered through a screening process carefully and cautiously according to the criteria for nomination of directors of the Company, all 3 nominated directors are qualified according to the Public Limited Companies Act B.E. 253 5 (as amended) and the announcement of the Stock Exchange of Thailand Securities and Exchange Commission and the Capital Market Supervisory Board and does not have any prohibited characteristics to be appointed as a director of the Company in accordance with the rules of the Office of the Securities and Exchange Commission Including having qualifications, experience and specific expertise suitable for the business of the Company especially in business administration which is extremely beneficial to the Company's business operations as well as in the past all directors perform their duties as directors and sub-committees very well and efficiently, including expressing opinions and giving advice that are highly useful.

In addition, the Board of Directors has reviewed according to the criteria and has an opinion that Mr. Silawat Santivisat is fully qualified as independent directors. according to the criteria set by the company which is in line with the requirements of the Securities and Exchange Commission or the Stock Exchange of Thailand not having a conflict of interest or not being a stakeholder to the Company and has experience and expertise which is especially beneficial to the Company's business operations as well as being able to express opinions and provide various recommendations regarding the operations of the Company. freely and in accordance with relevant rules and laws Including being highly beneficial to the Company, therefore, agree with the opinion of the Company's Nomination and Remuneration Committee. and agreed to propose to the Annual General Meeting of Shareholders to consider reelecting the following directors to replace those who retired by rotation for another term:

- | | |
|--|--|
| <p>(1) Mr. Silawat Santivisat</p> | <p>Independent Director / Director
(Replace Mr. Ekaphol Pongstabhon
who retired by rotation)</p> |
| <p>(2) Ms. Thitimar Tantikulsuntorn</p> | <p>Director/ Nomination and Remuneration
Committee / Risk Management
Committee / Corporate Governance
and Sustainability Committee</p> |

- (Proposed to be re-appointed for another term)
- (3) **Ms. Busarin Tuanchaem** Director / Corporate Governance and Sustainability Committee
- (Proposed to be re-appointed for another term)

By electing directors to replace those who retired by rotation, this shall be effective from the day following the date of the 2024 Annual General Meeting of Shareholders onwards

In addition, in order to comply with Section 86 of the Public Limited Companies Act B.E. 2535 (as amended), Ms. Busarin Tuanchaem is a director of Euro Asia Total Logistics Public Company Limited which operates the same business as the Company and may be regarded as competing with the Company's business. Since Euroasia Total Logistics Public Company Limited is a subsidiary of the Company in which the Company holds 36.86% of its shares, the Company has appointed Ms. Busarin Tuanchaem to act as a subsidiary of the Company. To serve as a director to control the operations of the said subsidiary. and has signed a non-compete agreement (Non-Compete Agreement) to separate the scope of business between each other. to be clear and not overlapping and prevent business operations that may compete with each other Including preventing conflicts of interest that may occur.

The names and biographies of the nominated directors are shown in **Attachment No. 3** and the qualifications of an independent director, which are equivalent to the requirements stipulated in the announcement are shown in **Attachment No. 4**.

Resolution

- : By using a majority vote in accordance with the following rules and methods
1. Each shareholder will have votes equal to one (1) share per one (1) vote
 2. Each shareholder will use all the votes he has under (1) to elect one or several persons as directors, but cannot divide the votes to any director more or less than other directors
 3. Persons who receive the highest votes, respectively, will be elected as directors, equal to the number of directors that should have or will be elected at that time. In the event that the persons elected in the next order have equal votes in excess of the number that is required or elected at that time, the chairman shall vote in the absence

In order to comply with good corporate governance in this election of directors the company will propose to the shareholders' meeting to vote for election of directors individually. The individual proposed to replace the director who is retired by rotation must be approved by a majority vote of the shareholders who attend the meeting and have the right to vote

Agenda 6 To consider and approve the Director's remuneration for the year 2024

Objective and Reason : In order to comply with Section 90 of the Public Limited Companies Act B.E. 2535 (as amended) and Article 32 of the Company's Articles of Association, which stipulates that directors' remuneration is in accordance with the resolution of the shareholders' meeting. with a vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting

Nomination and Remuneration Committee has considered the criteria for determination of directors' remuneration based on the operating results performance, powers, duties and responsibilities of the directors growth and performance of the company business liquidity and performance of each director And it was deemed appropriate to propose to the Board of Directors to propose to the shareholders to determine the directors' remuneration. and sub-committees of the Company for the year 2024 in the form of meeting allowances and special bonuses for directors as follows:

Compensation component	Meeting allowance (baht / time)	
	2023	2024 (proposed year)
1. Board of Directors		<u>constant</u>
- Chairman of the board	40,000 baht / time	40,000 baht / time
- Director	20,000 baht / person / time	20,000 baht / person / time
2. Audit Committee		<u>constant</u>
- Chairman of the board	25,000 baht / time	25,000 baht / time
- Director	20,000 baht / person / time	20,000 baht / person / time
3. Nomination and Remuneration Committee		<u>constant</u>
- Chairman of the board	25,000 baht / time	25,000 baht / time
- Director	20,000 baht / person / time	20,000 baht / person / time

4. Risk Management Committee - Chairman of the board - Director	25,000 baht / time 20,000 baht / person / time	<u>constant</u> 25,000 baht / time 20,000 baht / person / time
5. Corporate Governance and Sustainable Development - Chairman of the board - Director	25,000 baht / time 20,000 baht / person / time	<u>constant</u> 25,000 baht / time 20,000 baht / person / time
6. Special bonuses	Consider allocating from the operating results but not more than 1%	Consider allocating from the operating results but not more than 1%
7. Other compensation	None	None

This shall be effective from the day following the date of the 2024 Annual General Meeting of Shareholders onwards

The Board's Opinion

: The Board considered and agreed to propose to the Annual General Meeting of Shareholders to consider and approve the remuneration for the Board of Directors and sub-committees for the year 2024 in the form of meeting allowances. and special bonuses for directors with details of policies and criteria relating to remuneration of the Company's directors. and sub-committees in the form of meeting allowances and special bonuses for directors According to the **attachment No. 5**

Resolution

: This agenda must be approved by a vote of not less than two-thirds of the total votes of the shareholders attending the meeting.

Agenda 7 To consider and approve the appointment of the auditor and the determination of the auditor fee for the year 2024

Objective and Reason

: In order to comply with Section 120 of the Public Limited Companies Act B.E. 2535 and determine the audit fee of the company The retired auditor may choose to return to the position again" and Article 67, which stipulates that "The auditor may be a shareholder of the company. But must not be a director, employee, employee or person holding any position in the company."

In addition, the announcement of the Capital Market Supervisory Board stipulates that listed companies rotate auditors in the event that any auditor has reviewed or audited and expressed an opinion on the company's financial statements for 7 accounting periods, regardless of contacting together or not A new auditor can be

appointed from the same auditing firm as the previous auditor. consecutive fiscal years from the date of retirement from duty

The Audit Committee's opinion :

Due to the fact that the company, EY Office Limited, has been serving as the auditor of the Company for a long period of time, the Audit Committee arranged for the selection of auditors to consider the auditor and the new auditing office in accordance with the law and good corporate governance. Audit Committee Meeting No. 1/2024 held on February, 19 2567, the Audit Committee conducted to appoint the auditor of the Company thorough comparison based on various factors such as the independence of the auditor, qualifications, standards, professionalism, expertise in auditing, past reputation, as well as the suitability of the audit fee. Upon careful consideration, Price Waterhouse Coopers ABAS Ltd. has proposed an appropriate audit fee. They also possess international professional standards as same as to the previous auditors. Therefore, the Audit Committee has provided the opinion to the Board of Directors to appoint Price Waterhouse Coopers ABAS Ltd. to be the Company's auditors for the year 2024 as follows:

1. Ms. Nopanuch Apichatsatien Certified Public Accountant No. 5266 and/or
2. Ms. Sanicha Akarakittilap Certified Public Accountant No. 8470 and/or
3. Mr. Paiboon Tunkoon Certified Public Accountant No. 4298

By assigning one of the above auditors to audit and express opinions on the Company's financial statements. and sign the audit report of the Company And in the event that the aforementioned auditors are unable to perform their duties, Price Waterhouse Coopers ABAS Ltd. shall assign other auditors of Price Waterhouse Coopers ABAS Ltd. to be approved by the Office of the Securities and Exchange Commission. Auditing and expressing opinions on the Company's financial statements. and sign the audit report of the Company in place of such auditor

In this regard, Price Waterhouse Coopers ABAS Ltd. and the auditors according to the proposed list are auditors approved by the Securities and Exchange Commission. and no relationship or interest in the Company / subsidiaries / executives / major shareholders or persons related to such persons in any way, thus being independent in auditing and expressing opinions on the Company's financial statements.

One of the Company's subsidiaries, WICE Supply Chain Solutions Company Limited uses the same audit firm as the Company. For foreign subsidiaries that appoint auditors from other companies Because it is suitable for the size and business

operation. The Board of Directors will ensure that financial statements can be prepared in a timely manner.

The Audit Committee has considered It is deemed appropriate to propose the audit fee for the year 2024 for the audit fee. Fee for reviewing quarterly financial statements and annual financial statements totaling 2,250,000 baht, with details as follows:

Detail	Audit Fee (Baht)		
	2022	2023	2024 (Proposed year)
Annual Audit Fee	1,230,000	1,230,000	1,250,000
Quarterly Verification Fee	810,000	810,000	900,000
Internal Audit	-	-	150,000
<u>Non-Audit Fees</u>	None	None	None
Total	2,040,000	2,040,000	2,040,000

The Board's Opinion : The Board of Directors has considered qualifications according to the Company's Articles of Association. and the Office of the Securities and Exchange Commission independence working standard performance and deems audit fees being appropriate when comparing with the amount of work and audit fee of other registered companies of the same level, therefore, agreed with the Audit Committee's to propose that the Annual General Meeting of Shareholders appoint the auditors of Price Waterhouse Coopers ABAS Ltd. as follows: (1) Ms. Nopanuch Apichatsatien Certified Public Accountant No. 5266 and/or (2) Ms. Sanicha Akarakittilap Certified Public Accountant No. 8470 and/or (3) Mr. Paiboon Tunkoon Certified Public Accountant No 4298 and/or the other auditors of Price Waterhouse Coopers ABAS Ltd. in the same office to be the auditor for the year 2024 of the Company and determine the audit fee for the year 2024, audit fee, review fee for quarterly and annual financial statements. Total amount 2,250,000 baht

Resolution : This agenda must be approved with a majority vote of the shareholders attending the meeting and having the right to vote

Agenda 8 To consider and approve the amendment of the Company's Articles of Association

Objective and Reason : Due to the enactment of the Public Limited Companies Act (No. 4) B.E. 2565, state that public limited companies can use electronic methods in the sending invitation, including

the shareholders' meetings, and granting proxies for shareholders attendance to support the development and facilitate the shareholders. Therefore, the Board has considered that the Articles of Association, Article 28, 38, 40, 41 and 47 should be amended to comply with such provisions which details are as follows:

No.	Current	Proposed to amend
28	<p>The Board of Directors' meeting must convene at least three (3) months per once. For convening board meetings, whether in person or through electronic means, the chairman of the board or a person authorized by the chairman must send the notice to directors not at least seven (7) days before the meeting. The notice must specify the date, time, venue, and agenda of the meeting unless urgent circumstances which require immediate action to protect the rights or interests of the company, in which case, alternative notification methods may be used, and the meeting may be scheduled sooner than the specified period.</p> <p>If the Board of Directors' meeting is convened through electronic means, the notice and other meeting materials may be sent by electronics.</p> <p>In case at least two (2) directors request to summon the Board of Directors' meeting, the chairman shall fix the date of meeting within fourteen (14) days from the date receiving such request.</p>	<p>The Board of Directors' meeting must convene at least once every three (3) months. For convening board meetings, whether in person or through electronic means, the chairman of the board or a person authorized by the chairman must send the notice to directors not at least three (3) days before the meeting. The notice must specify the date, time, venue, and agenda of the meeting unless urgent circumstances which require immediate action to protect the rights or interests of the company, in which case, alternative notification methods may be used, and the meeting may be scheduled sooner than the specified period.</p> <p>The notice for the Board of Directors' meeting, along with the meeting materials, may be sent electronically. In this case, the person responsible for organizing the meeting must keep copies of the notice and meeting materials as evidence, which may be stored in electronic format.</p> <p>In case there is a probable cause or in order to protect the rights or benefits of a company, at least two (2) directors may jointly request the</p>

