

Register No. 0107545000357

B-HO No. 010/2023

March 10<sup>th</sup>, 2022

Subject: Invitation to the Annual General Meeting of Shareholders for the Year 2023  
(Electronic Meeting).

To: Shareholders Begistics Public Company Limited's.

- Enclosures:
1. Minutes of the Extraordinary General Meeting of Shareholders No.1/2022.
  2. Annual Report 2022 (56-1 One Report) and Statement of Financial Position and Profit and Loss Statements for the Fiscal Year ended December 31, 2022 in QR Code format.
  3. Capital increase report form (F53-4) and additional investment information in The Megawatt Co., Ltd.
  4. Brief history and related information of personnel to be nominated as Board of Directors.
  5. Definition and information of the independent directors to present as proxy.
  6. Condition, Criteria, Participatory Practices and Articles of Association relating to shareholders meeting.
  7. Proxy Forms A, B and C.
  8. The procedure for submitting questions concerning the shareholders' meeting.
  9. Procedures for attending Annual General Meeting of Shareholders for the Year 2023.
  10. Registration form for electronic meeting. (E-AGM 2023)
  11. Map of the Meeting Venue and conference broadcasting location.

The Board of Directors' Meeting of Begistics Public Company Limited ("Company") No. 3/2023 held on March 10<sup>th</sup>, 2023 passed a resolution to hold the Annual General Meeting of Shareholders for the year 2023 on **April 25<sup>th</sup>, 2023 at 2.00 p.m.** at 52 Thaniya Plaza Building 28<sup>th</sup> Floor, Silom Road, Suriyawongse, Bangrak, Bangkok 10500, The meeting agendas are as follows:

**Agenda 1: To certify the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2022 on November 11<sup>st</sup>, 2022.**

**Facts and Rationale:** The Company prepared the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2022 held on November 11<sup>st</sup>, 2022 and Board of Directors approved the Extraordinary General Meeting of Shareholders No.2/2022, a copy of the report was sent to the shareholders to certify (Attachment No. 1).

**The Board of Directors' Opinion:** The Board of Directors' considered and deemed it appropriate to propose to the Annual General Meeting of Shareholders for the year 2023 to consider the approval of the Minutes of the Extraordinary General Meeting of Shareholders No.2/2022 which was held on November 11<sup>st</sup>, 2022.

**Number of Votes for Resolution:** This agenda must be approved by a majority vote of the shareholders attending the meeting and having the right to vote.

**Agenda 2: To acknowledge the report of the Board of Directors on the Company's operating results for the year 2022.**

**Facts and Rationale:** The Company summarized the performance and major changes that occurred in the year 2022. These appeared in the Annual Report for the year 2022 (56-1 One Report) details are shown in (Attachment No. 2).

**The Board of Directors' Opinion:** The Board of Directors' Meeting No. 2/2022, held on February 28<sup>th</sup>, 2023, considered and deemed it appropriate to propose to the Annual General Meeting of Shareholders for the year 2023 to acknowledge the Board's report on the Company's performance for the year 2022.

**Number of Votes for Resolution:** Casting vote is not required because this agenda is for acknowledgment only.

**Agenda 3: To consider and approve the Company's Statement of Financial Position and Income Statement for the fiscal year ended 31 December 2022.**

**Facts and Rationale:** According to the Public Limited Company Act 2535 B.E. (1992), Section 112 and the Company's Articles of Association, clauses 55 and 56, require the Company to prepare a balance sheet and profit and loss statement to be proposed to the Annual General Meeting of Shareholders for approval whereas company provided balance sheet and profit and loss statement for 2022 account ended December 31, 2022. Company auditors inspected, Audit Committee and Board of Directors considered and found that it is accurate and adequate as required by general accepted accounting principles. Therefore, it is proposed to the Shareholder meeting to approve balance sheet and Profit and Loss Statement for 2022 account ended December 31, 2022 (Attachment No. 2).

**The Audit Committee's Opinion:** The Audit Committee Meeting No. 1/2023 held on February 28<sup>th</sup>, 2023 reviewed the Statement of Financial position and the