	<p>The Board of Directors' meeting may convene at the company's headquarter, or in a nearby province, or at any other location as determined by the chairman of the person delegated by the chairman. Additionally, the may designate the directors to attend the meeting and conduct any necessary proceedings by electronics.</p>	<p>chairman to summon the Board of Directors' meeting, provided that matters to be considered in the meeting must be notified to the chairman with such request. In this case, the chairman shall summon and fix the date of meeting within fourteen (14) days from the date receiving such request.</p> <p>In case the chairman does not undertake the aforementioned, directors who have made such request may summon and fix the date of the meeting within fourteen (14) days after the expiration of such period.</p> <p>In case there is no chairman of the Board of Directors, the vice chairman shall be the person who summons a meeting. In case there is vice deputy chairman, at least two (2) directors may jointly summon a meeting.</p> <p>The Board of Directors' meeting may convene at the company's headquarter, or in a nearby province, or at any other location as determined by the chairman of the person delegated by the chairman. Additionally, the may designate the directors to attend the meeting and conduct any necessary proceedings by electronics. In case of the meetings held via electronic means according to the law on electronic meeting, the headquarters</p>
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		of the company shall be deemed to be the venue of such meetings.
38	<p>The Board of Directors must arrange for a meeting of shareholders at least one year (1) Such meetings shall be called the general meeting shall be held within four (4) months after the end of the fiscal year of the company. Other shareholders' meetings shall be called "extraordinary meetings"</p> <p>The Board of Directors may call an extraordinary meeting at any time, but the Board of Directors may deem appropriate. or when one or more shareholders holding shares of not less than ten percent (10) of the total number of shares sold To be named together to make a request to the Board of Directors to call an extraordinary meeting of shareholders at any time but must clearly specify the subject and reason for requesting the meeting to be called in the said book In this case The board of directors must hold a meeting within fourteen (45) days from the date of receiving the letter from the shareholders.</p> <p>In the event that the Board of Directors fails to arrange a meeting within the period specified in paragraph two All shareholders who are named or other shareholders Together, the number of shares as required shall be called by the meeting itself Within forty-five (45) days from the due date of the period</p>	<p>The Board of Directors must arrange for a meeting of shareholders at least one year (1) Such meetings shall be called the general meeting shall be held within four (4) months after the end of the fiscal year of the company. Other shareholders' meetings shall be called "extraordinary meetings"</p> <p>The shareholders' meeting may be conducted via electronic means according to the law on electronic meeting.</p> <p>The Board of Directors may call an extraordinary meeting at any time, but the Board of Directors may deem appropriate. or when one or more shareholders holding shares of not less than ten percent (10) of the total number of shares sold To be named together to make a request to the Board of Directors to call an extraordinary meeting of shareholders at any time but must clearly specify the subject and reason for requesting the meeting to be called in the said book In this case The board of directors must hold a meeting within fourteen (45) days from the date of receiving the letter from the shareholders.</p> <p>In the event that the Board of Directors fails to arrange a meeting within the period specified in paragraph three All</p>

	<p>under paragraph two In this case Shall be considered as a meeting of shareholders which the Board of Directors convenes The company is responsible for the necessary expenses incurred from arranging meetings and facilitating as appropriate.</p> <p>In the event that the meeting of shareholders is called for a meeting because the shareholders under paragraph three of any time the number of shareholders who attended the meeting was not complete as a quorum as specified. The shareholders under paragraph three must jointly be responsible for reimbursement of expenses incurred from arranging for that meeting for the company</p>	<p>shareholders who are named or other shareholders Together, the number of shares as required shall be called by the meeting itself Within forty-five (45) days from the due date of the period under paragraph two, the shareholders may deliver the notice to the shareholders via electronic means. In this case Shall be considered as a meeting of shareholders which the Board of Directors convenes The company is responsible for the necessary expenses incurred from arranging meetings and facilitating as appropriate.</p> <p>In the event that the meeting of shareholders is called for a meeting because the shareholders under paragraph four of any time the number of shareholders who attended the meeting was not complete as a quorum as specified. The shareholders under paragraph three must jointly be responsible for reimbursement of expenses incurred from arranging for that meeting for the company</p>
40	<p>In notifying to convene the Shareholders' Meeting, the Board shall prepare meeting appointment letter specifying place, date, time and meeting agenda along with details as proper. The meeting agenda shall be clearly specified whether it is the issue proposed for acknowledgement, for approval or for consideration. In addition, the opinion and suggestion of</p>	<p>In notifying to convene the Shareholders' Meeting, the Board shall prepare meeting appointment letter specifying place, date, time and meeting agenda along with details as proper. The meeting agenda shall be clearly specified whether it is the issue proposed for acknowledgement, for approval or for consideration. In addition, the opinion and suggestion of</p>

	<p>the Board in such issues are proposed and delivered to shareholders, registrar and the Stock Exchange in the event that the Company enters to register as the listed company in the Stock Exchange for not less than seven (7) days in advance prior-meeting date.</p> <p>The notice to convene the Shareholders' Meeting shall be publicized in newspaper prior-meeting date for not less than three (3) days consecutively not less than three (3) days.</p>	<p>the Board in such issues are proposed and delivered to shareholders, registrar and the Stock Exchange in the event that the Company enters to register as the listed company in the Stock Exchange for not less than seven (7) days in advance prior-meeting date.</p> <p>The notice to convene the Shareholders' Meeting shall be publicized in newspaper prior-meeting date for not less than three (3) days consecutively not less than three (3) days or via electronic means according to the criteria stipulated by the public company registrar.</p> <p>The notice can be sent via electronic means if shareholders declared an intention or given consent for electronic submission of such letters or documents to the company or the Board of Directors which must comply with the criteria stipulated by the public company registrar</p>
41	<p>In the Shareholders' Meeting, the shareholder authorizes other person to attend the meeting and vote in lieu of him or her whereas the proxy is unnecessary to be the Company's shareholder. The authorization shall be made in writing and signed by the principal following the form specified by the registrar of public limited company.</p> <p>Prior attending the meeting, the proxy shall submit Power of Attorney to</p>	<p>In the Shareholders' Meeting, the shareholder authorizes other person to attend the meeting and vote in lieu of him or her whereas the proxy is unnecessary to be the Company's shareholder. The authorization shall be made in writing and signed by the principal or via electronic means, provided that such methods are safe and credible that such appointment has been duly made by a shareholder giving a proxy, following the form</p>

	Chairman of the Board or the person defined by Chairman of the Board.	specified by the registrar of public limited company. Prior attending the meeting, the proxy shall submit Power of Attorney to Chairman of the Board or the person defined by Chairman of the Board.
47	The place for holding the Company's Meeting of Shareholders shall be in the locality which is the location of the Company's principal office or locality which is the Company's branch location or similar province as specified by the Chairman of the Board or the person assigned by the Chairman of the Board.	The place for holding the Company's Meeting of Shareholders shall be in the locality which is the location of the Company's principal office or locality which is the Company's branch location or similar province as specified by the Chairman of the Board or the person assigned by the Chairman of the Board. In case of the meetings held via electronic means, the headquarters of the company shall be deemed to be the venue of such meetings.

The Board's Opinion

:The Board of Directors deemed it appropriate to propose to amend the Articles of Association, Article 28, 38, 40, 41 and 47 in order to comply with Public Limited Companies Act (No. 4) B.E. 2565 for modernize the Board of Directors' meeting and the shareholders' meeting, reduce unnecessary burden, facilitate shareholders, and authorize the company's directors or individuals granted power by the directors to register the amendment or changing the company's Articles of Association, including additional modifications as necessary and appropriate, without altering the substance of the regulations, to ensure the completion of the registration of the company's Articles of Association.

Resolution

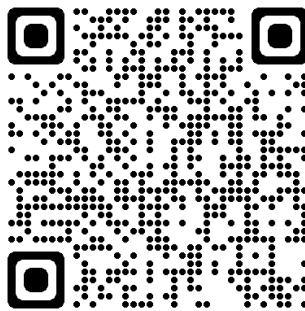
: This agenda must be approved by a vote of not less than third-fourth of the total votes of the shareholders attending the meeting.

Agenda 9 Other matters (if any)

The Company has set the date to determine the names of shareholders who are entitled to attend the 2024 Annual General Meeting of Shareholders on March 5, 2024 (Record Date)

The company would like to inform that the company The Annual General Meeting of Shareholders via electronic media (E-AGM) will be held in only one format without any additional venue/meeting room arrangements to accommodate shareholders. Registration for the meeting voting and vote counting will be done through all electronic systems.

The Shareholders or proxies who would like to attend the E-AGM must submit an application to attend the meeting by Electronic Method via the Link at <https://wice.fogus.vc/registration/> or scan this QR Code



The system will be available to access from 3 April – 19 April 2024

In the event that any shareholder is unable to attend the Annual General Meeting of Shareholders and wishes to appoint another person as a proxy attend the meeting instead or wishing to appoint a proxy to an independent director whom the Company proposed to attend the meeting instead. The details of the independent directors are shown in **Attachment No.6**. Please fill out and sign only one of the proxy forms (Form A. or Form B. or Form C.) attached to this invitation letter. **Attachment No.7** The Proxy Form C. is for foreign shareholders. and appoint a custodian in Thailand to be a share depository and keeper only. Shareholders can download the proxy form at the Company's website at <http://www.wice.co.th> under the heading Investor Relations » Shareholder Information » Shareholders' Meeting» Invitation to the Shareholders' Meeting

The Company would like the shareholders to study and abide by the conditions and procedures for registering the shareholders attending the proxy meeting. and voting according to **Attachment No. 8**.

The shareholders or proxies wishing to attend the shareholders' meeting via electronic media (E-AGM) must comply. The procedure for registering to attend the 2024 Annual General Meeting of Shareholders via electronic media (E-AGM), details of which appear in accordance with the regulations for the shareholders' meeting via electronic media (E-AGM) **Attachment No. 10**

This access to the electronic shareholders meeting system (E-AGM) belongs to Quidlab Co., Ltd., a service provider that has been certified for the electronic meeting control system. According to the Information Security Standard

of the Conference Control System Version 1.1 of the Electronic Transactions Development Agency.

In the event that the shareholders have questions or suggestions related to the agenda of this meeting Can send questions/suggestions in advance to the company through the channels listed below by specifying the address that the company can back contact

Company Secretary WICE logistics public company limited

WICE place building no.88/8 Nonsee Road, Chong-Nonsee, Yannawa, Bangkok 10120 or

E-mail address: secretary2@wice.co.th or

Fax (662) 681 6173-75

Sincerely yours,

By resolution of the Board of Directors



Miss Poramaporn Chamnongsuk

Company Secretary

Minutes of the Annual General Meeting of Shareholders for the year 2023

Attachment 1

WICE Logistics Public Company Limited

Friday, April 25, 2023

Via electronic media

Live broadcast at Chong Nonsi meeting room, 12th floor, Eastin Grand Hotel, Sathorn, Bangkok.

Attending Directors

- | | | | |
|----|----------------|-----------------|--|
| 1. | Mr. Ekaphol | Phongstabhon | Chairman of the Board
Independent Director |
| 2. | Professor Ruth | Banomyong (PhD) | Chairman of the Audit Committee
Independent Director |
| 3. | Mr. Komol | Rungruangyot | Chairman of The Nomination and Remuneration Committee
Chairman of The Risk Management Committee
Audit Committee
Corporate Governance and Sustainability Committee
Independent Director |
| 4. | Mr. Boongrieng | Thanaphansin | Chairman of The Corporate Governance and Sustainability Committee
Audit Committee
Independent Director |
| 5. | Dr. Araya | Kongsoonthorn | Director
Nomination and Remuneration Committee
Chief Executive Officer |
| 6. | Mr. Chudet | Kongsoonthorn | Director
Managing Director Business Development |
| 7. | Ms. Thitimar | Tantikulsuntorn | Director
Risk Management Committee
Nomination and Remuneration Committee
Corporate Governance and Sustainability Committee
Managing Director Corporate support |
| 8. | Ms. Busarin | Tuanchaem | Director
Corporate Governance and Sustainability Committee
Director of Accounting and Finance |
| 9. | Ms. Poramaporn | Chamnongsuk | Company Secretary |

Executives attending the meeting

- | | | | |
|----|--------------|-------------------|--|
| 1. | Ms. Somjai | Purachako | Commercial Director – Sales&Marketing |
| 2. | Mr. Prasert | Jirapivatthanakul | Operation Director – Logistics and Supply Chain Solution |
| 3. | Mr. Amnat | Phuangrod | General Manager of Information Technology Department |
| 4. | Ms. Saovadee | Asavamana | Head of Overseas Agency Development |
| 5. | Ms. Suntaree | Pulsombut | Assistant General Manager - Logistics Service Provider |

Auditor from EY Office Company Limited attending the meeting through electronic system

- | | | |
|----|-------------|----------------|
| 1. | Ms. Pimjai | Manitkajohnkit |
| 2. | Mr. Wanchat | Phipatanakul |
| 3. | Ms. Onuma | Kijnawasin |

Person responsible for checking the vote counting of shareholders from Dherakupt International Law Office Company Limited

- | | | |
|----|---------------|----------------|
| 1. | Ms. Narissara | Swaisaenyakorn |
|----|---------------|----------------|

The Meeting at 10.00 A.M.

Ms. Poramaporn Chamnongsuk Company Secretary acting as a meeting conductor and welcomed all shareholders and attendees to attend the 2023 Annual General Meeting of Shareholders of WICE Logistics Public Company Limited via electronic media or E-AGM. Annual shareholders' meeting 2023 is a meeting via electronic media via Quidlab system broadcast live at Chong Nonsi Meeting Room, 12th Floor, Eastin Grand Sathorn Hotel, Bangkok, through the system of the Stock Exchange of Thailand since March 23, 2023 and sent a meeting invitation letter by post on April 10, 2023. considering the rights of all groups of shareholders equally Therefore, in this meeting, the company gave the opportunity to the shareholders. Propose matters to be included in the meeting agenda and/or nominate a person to be elected as a director of the Company. The Company has submitted all relevant documents. Disseminated to shareholders via the Company's website. From October 3, 2022 to December 30, 2022, a total of 89 days, it appeared that no shareholder proposed an agenda for the meeting. and/or nominate any person to be elected as a director of the Company In addition, shareholders were given the opportunity to submit questions related to this general meeting in advance of the meeting date. It turned out that there were 2 questions from shareholders.

The company secretary introduced the directors, executives and auditors of the Company. Legal Advisor and Vote Counting Witness Financial advisors attending the meeting as listed above in order to clarify the case of any related inquiries, the Company has a total of 8 directors and 8 directors attend the Annual General Meeting of Shareholders, representing 100% of the total directors.

The company secretary informed the meeting about the general information about the amount of capital and shares of the Company as follows: The Company's registered capital of 325,949,750 baht, divided into 651,899,500 ordinary shares and 1,358,400 treasury shares, and was the person who explained the voting procedures. and the rule counting votes as follows:

- Under Article 20 of the Company's Articles of Association, in voting at the meeting Every shareholder will have votes equal to the number of shares he holds, which shall be counted as 1 share per 1 vote. shall be held by a majority vote

- of the shareholders who attend the meeting and cast their votes. If the votes are equal, the chairman of the meeting shall have an additional vote as a casting vote.
2. Voting for each agenda will be done openly. Shareholders or proxies are required to vote only in one way or another, Approved, Disapproved or Abstained Voting cannot be divided into parts. except in the case of foreign shareholders who appoint a custodian in Thailand to be a share depository and keeper Able to vote separately for Approved, Disapproved or Abstained at the same time in each agenda. by separating the votes to be cast equal to the number of shares held
 3. In each agenda, votes will be counted only for the shareholders who voted disapproval. and/or abstain only Such votes will be deducted from the total number of votes attending the meeting. The remainder will be regarded as the votes of approval in that agenda. This is to allow the meeting to proceed within an appropriate time.
 4. Any shareholder who wishes to vote against and/or abstain, click on the menu to vote in the system. The Company will give shareholders sufficient time. It will give approximately 1 minute to vote. During the period open for voting on each agenda If the shareholders or proxies do not perform any marking It will be deemed that the shareholders have approved the agenda proposed.
 5. If the proxy who has expressed his or her wish in the proxy form agrees, disagrees or abstains from voting, the Company has recorded the votes in the said agenda in the system. In addition, there are various financial institutions and funds. Acting as a custodian sent the proxy documents to the independent directors. By voting in advance, the company will show the results in each agenda.
 6. The notification of the voting results will indicate the votes of agreeing, disapproving and abstaining. In each agenda item will use the latest number of shares of the meeting attendees. Therefore, the number of attendees in each agenda may change and may not be the same.
 7. In order to comply with the good governance principles of the Stock Exchange of Thailand, in Agenda 6 regarding the consideration of electing directors to replace those who retire by rotation, the Company will arrange for shareholders and proxies to vote for the election of directors individually.
 8. By the resolution of this shareholder meeting, it consists of the following votes:
 - Agenda 2 Agenda 3 is an agenda for acknowledgment, therefore no resolution is required.
 - Agenda 1, Agenda 4 and Agenda 7 must be approved by a majority vote of the total number of votes of shareholders who attended the meeting and had the right to vote.
 - Agenda 6 requires votes of not less than two-thirds of the total votes of the shareholders attending the meeting.
 9. Chairman or Company Secretary The results of the vote counting will be notified to the meeting after the voting is complete. Each agenda will use the number of shares of the latest attendees in that agenda. and the score display is displayed to four decimal places. and when the voting results of any agenda have been announced It is deemed that the voting result in that agenda is final.
 10. The Company has given the opportunity to shareholders to submit questions about the agenda of the Annual General Meeting of Shareholders to the Company. In advance and before voting on each agenda item, the Company will give shareholders an opportunity to ask questions on issues related to that agenda. as appropriate by asking you to type your questions to the Ask Questions menu, the company will bring your questions to answer in the relevant agenda of each agenda.

11. In the event that shareholders encounter problems entering the voting system, please follow the rules for the meeting according to the requirements of the company. notified or contact the staff at 02 013 4322, mobile phone 080 008 7616 or email: info@quidlab.com at any time during the meeting
12. In order to comply with good guidelines in the shareholders' meeting of listed companies regarding vote counting in this meeting, the Company has invited representatives from the Company to Theerakupt Law Office Co., Ltd. is responsible for counting votes and overseeing the shareholders' meeting to ensure compliance with the law and the Company's Articles of Association.

The company secretary informed the meeting that At present, there are 33 shareholders attending the meeting in person, representing 291,431,880 shares, and 24 proxies holding 15,782,000 shares, totaling 57 persons, totaling 307,213,880 shares, representing 47.2244 percent of the total issued shares of 651,899,500 shares after deducting the paid-up shares. Repurchased 1,358,400 shares, remaining 650,451,100 shares, forming a quorum according to Article 38 of the Company's Articles of Association, which means that there are no less than 25 shareholders present at the meeting or no less than half of the total number of shareholders, whichever is greater. And must hold shares in aggregate not less than one-third of the total number of shares sold of the company. Then the chairman of the meeting proceed with the meeting agenda.

Mr. Ekaphol Phongstabhon, Chairman of the Board Acting as the chairman of the meeting ("Chairman") welcomed and thanked the shareholders and proxies for attending the 2023 Annual General Meeting of Shareholders via electronic media.

For the 2023 Annual General Meeting of Shareholders, the Company will arrange the meeting according to the agenda as shown in the invitation letter. which has already been sent to all shareholders in the form of QR Code. Therefore, we would like to open the meeting in accordance with the following agenda

Agenda 1 To certify the Minutes of the Annual General Meeting of Shareholders for the year 2022

The Chairman proposed the meeting to consider and certify the minutes of the 2022 Annual General Meeting of Shareholders held on April 29, 2022 and send a copy of the minutes to the Stock Exchange of Thailand. and Department of Business Development Ministry of Commerce as required by law Including the company published the minutes of the meeting on the company's website. and has sent the minutes of the meeting to the shareholders in advance together with the invitation letter for this meeting. and provided opportunities for shareholders to ask questions and propose amendments to the minutes of the meeting It turns out that no further inquiries or corrections were made.

The Chairman then proposed the meeting to consider and vote on the Minutes of the 2022 Annual General Meeting of Shareholders held on April 29, 2022 as proposed.

The meeting considered approved the to certify the Minutes of the 2022 Annual General Meeting of Shareholders held on April 29, 2022 as proposed in all respects. with a majority vote. The details as follows:

Approved	307,213,880	Votes	equivalent to	100.0000
Disapproved	0	Votes	equivalent to	0.0000

Abstained	0	Votes	equivalent to	0.0000
VOID	0	Votes	equivalent to	0.0000

Agenda 2 To acknowledge the operating results of the Company for the year 2022

The Chairman assigned Dr. Araya Kongsoonthorn to Chief Executive Officer presenting details to the meeting

Dr. Araya Kongsoonthorn summarized the performance report for the year 2022 which was acknowledged by the Board of Directors. At the Board of Directors' Meeting No. 2/2023 on February 21, 2023, it was completed. The details are shown in the Annual Registration Statement / Annual Report 2022 (Form 56-1 One Report) in the form of a QR Code sent to shareholders together with the invitation letter of this meeting. The key points are as follows: In 2022, the company had a total operating result of 7,102 million baht, a decrease of 534 million baht or 7% from the previous year in the same period. Lower revenue in 2022 from lower transportation costs At the end of the year, it jumped more than 50%, this year it grew 10% due to the economic slowdown. Shipping revenue is the largest portion of the company. and had a preliminary profit of 1,266 million baht, an increase of 22 million baht or 2% from the previous year during the same period. Seas with reduced shipping volumes. In 2022, gross profits increase. Although the revenue from the service will decrease. But the company has implemented a cost management strategy, resulting in Gross Profit Margin for this year compared to last year from 16.29% to 17.83%

Presented the total proportion of services divided by work performed in 2022 as follows:

- Sea Freight service, accounted for 51%
- Air freight service, accounted for 22%
- Cross Border Services, 21%
- Supply chain solutions service, accounted for 6%

Presentation of operations by type of service details as follows

1. Sea Freight

Sea freight for the year 2022. Providing services in the main routes, namely Thailand - America, Thailand - China, including services between the company's network in foreign countries, the main product is Auto Parts Group, Retail Group, Household Products Group and furniture group And it is a door to door service.

2. Air Freight

Air Freight For the year 2022, the service is provided in the form of Air Consolidation. And work together between networks in Thailand, China, Singapore and Hong Kong. The main product is electronic components.

3. Cross Border Services

Cross Border Services provide services on major routes from Singapore. Malaysia, Thailand, Laos, Vietnam and China respectively.

4. Supply Chain Solutions

The supply chain solutions service is the provision of customs clearance services. Domestic transportation and warehouses in various forms. In 2022, the company has a total warehouse area of 31,800 square meters, of which the service area is divided into 5,000

square meters in the Laem Chabang area, 10,000 square meters in the Bangna-Trad km.18 area and providing services in the customer area of 16,800 square meters in Kanchanaburi.

Presented the 2022 operating results with 7% increase in revenue over the previous year, 1.8% increase in gross profit, 17.8% gross profitability, 3.4% increase in net profit and 7.8% net profit margin.

Report on operating income in 2022 due to the global economic slowdown. Including shipping rates and the air has decreased and from the situation of China's country closure And there are various checkpoints closed. resulting in reduced revenue for cross-border transport and has presented the operating results separated by services as follows:

- Sea Freight service revenue was 3,758 million baht, an increase of 0.75 % from the previous year, and the transport volume was 33,608 TEUs, an increase of 3% from the previous year.
- Air Freight service revenue was 1,616 million baht, a decrease of 9% from the previous year, and the volume of freight was 8,803 tons, a decrease of 39% from the previous year due to lower freight charges. And the service was moved from air to sea freight.
- Cross Border Services revenue was 1,534 million baht, a decrease of 20% from the previous year, and the volume of transportation was 14,847 trips, a decrease of 13% from the previous year due to the closure of border checkpoints and the closure of China. making the service available to be limited.
- Supply Chain Solutions service revenue was 417 million baht, an increase of 4% from the previous year and had an area of 31,800 square meters, an increase of 38% due to the expansion of service areas.

Gross profit for the year 2022 was 1,266 million baht, an increase of 22 million baht, or 1.8%, because the company has a Cost Management Strategy, resulting in Gross Profit Margin for this year compared to last year, from 16.29% to 17.83%.

Net profit for the year 2022 was 554 million baht, an increase of 19 million baht, representing 3% of the previous year for the same period, although revenue in 2022 decreased from the previous year. But the company still has more profits. Due to the Company's efficient cost management, it can be seen from the increased profitability. The net profit margin improved this year from 6.9% to 7.8%.

Performance information and Management Discussion and Analysis: Management Discussion and Analysis (MD&A) appears in the Annual Registration Statement / Annual Report 2022 (Form 56-1 One Report) under the heading "The Analysis and Discussion of the Management", pages 60 to page 70, which were sent to shareholders in the form of QR Code, together with the meeting invitation letter.

Dr. Araya Kongsoonthorn reported to the meeting about the anti-corruption performance or CAC as follows: In 2022, the Company reviewed its anti-corruption policies and practices to prevent and reduce the opportunity that the company will be used as a channel for corruption regularly There is a corruption risk assessment and improvement of various guidelines for use, for example, guidelines for accepting and giving gifts or No Gift Policy by setting a policy forbidding accepting and giving gifts or any form of compensation all types of customers, partners, business associates in the festival There is a whistle blowing policy and a channel for receiving complaints or whistleblowing from outsiders and internal employees. by announcing channels for receiving whistleblowing from third parties on the organization's website.

The company has an open letter inviting business partners, trade partner and other general companies joining as network partners Thailand's Private Sector Collective Action Coalition Against Corruption Project and in this year 2023, the company is in the process of preparing information and applying for a renewal of CAC certification, which will be due in December 2023.

Dr. Araya Kongsoonthorn gave the shareholders an opportunity to ask questions and give additional opinions.

There was no questions. The chairman then concluded that this agenda was for acknowledgment. No need to vote.

The meeting acknowledged the operating results of the Company for the year 2022 as proposed.

Agenda 3 To Consider and Approve the Financial Statement for the year ended 31 December, 2022

The Chairman assigned Ms. Busarin Tuanchaem, Director of Accounting and Finance Department, presenting details to the meeting

Ms. Busarin Tuanchaem reported to the meeting that the Company had prepared the financial statements for the year 2022 ending December 31, 2022. The Audit Committee had a meeting to consider the financial statements together with the certified public accountant of EY Office Limited. It was concluded that the financial statements presented the financial base. Operating results and cash flow statement correctly as it should be in essence according to generally accepted accounting principles. The important things can be summarized as follows:

(Unit : Baht)

Detail	Consolidated Financial Statements	Separate Financial Statements
Asset	3,332,376,101	2,150,425,921
Total Liabilities	1,460,735,409	492,520,890
Equity of the Company's shareholders	1,639,421,253	1,657,905,031
Total Income	7,136,720,236	3,696,115,724
Net profit attributable to shareholders of the Company	554,057,068	570,080,840
Earnings per share (Baht/Share)	0.85	0.87

The details appear in the Company's financial statements, which are shown on pages 161 to page 227 of the Annual Registration Statement / Annual Report 2022 (Form 56-1 One Report) which has been sent to the shareholders together with the meeting invitation letter.

After that, shareholders were given an opportunity to ask more questions and make additional comments.

There were no questions, the chairman proposed the meeting to approve the balance sheet and profit and loss for the year 2022 ending on December 31, 2022 as proposed.

The meeting considered approved the statement of financial position and statement of comprehensive income for the year ended December 31, 2022, which was reviewed by the Audit Committee, including auditing and certifying from the Company's auditor from EY Office Company Limited according to the details presented in all respects with a majority vote in this agenda.

Approved	307,213,880	Votes	equivalent to	100.00
Disapproved	0	Votes	equivalent to	0.0000
Abstained	0	Votes	equivalent to	0.0000
VOID	0	Votes	equivalent to	0.0000

Agenda 4 To Consider and Approve the Allocation of Net Profit and Dividend Payment for Year 2022

The Chairman reported to the meeting that the Company has a policy to pay dividends at a rate of no less than 50 percent of net profit after deduction of corporate income tax. and statutory reserve for the Company's separate financial statements. However, such dividend payment is subject to change. This depends on the investment plan, liquidity, necessity, and other suitability in the future as assigned by the Board of Directors. and/or shareholders of the Company deems appropriate, provided that the dividend payment must not materially affect the normal operation of the Company. The Board of Directors' resolution approving the dividend payment must be presented to the shareholders' meeting for approval. Unless it is an interim dividend payment. The Board of Directors has authority to approve interim dividend payment. And will report to the shareholders' meeting at the next meeting. According to the operating results for the year 2022, the accounting period ended December 31, 2022, the company has a net profit according to the separate financial statements of 570,080,84 0 baht (five hundred seventy million eighty thousand eight hundred and forty baht) and because at the end of the period The account ended December 31, 2017. The company has a registered capital of 325,949,750 baht and a legal reserve of 32,594,975 baht, representing 10% of the registered capital of the company that has reached the company's regulations. Therefore, the company does not have to allocate additional profit as a reserve fund. The Board of Directors' Meeting No. 2 /2 0 2 3 held on February 2 1, 2023 has approved the cash dividend payment. For the operating results of the fiscal year 2022 for registered and paid-up capital less treasury shares in the amount of 650,541,100 shares, proposed dividend payment from retained earnings to shareholders at the rate of 0.44 baht per share (forty-four satang), totaling 286,238,084 baht (two hundred eighty-six million two hundred thirty eight four thousand baht) or approximately 50.21% of the net profit according to the separate financial statements. The rate of dividend payment this time is in accordance with the dividend payment policy of the Company. And determine the list of shareholders (Record Date) who are entitled to receive dividends on March 9, 2023. The company will pay dividends to shareholders according to the list of shareholders whose register book is closed on May 15, 2023.

After that, shareholders were given an opportunity to ask more questions and make additional comments.

There were no questions, so the Chairman proposed the meeting to consider and approving the appropriation of profit and dividend payment for the year 2022 as proposed.

The meeting considered approved the profit allocation and dividend payment of the year 2022 with a majority vote. The details are as follows.

Approved	307,199,880	Votes	equivalent to	99.9954
Disapproved	14,000	Votes	equivalent to	0.0046
Abstained	0	Votes	equivalent to	0.0000
VOID	0	Votes	equivalent to	0.0000

Agenda 5 To consider and approve the appointment of new directors in replacement of the directors who were retired by rotation

The Chairman assigned Mr. Komol Rungruangyot, Chairman of the Nomination and Remuneration Committee, to was the person presenting the details to the meeting.

Mr. Komol Rungruangyot reported to the meeting that according to Section 71 of the Public Limited Company Act B.E. 2535 and Article 22 of the Company's Articles of Association, at every annual general meeting Directors must retire at least one-third (1/3) by the rate. If the number of directors cannot be divided into three parts, then the number closest to one-third (1/3) shall retire. Retiring Director May be re-elected to take office again.

In the Annual General Meeting of Shareholders for the year 2023 of the Company, there are 3 directors who have completed their term of office as follows:

1. Professor Ruth Banomyong (PhD) Independent Director
Chairman of the Audit Committee
2. Mr. Boongrieng Thanaphansin Independent Director
Audit Committee
Chairman of Corporate Governance and Sustainability Committee
3. Dr. Araya Kongsoonthorn Director
Nomination and Remuneration Committee
Chief Executive Officer

To encourage the meeting to freely express opinions and consider voting on this agenda. In this regard, Professor Ruth Banomyong (PhD), Mr. Boongrieng Thanaphansin and Dr. Araya Kongsoonthorn Directors retiring by rotation Expressing an intention to leave the meeting room temporarily until the voting in this agenda is completed.

Regarding the nomination of directors, the Company has announced that minority shareholders can nominate candidates for election as directors at the 2023 Annual General Meeting of Shareholders between October 3, 2022 to December 30, 2022 through the Company's website. and news system of the Stock Exchange of Thailand (SET Link), totaling 89 days.

The Nomination Committee and Board of Directors Excluding the directors who must retire by rotation this time. The Audit Committee has reviewed the qualifications, experience, and expertise of all directors who have completed their terms. Opinion that independent directors and all 3 directors are qualified, qualified, experienced and professionally skilled and capable of creating benefits for the Company's business operations. And will be able to give opinions independently and in accordance with relevant rules and laws. The majority voted to approve the proposal to re-elect all directors who completed their terms as independent directors, directors, and various sub-committees. next term

Curriculum vitae and information of the 3 persons appear in Attachment No. 3 on pages 28 to page 34 of the notice of the meeting that had already been sent to the shareholders.

After that, shareholders were given an opportunity to ask more questions and make additional comments.

There was no questions, then the Chairman proposed to the meeting to consider and approve the re-election of directors who retired by rotation to resume their positions individually. To comply with corporate governance principles, shareholders and proxies are requested to vote against or abstain.

After consideration, the meeting resolved to approve the re-election of the directors who retired by rotation to be independent directors, directors and sub-committees. of the Company for another term Approved by a majority vote of the shareholders attending the meeting and having the right to vote for the election of directors individually. The details are as follows.

1.	Professor Ruth Banomyong (PhD)	Independent Director			
		Chairman of the Audit Committee			
Approved	304,349,280	Votes	equivalent to	99.0676	
Disapproved	2,649,100	Votes	equivalent to	0.8623	
Abstained	215,500	Votes	equivalent to	0.0701	
VOID	0	Votes	equivalent to	0.0000	
2.	Mr. Boongrieng Thanaphansin	Independent Director			
		Audit Committee			
		Chairman of Corporate Governance and Sustainability Committee			
Approved	304,610,780	Votes	equivalent to	99.1527	
Disapproved	2,603,100	Votes	equivalent to	0.8473	
Abstained	0	Votes	equivalent to	0.0000	
VOID	0	Votes	equivalent to	0.0000	
3.	Dr. Araya Kongsoonthorn	Director			
		Nomination and Remuneration Committee			
		Chief Executive Officer			
Approved	177,599,300	Votes	equivalent to	98.5376	
Disapproved	2,635,800	Votes	equivalent to	1.4624	
Abstained	0	Votes	equivalent to	0.0000	
VOID	0	Votes	equivalent to	0.0000	

Remark: Voting in this agenda Not counting stakeholders' votes Total number of shares 126,978,780 shares

Finished voting The chairman invited 3 directors who retired by rotation to return to the meeting room. to continue the meeting according to the agenda

Agenda 6 To consider and approve the remuneration of the directors for the year 2023

The Chairman assigned Mr. Komol Rungruangyot, Chairman of the Nomination and Remuneration Committee, to was the person presenting the details to the meeting.

Mr. Komol Rungruangyot reported to the meeting that the Remuneration Committee had considered in accordance with the policy on remuneration for directors. By considering the comparison of references from the same industry and the performance of the company Including the duties, responsibilities and performance of the Board of Directors and each sub-committee. It was deemed appropriate to propose to the Board of Directors for approval and to propose to the Annual General Meeting of Shareholders to consider and approve the remuneration of directors and sub-committees for the year 2023 at the same rate. in the form of meeting allowances as follows:

The Board of Directors

- Chairman 40,000 baht per time
- Director 20,000 baht per time

The subcommittee

- Chairman 25,000 baht per time
- Director 20,000 baht per time

and a special bonus for directors at a rate not exceeding 1 % of dividends paid to shareholders in that year. And other welfare None. The details of remuneration will be determined in the form of meeting allowance per time. Including appearing on page 37 of the meeting invitation addressed to all shareholders.

Request the shareholders' meeting to consider and approve the director's remuneration for the year 2023 as per the details of the Company's director's remuneration. Subcommittees and special bonuses for directors comparing year 2023 and 2022 are as follows:

Compensation component	Meeting allowance (baht / time)	
	2022	2023(proposed year)
1. Board of Directors		<u>constant</u>
- CHAIRMAN OF THE BOARD	40,000 baht / time	40,000 baht / time
- DIRECTOR	20,000 baht / person / time	20,000 baht / person / time
2. Audit Committee		<u>constant</u>
- CHAIRMAN	25,000 baht / time	25,000 baht / time
- DIRECTOR	20,000 baht / person / time	20,000 baht / person / time
3. NOMINATION AND REMUNERATION Committee		<u>constant</u>
- Chairman	25,000 baht / time	25,000 baht / time
- Director	20,000 baht / person / time	20,000 baht / person / time
4. Risk Management Committee		<u>constant</u>
- Chairman	25,000 baht / time	25,000 baht / time
- Director	20,000 baht / person / time	20,000 baht / person / time
5. Corporate Governance and Sustainable Development Committee		<u>constant</u>
- Chairman	25,000 baht / time	25,000 baht / time

- Director	20,000 baht / person / time	20,000 baht / person / time
6. SPECIAL BONUSES	Consider allocating from the operating results but not more than 1%	Not more than 1% of dividends paid to shareholders
7. OTHER COMPENSATION	None	None

For details of individual directors' remuneration for the year 2022, appear in the topic. "Remuneration of the Board of Directors", pages 128 of the Annual Registration Statement / Annual Report 2022 (Form 56-1 One Report), which was delivered in the form of a QR Code to the shareholders together with the notice of this meeting.

After that, shareholders were given an opportunity to ask more questions and make additional comments.

There were no questions, so the chairman proposed to the meeting to consider and approve the director's remuneration for the year 2023 as proposed.

The meeting considered approved the remuneration of directors for the year 2023 with details of the remuneration as proposed. with a majority vote. The details are as follows.

Approved	306,984,380	Votes	equivalent to	99.9253
Disapproved	14,000	Votes	equivalent to	0.0046
Abstained	215,500	Votes	equivalent to	0.0701
VOID	0	Votes	equivalent to	0.0000

Agenda 7 To consider and the appointment of the auditor and determination of compensation of the auditor for the year

2023

The Chairman assigned Professor Ruth Banomyong (PhD) Chairman of the Audit Committee to presenting details to the meeting.

Professor Ruth Banomyong (PhD) reported to the meeting that Section 120 of the Public Limited Companies Act B.E. and determine the amount of audit fees of the company every year In appointing the auditor, the same auditor may be reappointed.

and to comply with the said Public Limited Company Act Therefore, the Board of Directors deems appropriate according to the proposal of the Audit Committee to propose to the shareholders' meeting to consider appointing the auditors as follows:

1. Mrs. Gingkarn Atsawarangsalit Certified Public Accountant No. 4496 and/or
2. Ms. Pimjai Manitkajohnkit Certified Public Accountant No. 4521 and/or
3. Ms. Orawan Techawatanasirikul Certified Public Accountant No. 4807 and/or
4. Mrs. Nummon Kerdmongkhonchai Certified Public Accountant No. 8368 and/or
5. Ms. Wilaiporn Chaowiwatkul Certified Public Accountant No. 9309

Any one of EY Office Company Limited (EY) is the Company's auditor and expresses opinions on the Company's financial statements. and determine the remuneration for the Company's financial statements for the year 2023 in the amount of 2,040,000 baht (two million and forty thousand baht), which is an increase compared to the year 2022, however, such audit fees do not include other services (non-audit fees).

If there is, the company will pay accordingly. EY Office Co., Ltd. has acted as an auditor for the company. It has been for 9 years (2014-2022). Details of comparative audit fees are as follows:

Detail	2021	2022	2023 (proposed year)
Annual Audit Fee	1,180,000	1,230,000	1,230,000
Quarterly Verification Fee (Quarter 1,2,3 And Combination)	810,000	810,000	810,000
Total	1,990,000	2,040,000	2,040,000

the auditors according to the proposed list is an auditor approved by the Office of the Securities and Exchange Commission. and no relationship or interests with the Company, subsidiaries, executives, major shareholders or any person related to such person in any way. Therefore, they are independent in auditing and expressing their opinions on the Company's financial statements. Including the certified public accountants as listed above, there is no auditor who has performed the auditing duties of the Company for more than 5 consecutive fiscal years.

After that, shareholders were given an opportunity to ask more questions and make additional comments.

It turned out that there were no questions. Professor Ruth Banomyong (PhD) therefore proposed to the meeting to consider and approve the appointment of auditors and the audit fee for the year 2023 as proposed.

The meeting considered Approved the appointment of Mrs. Ginkarn Atsawarangsarit Certified Public Accountant No 4496 and/or Ms. Pimjai Manitkajohnkit Certified Public Accountant No.4521 and/or Ms. Orawan Techawatanasirikul Certified Public Accountant No 4807 and/or Mrs. Nummon Kerdmongkhonchai Certified Public Accountant No 8368 and/or Ms. Wilaiporn Chaowiwatku Certified Public Accountant No 9309, any one of EY Office Company Limited (EY) is the Company's auditor. and determine the audit fee for the year 2023 in the amount of 2,040,000 baht according to the details proposed by the majority of votes. The details are as follows.

Approved	307,213,880	Votes	equivalent to	100.0000
Disapproved	0	Votes	equivalent to	0.0000
Abstained	0	Votes	equivalent to	0.0000
VOID	0	Votes	equivalent to	0.0000

Agenda 8 To consider other matters (if any)

The Chairman gave the shareholders an opportunity to propose other matters apart from the agenda specified in the meeting invitation letter. By proposing any other matters, according to Section 105 paragraph 2 of the Public Limited Companies Act B.E. Shareholders holding shares in aggregate not less than one-third of the total number of shares sold may request the meeting to consider other matters other than those specified in the notice calling for the meeting.

No shareholder proposed any other matter.

The Chairman gave the shareholders an opportunity to ask questions and make additional suggestions. Including answering questions from shareholders who have sent questions in advance as follows:

Mr. Thana Asavathamma, a shareholder sent questions in advance, asked 2 questions as follows:

1. How does the company plan to create a long-term competitive advantage for 3-5 years with the same type of business?
2. If there is an entry of a competitor to focus on price competition and have higher capital How can the company survive in the business?

Mr. Chudet Kongsoonthorn Managing Director Business Development Answer the following questions:

1. The company has a plan to create a competitive advantage. The company has a strategy to expand cooperation and collaboration with overseas networks. to increase service capability and become more competitive Focus on business cooperation with partners. partners to develop and expand business together in the future.
2. Focusing on logistics services, not focusing on price competition, but the company will mainly focus on providing services to meet the needs of customers. and deliver quality services to customers.

The Chairman thanked all shareholders for taking the time to attend the Annual General Meeting of Shareholders as well as giving useful comments and suggestions today. This is considered an important encouragement and support to the Board of Directors and all executives in the management of the Company's business in the future. and ask everyone to take care of their health and go through the crisis from this epidemic situation together Then said the closing of the 2023 Annual General Meeting of Shareholders.

In this regard, the company recorded the 2023 Annual General Meeting of Shareholders in the form of video media.

The meeting closed at 15:50 AM.

(sign) - Mr. Ekaphol Pongstabhon - Chairman of the meeting
(Mr. Ekaphol Pongstabhon)

(sign) - Poramaporn Chamnongsuk - Recorder
(Ms. Poramaporn Chamnongsuk)

Profile of the person nominated as director

Attachment 3

Type of Director that will be : **Director / Independent Director****nominated**

(has been considered by the Nomination and Remuneration Committee)

Consider compensation)

Name-Surname : Mr. Silawat Santivisat**Age** : 61 years old**Nationality** : Thai

Educational Background :

- Bachelor's Degree : Faculty of Engineering, Chulalongkorn University
- Master's Degree : Chemical Engineering, The University of Texas at Austin, USA
- Master's Degree : EMBA, Sasin Graduate Institute of Business Administration of Chulalongkorn University



Director Course Training :

- Corporate Governance for Capital Market Intermediaries (CGI) 4/2015 - IOD
- Anti- Corruption : The Practical Guide (ACPG) 18/2015 - IOD
- Director Certification Program (DCP) 303/2020 – IOD
- The Board's Role in Mergers & Acquisitions (BMA) 2/2022 - IOD
- Subsidiary Governance Program 6/2023 – IOD
- Senior Executive Course 30/2020 – Capital Market Academy
- CIMB – INSEAD Leadership Program, Paris, France 2015
- Executive Program for Senior Management 2008 by The Fiscal Policy Research Institute Foundation

Current Position : -**Shareholding in the Company** : None**Family Relationship with the Executive or the Major** : None**Shareholder****Work experience****Holding the Post of Director/Executive in other Business**

a) Number of businesses that hold the post in the non-listed company

- | | |
|----------------------|--|
| 1) Director | Kasikorn Vision Information Technology Co., Ltd. China |
| 2) Honorary Director | Thailand Securities Depository Co., Ltd. (TSD) |

b) Name of the listed company (other)

- | | |
|---|--|
| 1) Advisor to the Chief Executive Officer | Kasikornbank Public Company Limited |
| 2) Executive Advisor | Social Enterprise, Thai Digital Platform: Thailand Official Travel Application |

WICE Logistics Public Company Limited
88/8 Nonsee Road, Chong-nonsee, Yannawa,
Bangkok 10120, Thailand
Tel: (662) 681 6181 | Fax: (662) 681 6173-75

บริษัท ไวส์ โลจิสติกส์ จำกัด (มหาชน)
88/8 ถนนนนทบุรี แขวงช่องนนทบุรี
เขตยานนาวา กรุงเทพฯ 10120
โทรศัพท์: (662) 681 6181 | โทรสาร: (662) 681 6173-75

- 3) Advisor to the Risk Management Subcommittee Government Pension Fund (GPF)
- 4) Director Small & Medium Industrial Institute (SMI), The Federation of Thai Industries
- 5) Subcommittee Strategy and Promotion Sub-committee under Electronic Transactions Committee, Electronic Transactions Development Agency
- 6) Honorary Director in electronic commerce Electronic Transactions Committee, Electronic Transactions Development Agency
- 7) Director Ease of Doing Business working group, The Joint Standing Committee on Commerce, Industry and Banking
- c) Positions in businesses related to/related to the company's business: None
- d) Specify the name of the type of business in case that may cause conflicts of interest or business competition with the Company. : No director/executive position in the said business

Number of years in office : -

Attending the meeting in 2023 : -

Have qualifications as according : Yes

to the law and have no prohibited

characteristics according to the

announcement of the Capital

Market Supervisory Board

Illegal record in the past 10 years : There is no record of criminal offense in the offense. Property Which was done dishonestly

Information for considering the election of independent directors	
having interests in the following manners with the company/parent company/subsidiary company/associated company/major shareholder or controlling person of the company at present or in the past 2 years	
- To be/ not to be the director who is participative in management, employee, officer or consultant who is paid for permanent salary.	No
- To be / not to be the professional service provider (such as auditor, legal consultant)	No
- Have/ not have significant business relationship that may result in inability to independently perform duty (such as purchase/sale of raw material/product/management /lending or borrowing).	No
- To be / not to be the relatives with the Executive or the Major Shareholder of the Company/subsidiaries	No
- To be/ not be the director who is appointed to be the representative of the director of the Company, major shareholder, or shareholder who is related to the major shareholder of the Company.	No
- Be a business operator or a director who is involved in the management staff employee Salary consultant or holding more than one percent of the total number of shares with voting rights of an entity of the same nature and of significant competition.	No

Principles of recruiting directors

The Board of Directors agreed to propose to the shareholders' meeting as proposed by the Nomination and Remuneration Committee. The person nominated this time has been considered in accordance with the process specified by the company, and have qualifications in accordance with relevant regulations and suitable for the business of the company and the Board of Directors has considered It is of the opinion that the person who will be nominated as an independent director has qualifications in accordance with the laws related to the requirements relating to independent directors. Therefore, it was resolved to propose to appoint Mr. Silawat Santivisat who possesses appropriate qualifications as specified in the Public Company Limited Act B.E. 2535 (including amendments) and the Announcements of the Stock Exchange of Thailand, Office of the Securities and Exchange Commission and the Capital Market Supervisory Board determines, and does not have prohibited characteristics as announced by the Capital Market Supervisory Board, including knowledge, abilities, and experience related to the company's operations, which can contribute to its development.

Furthermore, the Board of Directors has reviewed and found that Mr. Silawat Santivisat meets all the criteria to be an independent director as defined by the company, which aligns with the requirements of the Securities and Exchange Commission or the Stock Exchange of Thailand. He is not conflicted in terms of interests or detrimental to the company, and he possesses specific experience and expertise beneficial to the company's business operations. Moreover, he is able to express opinions and provide independent recommendations regarding the company's operations in accordance with relevant criteria and laws. Overall, his contribution is highly beneficial to the company.

For the election of directors who retired by rotation this time No shareholders nominated for consideration.

Profile of the person nominated as director

Type of Director that will be nominated : **Director / Nomination and Remuneration Committee / Risk Management Committee / Corporate Governance and Sustainability Committee / Managing Director Corporate support**

(has been considered by the Nomination and Remuneration Committee)

Consider compensation)

Name-Surname : Ms. Thitimar Tantikulsumton

(Proposed to be re-appointed for another term)

Age : 57 years old

Nationality : Thai

Educational Background : • Bachelor's Degree : Bachelor of Business Administration, Finance, University of the Thai Chamber of Commerce

• Master's Degree : Faculty of Journalism, Public Relations, Sripatum University

Director Course Training : • Director Accreditation Program (DAP SEC/2014) - IOD

• Ethical Leadership Program (ELP 10/2017) - IOD

• Anti-Corruption the Practical Guide (ACPG42/2017) -IOD

• Director Forum I Engaging Board in ESG: The Path to Effective Sustainability – IOD

• Seminar, CGR Workshop No. 1/2021 – IOD

• SME ADVANCED Course, Class 1

• Risk management course, Advance level, Federation of Accounting Professions Under The Royal Patronage of His Majesty The King

• Advanced Master of Management Program, (AMM 6/2020) - National Institute of Development Administration (NIDA)

• Hot Issue for Directors Course on Climate Governance 2023, Stock Exchange of Thailand (SET)

• Seminar, HCM Forum ""People strategy is business strategy" - Thai Listed Companies Association

Current Position : Director / Nomination and Remuneration Committee / Risk Management Committee / Corporate Governance and Sustainability Committee / Managing Director Corporate support, WICE Logistics Public Company Limited

Shareholding in the Company : Amount 56,857,280 Shares (8.722%) (RD on March 5, 2023)

Family Relationship with the Executive or the Major Shareholder : Sister of Executive and Major Shareholder



Work experience

Holding the Post of Director/Executive in other Business

- a) Number of businesses that hold the post in the non-listed company

1) Director

WICE Supply Chain Solutions Co., Ltd.

- b) Name of the listed company (other)

- No position in other non-listed companies

- c) Positions in businesses related to/related to the company's business: : None

- d) Specify the name of the type of business in case that may cause conflicts : No director/executive position in the said business
of interest or business competition with the Company.

Number of years in office : 9 years 7 months (2014 - Present)

Attending the meeting in 2023 :

- Board of Directors Meeting 9 times, attended 9 times (100%)
- Nomination and Remuneration Committee meeting 1 time, attended 1 time (100%)
- Corporate Governance and Sustainability Committee 1 time, attended 1 time (100%)
- Risk Management Committee meeting 4 times, attended 4 times (100%)

Have qualifications as according : Yes

to the law and have no prohibited

characteristics according to the

announcement of the Capital

Market Supervisory Board

Illegal record in the past 10 years : There is no record of criminal offense in the offense. Property Which was done dishonestly

Principles of recruiting directors

The Board of Directors agreed to propose to the shareholders' meeting as proposed by the Nomination and Remuneration Committee. The person nominated this time has been considered under the process specified by the company. and have qualifications under relevant regulations and suitable for the business of the company and the Board of Directors has considered It believes that the person who will be nominated as a director has qualifications under the Public Company Limited Act B.E. 2535 (including amendments) and the Announcements of the Stock Exchange of Thailand, Office of the Securities and Exchange Commission and the Capital Market Supervisory Board determines, and does not have prohibited characteristics as announced by the Capital Market Supervisory Board. Moreover, she has specific qualifications, experience, and expertise that are appropriate for the Company's business operations, especially in the field of business administration is beneficial to the Company's business operations. All directors performed their duties as directors and sub-committees with great efficiency and also provided valuable insights and recommendations that greatly benefit the Company's operations. Therefore, it was resolved to propose to appoint Ms. Thitimar Tantikulsuntorn who possesses all appropriate qualifications as specified by the Company and is proficient in the logistics industry and human resource management, has a wide vision, supports various social activities, consistently supervises and monitors operational risk management in operations to ensure integrity and compliance, maintaining a balanced approach and steadfast commitment to preventing fraud and corruption. Additionally, she manages operations with honesty and transparency. Therefore, the re-election of her as director will help foster continuity in the company's management and effectively sustain business operations over the long term.

For the election of directors who retired by rotation this time No shareholders nominated for consideration.

Profile of the person nominated as director

Type of Director that will be nominated : **Director / Corporate Governance and Sustainability Committee / Director of Accounting and Finance**

(has been considered by the Nomination and Remuneration Committee
Consider compensation)

Name-Surname : Ms. Busarin Tuanchaem

(Proposed to be re-appointed for another term)

Age : 48 years old

Nationality : Thai

Educational Background : • Bachelor's Degree : Faculty of Business Administration, Accounting, Ramkhamhaeng University

• Bachelor's Degree : Faculty of Economics, Business Economics, Sukhothai Thammathirat Open University

• Master's Degree : Master of Business Administration, Finance (MBA), Ramkhamhaeng University

Type of Director that will be nominated : • Company Secretary Program (CSP 65/2015) – IOD
• Strategic CFO in Capital Markets Program No. 5/2017 - SET

• Director Accreditation Program (DAP148/2018) - IOD
• Analysis cash flow statement and cash flow management for 2019 - Federation of Accounting Professions Under The Royal Patronage of His Majesty The King
• Analysis current, knowing the future through financial statements for 2019- Federation of Accounting Professions Under The Royal Patronage of His Majesty The King
• Corporate Governance for Executives (CGE 20/2022) - IOD
• Seminar on the Strong Securities Issuer Project on the topic "Role and Duties of Directors and Executives of Listed Companies" - The Securities and Exchange Commission (SEC)

Current Position : Director / Corporate Governance and Sustainability Committee / Director of Accounting and Finance

WICE Logistics Public Company Limited

Shareholding in the Company : Amount 20,000 shares (0.0003%) (RD on March 5, 2024)

Family Relationship with the Executive or the Major : None

Shareholder

Work experience

Holding the Post of Director/Executive in other Business

a) Number of businesses that hold the post in the non-listed company



- No position in other non-listed companies

b) Name of the listed company (other)

1) Director / Corporate Governance and Sustainability Committee Euroasia Total Logistics Public Company Limited

c) Positions in businesses related to/related to the company's business: Euroasia Total Logistics Public Company Limited

d) Specify the name of the type of business in case that may cause conflicts of interest or business competition with the Company. : Transportation and Logistics

Number of years in office : 6 years 1 month (2018 - Present)

Attending the meeting in 2023 :
 • Board of Directors Meeting 9 times, attended 9 times (100%)
 • Corporate Governance and Sustainability Committee Meeting 1 time, attended 1 time (100%)

Have qualifications as according : Yes

to the law and have no prohibited

characteristics according to the

announcement of the Capital

Market Supervisory Board

Illegal record in the past 10 years : There is no record of criminal offense in the offense. Property Which was done dishonestly

Principles of recruiting directors

The Board of Directors agreed to propose to the shareholders' meeting as proposed by the Nomination and Remuneration Committee. The person nominated this time has been considered under the process specified by the company. and have qualifications under relevant regulations and suitable for the business of the company, the Public Company Limited Act B.E. 2535 (including amendments) and the Announcements of the Stock Exchange of Thailand, Office of the Securities and Exchange Commission, and the Capital Market Supervisory Board determines and does not have prohibited characteristics as announced by the Capital Market Supervisory Board. Moreover, she has specific qualifications, experience, and expertise that are appropriate for the Company's business operations, especially in the field of business administration is beneficial to the Company's business operations. All directors performed their duties as directors and sub-committees with great efficiency and also provided valuable insights and recommendations that greatly benefit the Company's operations. Therefore, it was resolved to propose to appoint Ms Busarin Tuanchaem who possesses appropriate qualifications suitable for the company's business, including knowledge and expertise in accounting and finance, visionary leadership, adherence to sustainable business practices, and integrity. She operates transparently, free from corruption and collusion. She continuously develops both personnel and the company, ensuring efficiency over time. Therefore, the re-election of her as director will contribute to the consistent and effective management of the company's operations. For the election of directors who retired by rotation this time No shareholders nominated for consideration.

Definition of “Independent Director” by the Company

Attachment 4

Equaling to the Requirement Pursuant to Proclamation of Capital Market Supervisory Board

1. Hold shares for not more than one percent of number of shares with total voting rights of the Company, holding company, subsidiary, associated company, major shareholder, or regulator of the Company. Therefore, it is counted in shareholding of the related person of such independent director.
2. Not to be or ever been the director who participates in management, employee, officer, and consultant who earns permanent salary or regulator of the Company, holding company, subsidiary in the same order, major shareholder, or regulator of the Company unless it is free from the said characteristic for not less than two years before appointment date as independent director. However, the said prohibited characteristic excludes the event that the independent director has ever been the official or consultant of the administrative agency who is the major shareholder or regulator of the Company.
3. Not to be 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 the executive, major shareholder, regulator or candidate who is nominated to be the executive or regulator of the company or its subsidiary.
4. Not have or ever had business relationship with the Company, holding company, subsidiary, associated company, major shareholder, or regulator of the Company in the way that may obstruct the use of his or her own free discretion including not to be or ever been the implied shareholder or regulator of the person with business relationship with the Company, holding company, subsidiary, associated company, major shareholder or regulator of the Company, unless he or she is free from availability of the said characteristic for not less than two years before appointment date as independent director.

Business relationship in Paragraph one includes doing the trade transaction usually performed for business engagement, rent or leasing real estate and property or suit-related item, or giving or receiving financial aid by receiving or lending, guaranteeing, giving asset as debt security, including other circumstances in the same vein, resulting in obligation incurred with the Company or the contractual party and payable to the other party from three percent of net tangible assets of the Company or from twenty million Baht and over depending on whichever amount is lower. However, the calculation of the said obligation shall be in line with the calculation method of value of the connected transaction pursuant to the Proclamation of Capital Market Supervisory Board on the Criteria of Doing Connected Transaction by analogy. However, in consideration on the said obligation, it is counted in incurred obligation during one year before the date that he or she has business relationship with the same person.

5. Not to be or ever been the auditor of the Company, holding company, subsidiary, associated company, major shareholder, or regulator of the Company; not to be the implied shareholder, regulator or partner of the auditing office that the auditor of the Company, holding company, subsidiary, associated company, major shareholder, or regulator of the company is in service unless he or she is free from availability of the said characteristic for not less than two years before appointment date as independent director.
6. Not to be or ever been any professional service provider including service provision as legal consultant or financial advisor whereas service charge exceeding two million Baht per year is received from the Company, holding company, subsidiary, associated company,

major shareholder or regulator of the Company; and not be the implied shareholder, regulator or partner of that professional service provider, unless he or she is free from availability of the said characteristics for not less than two year before the appointment date as independent director.

7. Not to be the appointed director to be the representative of the Company's director, major shareholder, or shareholder who is related to the major shareholder.
8. Not to engage in the same condition of business as the implied competition to the business of the Company or subsidiary; or not to be the implied partner in partnership; or to be the director who participates in management, employee, officer and consultant who receives permanent salary or holds shares exceeding one percent of the number of shares with total voting right of other company that engages in the same condition of business as the implied competition to the business of the Company or its subsidiary.
9. Not have any other characteristic that cannot freely express opinion on the Company's operation

After being appointed as the independent director with characteristics according to Paragraph 1 – 9, the independent director may be assigned from the Board to make decision on the business operation of the Company, holding company, subsidiary, associated company, subsidiary in the same order, major shareholder, or regulator of the Company. Collective decision can be made.

Determination of Directors' Remuneration for the year 2023

Attachment 5

Criteria and Procedure for Proposal of Remuneration

Nomination and Remuneration Committee Has considered comparing with the remuneration of directors of companies listed on the Stock Exchange of Thailand. which is a company with similar business size or in the same industry as the Company To propose to the Board of Directors' meeting and/or the shareholders' meeting to consider and approve the remuneration of the Company's directors. and sub-committees

The Board of Directors considers it appropriate to propose to the shareholders' meeting to consider and approve the remuneration for the Board of Directors. and sub-committees of the Company for the year 2024 in the form of meeting allowance per time and special bonuses for directors. The details of the remuneration components are as follows:


1. Remuneration in the form of meeting allowances for the Board of Directors and Sub-committees for the year 2024 Remuneration in the form of meeting allowance per time, maintaining the same rate.

Compensation component	Meeting allowance (baht / time)	
	2023	2024 (proposed year)
1. Board of Directors		<u>constant</u>
- Chairman of the board	40,000 baht / time	40,000 baht / time
- Director	20,000 baht / person / time	20,000 baht / person / time
2. Audit Committee		<u>constant</u>
- Chairman	25,000 baht / time	25,000 baht / time
- Director	20,000 baht / person / time	20,000 baht / person / time
3. Nomination and Remuneration Committee		<u>constant</u>
- Chairman	25,000 baht / time	25,000 baht / time
- Director	20,000 baht / person / time	20,000 baht / person / time
4. Risk Management Committee		<u>constant</u>
- Chairman	25,000 baht / time	25,000 baht / time
- Director	20,000 baht / person / time	20,000 baht / person / time
5. Corporate Governance and Sustainable Development Committee		<u>constant</u>
- Chairman	25,000 baht / time	25,000 baht / time
- Director	20,000 baht / person / time	20,000 baht / person / time

2. Compensation in the form of a special bonus of the Company's directors Approved to consider the allocation of no more than 1% of the dividends paid to shareholders.

In this regard, the above rates of remuneration for directors will be effective after the approval of the 2024 Annual General Meeting of Shareholders without any other remuneration.

Information of Independent Directors and Audit Committee Members
Attachment 6
Nominated by the Company as the Proxies of the Shareholders

Name – surname	Professor Ruth Banomyong (PhD)	
Position	Independent Director / Chairman of the Audit Committee	
Age	56 years old	
Address	39/87 Moo. 3 Tamon Bang Talat, Pak kret district, Nonthaburi	
Educational background	<ul style="list-style-type: none"> • Bachelor's degree : Economics, Lycee Michelet, France • Bachelor's degree : International Law, Universite de Paris I, Pantheon-Sorbonne, France • Master's degree : International Business Law Universite de Paris I, Pantheon-Sorbonne, France • Doctorate degree : International Logistics, Cardiff University, Wales, United Kingdom 	
Relationship between the Executive	- None -	
Shareholding in the Company	- None -	
Availability/Unavailability of Interests in the Agenda Proposed in the Meeting	- There is no special interest that is different from other directors. on all agendas proposed in this AGM	

Name – surname	Mr. Komol Rungruangyot	
Position	Independent Director / Audit Committee / Chairman of the Risk Management Committee / Chairman of the Nomination and Remuneration Committee / Corporate Governance and Sustainability Committee	
Age	61 years old	
Address	890/63 Rama 3 Road, Bang Phong Pang Subdistrict, Yannawa District, Bangkok	
Educational background	<ul style="list-style-type: none"> • Bachelor's degree : Computer Science and Economics Finance; Cornell College, Iowa • Master's degree : Business Administration, National Institute of Development Administration (NIDA) 	
Relationship between the Executive	- None -	
Shareholding in the Company	- None -	
Availability/Unavailability of Interests in the Agenda Proposed in the Meeting	- There is no special interest that is different from other directors. on all agendas proposed in this AGM	

แบบหนังสือมอบฉันทะ แบบ ก.

Proxy Form A

เขียนที่.....

Made at

วันที่.....เดือน.....พ.ศ.....

Date

Month

Year

(1) ข้าพเจ้า.....สัญชาติ.....

I / We

Nationality

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

Residing at No.

Street

Sub-district

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

District

Province

Post Code

(2) เป็นผู้ถือหุ้นของ บริษัท ไวส์ โลจิสติกส์ จำกัด (มหาชน)

As a shareholder of WICE Logistics Public Company Limited,

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

holding a total number of shares and having total voting right of votes as follow:

หุ้นสามัญ.....หุ้นออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Ordinary share

shares, with the voting right of

votes

หุ้นบุริมสิทธิ.....หุ้นออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Preferred share

shares, with the voting right of

votes

(3) ขอมอบฉันทะให้

Hereby appoint

☐ (1).....อายุ.....ปี อยู่บ้านเลขที่.....

Name

Age

Years Residing at No

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....หรือ

Street

Sub- district

District

Province

Post Code

OR☐ (2) ศาสตราจารย์ ดร.รุธิร์ พนมยงค์ อายุ 56 ปี อยู่บ้านเลขที่ 39/87 หมู่ที่ 3 ตำบลบางตลาด อำเภอปากเกร็ด จังหวัดนนทบุรี

Prof. Dr. Ruth Banomyong Age 56 years, Residing at No. 39/87 Moo. 3 Tamon Bang Talat, Pak kret district, Nonthaburi

หรือ

OR☐ (3) นายกมล รุ่งเรืองยศ อายุ 61 ปี อยู่บ้านเลขที่ 890/63 ถนนพระราม 3 แขวงบางโพงพาง เขตยานนาวา กรุงเทพฯ

Mr. Komol Rungruanyot Age 61 years, Residing at No. 890/63 Rama 3 Road, Bang Phong Pang Subdistrict, Yannawa District, Bangkok

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) ในวันที่ 25 เมษายน 2567 เวลา 10:00 น. หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย anyone of the above as my/our Proxy to attend and vote on my/our behalf at the Shareholders' Annual General Meeting 2024 by electronic meeting (E-AGM) to be held on April 25, 2024 at 10:00 p.m., or at any adjournment thereof to any other day, time and venue.

กิจการใดที่ผู้รับมอบฉันทะกระทำให้ในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

All acts undertaken by the Proxy at this meeting, except the case that the Proxy did not vote as instructed herein, shall be deemed as my/our own act (s) in every respect.

ลงชื่อ.....ผู้มอบฉันทะ
Signed (.....) Shareholder

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

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

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

หมายเหตุ: ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าร่วมประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

Remarks: 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.

แบบหนังสือมอบฉันทะ แบบ ข.
Proxy Form B

เขียนที่.....

Made at

วันที่.....เดือน.....พ.ศ.....

Date

Month

Year

(1) ข้าพเจ้า.....สัญชาติ.....

I / We

Nationality

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

Residing at No.

Street

Sub-district

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

District

Province

Post Code

(2) เป็นผู้ถือหุ้นของ บริษัท ไวส์ โลจิสติกส์ จำกัด (มหาชน)

As a shareholder of WICE Logistics Public Company Limited,

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

holding a total number of shares and having total voting right of votes as follow:

หุ้นสามัญ.....หุ้นออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Ordinary share shares, with the voting right of votes

หุ้นบุริมสิทธิ.....หุ้นออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Preferred share shares, with the voting right of votes

(3) ขอมอบฉันทะให้

Hereby appoint

☐ (1).....อายุ.....ปี อยู่บ้านเลขที่.....

Name

Age

Years Residing at No

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....หรือ

Street

Sub- district

District

Province

Post Code

OR

☐ (2) ศาสตราจารย์ ดร.รุธีร์ พนมยงค์ อายุ 56 ปี อยู่บ้านเลขที่ 39/87 หมู่ที่ 3 ตำบลบางตลาด อำเภอปากเกร็ด จังหวัดนนทบุรี

Prof. Dr. Ruth Banomyong Age 56 years, Residing at No. 39/87 Moo. 3 Tamon Bang Talat, Pak kret district,

Nonthaburi

หรือ

OR

☐ (3) นายกมล รุ่งเรืองยศ อายุ 61 ปี อยู่บ้านเลขที่ 890/63 ถนนพระราม 3 แขวงบางโพงพาง เขตยานนาวา กรุงเทพฯ

Mr. Komol Rungruanyot Age 61 years, Residing at No. 890/63 Rama 3 Road, Bang Phong Pang Subdistrict, Yannawa

District, Bangkok

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุม สามัญผู้ถือหุ้น ประจำปี 2567 ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) ในวันที่ 25 เมษายน 2567 เวลา 10:00 น. หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

anyone of the above as my/our Proxy to attend and vote on my/our behalf at the Shareholders' Annual General Meeting 2024 by electronic meeting (E-AGM) to be held on April 25, 2024 at 10:00 p.m., or at any adjournment thereof to any other day, time and venue.

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

In this meeting, I/We hereby appoint my/our Proxy to vote as follows:

ระเบียบวาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2566

Agenda 1 To consider and certify the Minutes of the Annual General Meeting of Shareholders for the year 2023

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

ระเบียบวาระที่ 2 รับทราบผลการดำเนินงานของบริษัทในรอบปีที่ผ่านมา

Agenda 2 To acknowledge the Board of Directors report about the operating result for the year 2023

(ระเบียบวาระนี้ เป็นเรื่องเพื่อทราบ จึงไม่ต้องลงคะแนนเสียง)

(This agenda is for acknowledgement: voting is not required)

ระเบียบวาระที่ 3 พิจารณานุมัติงบการเงิน สำหรับรอบปีบัญชีสิ้นสุดวันที่ 31 ธันวาคม 2566

Agenda 3 To consider and approve the financial statements for the year ended 31 December 2023

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

ระเบียบวาระที่ 4 พิจารณานุมัติการจัดสรรกำไรและการจ่ายเงินปันผลประจำปี 2566

Agenda 4 To consider and approve the allocation of profits and dividend payment from the operating result of year 2023

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

ระเบียบวาระที่ 5 พิจารณานุมัติเลือกตั้งกรรมการแทนกรรมการที่ครบกำหนดออกตามวาระ

Agenda 5 To consider and approve the appointment of new directors in replacement of the directors who retired by rotation

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

☐ การแต่งตั้งกรรมการทั้งชุด

To elect directors as a whole

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

☐ การแต่งตั้งกรรมการเป็นรายบุคคล

Appointment of the certain directors as follows:

ชื่อกรรมการ นายศีลวัต สันติวิสฎฐ์

Name of Director: **Mr. Silawat Santivisat**

กรรมการอิสระ

Independent Director

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

ชื่อกรรมการ นางสาวจิตติมา ตันติกุลสุนทร

Name of Director: **Ms. Thitimar Tantikulsuntorn**

กรรมการ

Director

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

ชื่อกรรมการ นางสาวบุศรินทร์ ต่วนชะเอม

Name of Director: **Ms. Busarin Tuanchaem**

กรรมการ

Director

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

ระเบียบวาระที่ 6 พิจารณานุมัติค่าตอบแทนคณะกรรมการ ประจำปี 2567

Agenda 6 To consider and approve the Director's remuneration for the year 2024

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

ระเบียบวาระที่ 7 พิจารณานุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชีประจำปี 2567

Agenda 7 To consider and approve the appointment of the auditor and the determination of the auditor fee for the year 2024

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

ระเบียบวาระที่ 8 พิจารณานุมัติการแก้ไขเพิ่มเติมข้อบังคับของบริษัทฯ

Agenda 8 To consider and approve the amendment of the Company's Articles of Association

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

ระเบียบวาระที่ 9 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 9 Other matters (if any)

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of the Proxy on any agenda that is not in accordance with my/our instruction stated herein will be regarded as incorrect voting and will not be regarded as a vote of the shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case 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 or approve 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 freely vote at his/her own discretion.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

All acts undertaken by the Proxy at this meeting, except the case that the Proxy did not vote as instructed herein, shall be deemed as my/our own act (s) in every respect.

ลงชื่อ.....ผู้มอบฉันทะ
Signed (.....) Shareholder

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

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

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

- หมายเหตุ: 1 ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าร่วมประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
3. ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบปะจําต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

- Remarks: 1 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. In the agenda relating the election of Directors, it is applicable to elect either directors as a whole or elect each director individually.
3. In the case where there are agenda other than those specified above, additional details may be specified in the Attachment to this Proxy Form B.

ใบประจำต่อแบบพิมพ์หนังสือมอบฉันทะ แบบ ข.

Attachment to Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ไวส์ โลจิสติกส์ จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) ในวันที่ 25 เมษายน 2567 เวลา 10:00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The appointment of proxy by a shareholder of WICE Logistics Public Company Limited, for the Shareholders' Annual General Meeting 2024 (E-AGM) to be held on April 25, 2024 at 10:00 p.m., by electronic meeting (E-AGM), or at any adjournment thereof to any other day, time and venue.

วาระที่..... เรื่อง.....

Agenda Subject:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every Item at his/her own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

วาระที่..... เรื่อง.....

Agenda Subject:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

วาระที่..... เรื่อง.....

Agenda Subject:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

วาระที่..... เรื่อง เลือกตั้งกรรมการ (ต่อ).....

Agenda Subject:

ชื่อกรรมการ

Name of Director:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Name of Director:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Name of Director:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ จดออกเสียง

Abstain

ชื่อกรรมการ

Name of Director:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ จดออกเสียง

Abstain

ชื่อกรรมการ

Name of Director:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ จดออกเสียง

Abstain

ข้าพเจ้าขอรับรองว่ารายการในใบประจำต่อแบบหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ
I/We certify that the details in this Attachment to Proxy Form are completely correct and totally true.

ลงชื่อ.....ผู้มอบฉันทะ
Signed (.....) Shareholder

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

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

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

แบบหนังสือมอบฉันทะ แบบ ค.

Proxy Form C

(แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian)
ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)

เขียนที่.....

Made at

วันที่.....เดือน.....พ.ศ.....

Date

Month

Year

(1) ข้าพเจ้า.....สัญชาติ.....

I / We

Nationality

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

Residing at No.

Street

Sub-district

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

District

Province

Post Code

ในฐานะผู้ประกอบการธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian)

ให้กับ

As the Custodian for

ซึ่งเป็นผู้ถือหุ้นของ บริษัท ไวส์ โลจิสติกส์ จำกัด (มหาชน)

AS a shareholder of **WICE Logistics Public Company Limited ("The Company")**

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

holding a total number of shares and having total voting right of votes as follow:

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

Ordinary share

shares, with the voting right of

votes

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

Preferred share

shares, with the voting right of

votes

(2) ขอมอบฉันทะให้

Hereby appoint

☐ (1).....อายุ.....ปี อยู่บ้านเลขที่.....

Name

Age

Years Residing at No

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....หรือ

Street

Sub- district

District

Province

Post Code

OR

☐ (2) ศาสตราจารย์ ดร.รุธีร์ พนมยงค์ อายุ 56 ปี อยู่บ้านเลขที่ 39/87 หมู่ที่ 3 ตำบลบางตลาด อำเภอปากเกร็ด จังหวัดนนทบุรี

Prof. Dr. Ruth Banomyong Age 56 years, Residing at No. 39/87 Moo. 3 Tamon Bang Talat, Pak kret district,

Nonthaburi

หรือ

OR

☐ (3) นายกมล รุ่งเรืองยศ อายุ 61 ปี อยู่บ้านเลขที่ 890/63 ถนนพระราม 3 แขวงบางโพงพาง เขตยานนาวา กรุงเทพฯ

Mr. Komol Rungruanyot Age 61 years, Residing at No. 890/63 Rama 3 Road, Bang Phong Pang Subdistrict, Yannawa

District, Bangkok

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) ในวันที่ 25 เมษายน 2567 เวลา 10:00 หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย anyone of the above as my/our Proxy to attend and vote on my/our behalf at the Shareholders' Annual General Meeting 2024 by electronic meeting (E-AGM) to be held on April 25, 2024 at 10:00 p.m. or at any adjournment thereof to any other day, time and venue.

- (3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We therefore would like to vote for each agenda item as follows:

- ☐ มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือ และมีสิทธิออกเสียงลงคะแนนได้

To grant proxy the total amount of shares holding and entitled to vote.

- ☐ มอบฉันทะบางส่วน คือ

To grant partial shares of:

- ☐ หุ้นสามัญ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ เสียง

Ordinary share shares, entitled to voting right votes;

- ☐ หุ้นบุริมสิทธิ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ เสียง

Preferred share shares, entitled to voting right of votes

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด เสียง

Total voting right vote (s)

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

In this meeting, I/We hereby appoint my/our Proxy to vote as follows:

ระเบียบวาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2566

Agenda 1 To consider and certify the Minutes of the Annual General Meeting of Shareholders for the year 2023

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

- ☐ เห็นด้วย เสียง ☐ ไม่เห็นด้วย เสียง ☐ งดออกเสียง เสียง

Agree votes Disapprove votes Abstain votes

ระเบียบวาระที่ 2 รับทราบผลการดำเนินงานของบริษัทในรอบปีที่ผ่านมา

Agenda 2 To acknowledge the Board of Directors report about the operating result for the year 2023

(ระเบียบวาระนี้ เป็นเรื่องเพื่อทราบ จึงไม่ต้องลงคะแนนเสียง)

(This agenda is for acknowledgement; voting is not required)

ระเบียบวาระที่ 3 พิจารณานุมัติงบการเงิน สำหรับรอบปีบัญชีสิ้นสุดวันที่ 31 ธันวาคม 2566

Agenda 3 To consider and approve the financial statements for the year ended 31 December 2023

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

- ☐ เห็นด้วย เสียง ☐ ไม่เห็นด้วย เสียง ☐ งดออกเสียง เสียง

Agree votes Disapprove votes Abstain votes

ระเบียบวาระที่ 4 พิจารณานำมติการจัดสรรกำไรและการจ่ายเงินปันผลประจำปี 2566

Agenda 4 To consider and approve the allocation of profits and dividend payment from the operating result of year 2023

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

<input type="checkbox"/> เห็นด้วย	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Agree	votes	Disapprove	votes	Abstain	votes

ระเบียบวาระที่ 5 พิจารณานำมติเลือกตั้งกรรมการแทนกรรมการที่ครบกำหนดออกตามวาระ

Agenda 5 To consider and approve the appointment of new directors in replacement of the directors who retired by rotation

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

- ☐ การแต่งตั้งกรรมการทั้งชุด

To elect directors as a whole

<input type="checkbox"/> เห็นด้วย	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Agree	votes	Disapprove	votes	Abstain	votes

- ☐ การแต่งตั้งกรรมการเป็นรายบุคคล

Appointment of the certain directors as follows:

ชื่อกรรมการ นายศิวัต สันติวิสุทธิ

กรรมการอิสระ

Name of Director: **Mr. Silawat Santivisat**

Independent Director

<input type="checkbox"/> เห็นด้วย	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Agree	votes	Disapprove	votes	Abstain	votes

ชื่อกรรมการ นางสาววิติมา ตันติกุลสุนทร

กรรมการ

Name of Director: **Ms. Thitimar Tantikulsuntorn**

Director

<input type="checkbox"/> เห็นด้วย	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Agree	votes	Disapprove	votes	Abstain	votes

ชื่อกรรมการ นางสาวบุศรินทร์ ต่วนชะเอม

กรรมการ

Name of Director: **Ms. Busarin Tuanchaem**

Director

<input type="checkbox"/> เห็นด้วย	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Agree	votes	Disapprove	votes	Abstain	votes

ระเบียบวาระที่ 6 พิจารณานำมติค่าตอบแทนคณะกรรมการ ปี 2567

Agenda 6 To consider and approve the Director's remuneration for the year 2024

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

<input type="checkbox"/> เห็นด้วย	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Agree	votes	Disapprove	votes	Abstain	votes

ระเบียบวาระที่ 7 พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชีประจำปี 2567

Agenda 7 To consider and approve the appointment of the auditor and the determination of the auditor fee for the year 2024

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

<input type="checkbox"/> เห็นด้วย	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Agree	votes	Disapprove	votes	Abstain	votes

ระเบียบวาระที่ 8 พิจารณานำมติแก้ไขเพิ่มเติมข้อบังคับของบริษัทฯ

Agenda 8 To consider and approve the amendment of the Company's Articles of Association

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

<input type="checkbox"/> เห็นด้วย	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Agree	votes	Disapprove	votes	Abstain	votes

ระเบียบวาระที่ 9 พิจารณาเรื่องอื่นๆ

Agenda 9 To consider other matters (if any)

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

<input type="checkbox"/> เห็นด้วย	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Agree	votes	Disapprove	votes	Abstain	votes

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of the Proxy on any agenda that is not in accordance with my/our instruction stated herein will be regarded as incorrect voting and will not be regarded as a vote of shareholder.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case 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 or approve 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 freely vote at his/her own discretion.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุม เว้นแต่กรณี que ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

All acts undertaken by the Proxy at this meeting, except the case that the Proxy did not vote as instructed herein, shall be deemed as my/our own act (s) in every respect.

ลงชื่อ.....ผู้มอบฉันทะ

Signed (.....) Shareholder

ลงชื่อ.....ผู้รับมอบฉันทะ

Signed (.....) Proxy

ลงชื่อ.....ผู้รับมอบฉันทะ

Signed (.....) Proxy

ลงชื่อ.....ผู้รับมอบฉันทะ

Signed (.....) Proxy

หมายเหตุ:

1. หนังสือมอบฉันทะแบบ ค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลให้เท่านั้น
2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
 - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
 - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะได้รับอนุญาตประกอบธุรกิจ คัสโตเดียน (Custodian)
3. จำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
5. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุได้ข้างต้นผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ

Remarks:

1. 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. 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; and
 - (2) A document confirming that person who signs the proxy form is licensed to operate the custodian business.
3. 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. In the agenda relating the election of Directors, it is applicable to elect either directors as a whole or elect each director individually.
5. 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.

ใบประจำต่อแบบพิมพ์หนังสือมอบฉันทะ แบบ ค.

Attachment to Proxy Form C

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ไวส์ โลจิสติกส์ จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) ในวันที่ 25 เมษายน 2567 เวลา 10:00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The appointment of proxy by a shareholder of WICE Logistics Public Company Limited, for the Shareholders' Annual General Meeting 2024 (E-AGM) to be held on April 25, 2024 at 10:00 p.m., by electronic meeting (E-AGM), or at any adjournment thereof to any other day, time and venue.

วาระที่..... เรื่อง.....

Agenda Subject:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every Items at his/her own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

<input type="checkbox"/> เห็นด้วยเสียง	<input type="checkbox"/> ไม่เห็นด้วยเสียง	<input type="checkbox"/> งดออกเสียงเสียง
Agree	Disapprove	Abstain
votes	votes	votes

วาระที่..... เรื่อง.....

Agenda Subject:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every Items at his/her own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

<input type="checkbox"/> เห็นด้วยเสียง	<input type="checkbox"/> ไม่เห็นด้วยเสียง	<input type="checkbox"/> งดออกเสียงเสียง
Agree	Disapprove	Abstain
votes	votes	votes

วาระที่..... เรื่อง.....

Agenda Subject:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every Items at his/her own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

<input type="checkbox"/> เห็นด้วยเสียง	<input type="checkbox"/> ไม่เห็นด้วยเสียง	<input type="checkbox"/> งดออกเสียงเสียง
Agree	Disapprove	Abstain
votes	votes	votes

วาระที่..... เรื่อง เลือกตั้งกรรมการ (ต่อ).....

Agenda Subject:

ชื่อกรรมการ

Name of Director:

<input type="checkbox"/> เห็นด้วยเสียง	<input type="checkbox"/> ไม่เห็นด้วยเสียง	<input type="checkbox"/> งดออกเสียงเสียง
Agree	Disapprove	Abstain
votes	votes	votes

ชื่อกรรมการ

Name of Director:

☐ เห็นด้วยเสียง ☐ ไม่เห็นด้วยเสียง ☐ งดออกเสียงเสียง
 Agree votes Disapprove votes Abstain votes

ชื่อกรรมการ

Name of Director:

☐ เห็นด้วยเสียง ☐ ไม่เห็นด้วยเสียง ☐ งดออกเสียงเสียง
 Agree votes Disapprove votes Abstain votes

ชื่อกรรมการ

Name of Director:

☐ เห็นด้วยเสียง ☐ ไม่เห็นด้วยเสียง ☐ งดออกเสียงเสียง
 Agree votes Disapprove votes Abstain votes

ชื่อกรรมการ

Name of Director:

☐ เห็นด้วยเสียง ☐ ไม่เห็นด้วยเสียง ☐ งดออกเสียงเสียง
 Agree votes Disapprove votes Abstain votes

ข้าพเจ้าขอรับรองว่ารายการในใบประจำต่อแบบหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ
 I/We certify that the details in this Attachment to Proxy Form are completely correct and totally true.

ลงชื่อ.....ผู้มอบฉันทะ
 Signed (.....) Shareholder

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

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

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

**Documents for attending the Annual General Meeting of Shareholders
by Electronic Meeting (E-AGM)**

Attachment 8

Ordinary Person**1. In case the shareholders attend the meeting by themselves.**

Valid evidence that issue by government authorities, e.g., the identification card, government officer identification card, driver license or passport, including the evidence of name or last name's change (if any).

2. In case of granting proxy holder.

2.1 One of the proxy forms as attached to the notice to shareholders, completely filled in and signed by shareholder and proxy.

2.2 Certified true copy of valid evidence of the shareholder as specified in item 1.

2.3 Certified true copy of valid evidence of the proxy as specified in item 1.

Corporation**1. In case of shareholder's representative (director) attend the meeting by themselves.**

1.1 The identification document of such authorized representative similar to those of ordinary person as specified in item 1.

1.2 Copy of shareholder's Affidavit not over three months, and certify by the authorized director showing that the authorized director has the authority to act on behalf of the shareholder.

2. In case of shareholder appoint proxy holder

2.1 One of the proxy forms as attached to the notice to shareholders, completely filled in and signed by the authorized director of shareholder and proxy.

2.2 Copy of shareholder's Affidavit not over three months, and certify by the authorized director showing that such authorized director signing the proxy form has the authority to act on behalf of the shareholder.

2.3 Certified true copy of valid evidence issued by government authorities of the authorized director signing the proxy form.

2.4 Certified true copy of valid evidence of the proxy issued by government authorities similar to those of individual shareholder specified in item 1.

3. In case of Foreign Shareholder appointing a Custodian in Thailand

3.1 All evidence similar to those of the corporation as specified in items 1 or 2.

3.2 In case the foreign shareholder authorizes the custodian to sign the proxy form on its behalf, the following documents are required:

1) Power of Attorney by foreign shareholder authorizing custodian to sign the proxy form on its behalf.

2) Letter certifying that such custodian signing the proxy form has the permission to engage in the custodian business. In case the original documents are not in English, it shall be translated to the English language and certified true and correct translation by the shareholder (in case of ordinary person) or the authorized representative of shareholder (in case of corporation).

** By the Company will not make a request for additional document or creating an undue burden to the shareholders (ex. undefined to use the shareholder's the ID card of proxy, specify in addition to the documents or the circular letter formal related) **

Guideline for Proxy Preparation

The Company has provided 3 proxy forms: Form A/ Form B / Form C prescribed by the Department of Business Development, Ministry of Commerce to be used in the following cases:

- Form A: simple and general proxy form
- Form B: specific proxy form
- Form C: proxy form for foreign shareholder appointing the custodian in Thailand

The shareholder who is not able to attend the Meeting may appoint the proxy as follows:

1. Select only one of the three forms provided above as follows:
 - 1.1 General shareholder shall select only one of either Form A or Form B.
 - 1.2 Shareholder listed in the share register book as foreign shareholder appointing the custodian in Thailand can select only one of the three proxy forms.
 2. Authorize a person or an Independent Director to attend and vote at the Meeting on your behalf by specifying the name with details of a person to be your proxy or marking in front of the name of an Independent Director to be your proxy.
 3. Affix the 20 Baht stamp duty and specify the date on the proxy form.
 4. The shareholder may send the completed proxy form together with the above documentation to the Head Office of the Company at:
 - 4.1) E-mail: secretary2@wice.co.th และ
 - 4.2) **(Original document) Postal delivery:** Attention to: "Investor Relations/Company Secretary" No.88/8 Nonsee Road, Chong-Nonsee, Yannawa, Bangkok 10120
- No later than 17.00 p.m. (Thailand time) on April 19, 2023 so that officers of the Company are given enough time to check the documentation. Split of shares to several proxies to vote in the meeting is not allowed. Shareholder shall authorize the proxy holder to cast the votes equal to the total number of shares held by shareholder. Authorizing less than the total number of shares is not allowed except for the custodian appointed by foreign shareholder in accordance with proxy form C.

Meeting Registration

The registrations for attending the meeting will be opened at 9.00 A.M. on Thursday, April 25, 2024 via Teleconference of Electronic Device (Only) by broadcasting live at the Meeting room, 5th floor, WICE Place Building, WICE Logistics Public Company Limited. In this regard, the Company has not prepared any additional venues/meeting rooms to accommodate additional shareholders. Registration to attend the meeting, voting, and the counting of votes will be carried out entirely through the electronic system.

Voting Process

1. The chairman of the meeting shall propose the shareholders to cast their votes for each agenda.
2. Only shareholders desiring to cast their votes as disapproval or abstention are required to mark in a box as disapproval or abstention, for counting with the system.
3. Shareholders, who cast votes as approval or do not indicate any mark on the box, will be assumed to have approved the agenda as proposed by the Chairman. They do not have to check any box.

Vote Counting Procedures

1. One share shall be counted as one vote and the majority of the votes shall be deemed a resolution, except as specified otherwise by law. In case of a tie of votes, the Chairman shall have cast a deciding vote.

2. In order to count the vote results for each agenda, the Company will count only the votes as disapproval and abstentions and deduct from the total votes of shareholders and proxies recorded in advance.
3. The voting results for each agenda will be announced for votes as approval, disapproval, and abstention based on the latest number of shares held by attendants in the meeting

Company regulations in relation to the general meeting of shareholders

Attachment 9

Section 4

The Shareholders' Meeting

Clause 38 The Board of Directors must arrange for a meeting of shareholders at least one year (1) Such meetings shall be called the general meeting shall be held within four (4) months after the end of the fiscal year of the company. Other shareholders' meetings shall be called "extraordinary meetings"

The Board of Directors may call an extraordinary meeting at any time, but the Board of Directors may deem appropriate. or when one or more shareholders holding shares of not less than ten percent (10) of the total number of shares sold To be named together to make a request to the Board of Directors to call an extraordinary meeting of shareholders at any time but must clearly specify the subject and reason for requesting the meeting to be called in the said book In this case The board of directors must hold a meeting within fourteen (45) days from the date of receiving the letter from the shareholders.

In the event that the Board of Directors fails to arrange a meeting within the period specified in paragraph two All shareholders who are named or other shareholders Together, the number of shares as required shall be called by the meeting itself Within forty-five (45) days from the due date of the period under paragraph two In this case Shall be considered as a meeting of shareholders which the Board of Directors convenes The company is responsible for the necessary expenses incurred from arranging meetings and facilitating as appropriate.

In the event that the meeting of shareholders is called for a meeting because the shareholders under paragraph three of any time the number of shareholders who attended the meeting was not complete as a quorum as specified. The shareholders under paragraph three must jointly be responsible for reimbursement of expenses incurred from arranging for that meeting for the company

Clause 39 Undertakings of which Annual General Meeting of Shareholders should be performed as follows.

- 1) Consider the report of the Board proposed to the meeting about the undertakings executed by the Company in the last year.
- 2) Consider and approve Balance Sheet and Income Statement of the Company in last year.
- 3) Consider earnings appropriation and dividend payment.
- 4) Elect the director in replacement of the director who retires by rotation and determines remuneration
- 5) Appoint auditor and audit fee of the Company
- 6) Other undertakings

Clause 40 In notifying to convene the Shareholders' Meeting, the Board shall prepare meeting appointment letter specifying place, date, time and meeting agenda along with details as proper. The meeting agenda shall be clearly specified whether it is the issue proposed for acknowledgement, for approval or for consideration. In addition, the opinion and suggestion of the Board in such issues are proposed and delivered to shareholders, registrar and the Stock Exchange in the event that the Company enters to register as the listed company in the Stock Exchange for not less than seven (7) days in advance prior-meeting date.

The notice to convene the Shareholders' Meeting shall be publicized in newspaper prior-meeting date for not less than three (3) days consecutively not less than three (3) days.

Clause 41 In the Shareholders' Meeting, the shareholder authorizes other person to attend the meeting and vote in lieu of him or her whereas the proxy is unnecessary to be the Company's shareholder. The authorization shall be made in writing and signed by the principal following the form specified by the registrar of public limited company.

Prior attending the meeting, the proxy shall submit Power of Attorney to Chairman of the Board or the person defined by Chairman of the Board.

Clause 42 The Meeting of Shareholders shall consist of shareholders and the proxies of the shareholders (if any) who attend the meeting for not less than twenty five (25) persons or not less than the moiety (1/2) of total number of shareholders. The quorum is constituted only if total counted shares is not less than one-third (1/3) of total number of sold shares.

In the event that it appears that in any time of the Meeting of Shareholders, the appointment time is elapsed for one (1) hour and the number of shareholders who attend the meeting does not have a quorum as specified. The meeting shall be discontinued if that Meeting of Shareholders calls to make the appointment due to the request of the shareholders. In addition, the meeting shall be reappointed and deliver the meeting appointment letter to the shareholders for not less than seven (7) days prior-meeting date whereas the quorum is unnecessary for next meeting if that Meeting of Shareholders is not calling a meeting due to the request of the shareholders.

Clause 43 The Chairman of the Directors is the Chairman of the Meeting of Shareholders who performs his or her duty to control the meeting to be in line with law and articles of association of the meeting. In the event that the Chairman of the Board is absent in the meeting, or cannot perform his or her duty. If Vice Chairman of the Board is present, Vice Chairman of the Board shall be the Chairman instead. In the event that Vice Chairman of the Board is not present, or present but cannot perform his or her duty, the shareholders who attend the meeting shall select a (1) shareholder to be the Chairman of the Meeting and proceed the meeting in order of the agenda specified in the meeting appointment letter unless the meeting has resolution to change the order of agenda by not less than two-third (2/3) of number of shareholders who attend the meeting.

Clause 44 In the Meeting of Shareholders, every shareholder has one (1) vote per one (1) voting in part that it is considered that one share has one vote, cannot be enforced with the event that the Company issues preference shares and determines that those shares have voting rights lesser than ordinary shares.

In the event of the co-shareholders in the same shares, these persons shall appoint only one person out of the co-shareholders as the person who exercises voting right.

Voting is publicly performed unless not less than five (5) shareholders request the meeting to resolve by poll using the method of poll as determined by the Chairman of Meeting.

In the event that the shareholder has special interest in any issue, that shareholder cannot vote in that issue besides voting for director election.

Clause 45 The resolution of the Shareholders' Meeting consists of the following votes.

- (1) In normal event, the vote of any resolutions or approval of any undertakings in the Shareholders' Meeting shall gain agreed votes from the majority votes of the shareholders who come to attend the meeting and have rights to votes. If the votes are equal, the Chairman of the Meeting shall vote one (1) more vote as casting vote
- (2) In the following events, the votes for not less than three-fourth (3/4) of total votes of shareholders who come to attend the meeting and have voting right are considered.
 - (a) Sales or transfer of the company business in whole or in significant part to other person
 - (b) Purchase or being transferred for the business of other public limited company or private company to be belonged to the Company.
 - (c) Making, revising or cancelling the lease agreement for the Company's business in whole or in significant part, and assigning other person to participate in management of the Company's business or merger with other person under profit and loss sharing objective
 - (d) Capital increase or capital decrease
 - (e) Revision of memorandum of association and articles of association of the Company
 - (f) Issuance of debenture
 - (g) Amalgamation of company
 - (h) Dissolution of company
 - (i) Any other issue stipulated by law

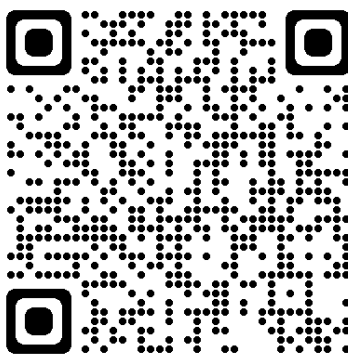
Clause 46 In the event that the Meeting does not finish the consideration of the issues according to the agenda specified in meeting appointment letter or does not finish the consideration of the issues of which the shareholders with total counted shares not less than one-third (1/3) of total number of sold shares proposed in the meeting, and it is necessary to postpone the consideration of the said issue, the meeting shall define place, date and time of the next meeting. The Board of Directors shall deliver meeting appointment letter to shareholders whereas place, date, time and meeting agenda are specified to the shareholders for not less than seven (7) days prior-meeting date. However, the notice of the meeting appointment shall be advertised in newspaper for not less than three (3) days prior-meeting date as well.

Clause 47 The place for holding the Company's Meeting of Shareholders shall be in the locality which is the location of the Company's principal office or locality which is the Company's branch location or similar province as specified by the Chairman of the Board or the person assigned by the Chairman of the Board.

Guidelines for attending the Annual General Meeting of Shareholders by Electronic Method (E-AGM)

Attachment 10

The Shareholders or proxies who would like to attend the E-AGM must submit an application to attend the meeting by Electronic Method via the Link at <https://wice.fogus.vc/registration/> or scan this QR Code



The system will be available to access from 3 – 19 April 2024

1. 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	Proxy to any person who is not the company's independent director / juristic person
Details as shown in <u>ATTACHMENT 8</u> . And original documents to send by post.	Details as shown in <u>ATTACHMENT 8</u> . And original documents to send by post.

2. When the Company receives the documents according to item 1 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.
 1. Username and Password
 2. Web Link for attending E-AGM system
 3. User manual

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.

3. 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 19 April 2024, please contact the Company immediately.

4. 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. However, the live broadcast of the conference will only start at 10:00 AM
5. 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.

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.

Attachment 11

Procedures for attending the 2023 AGM by Electronic Method (E-AGM)

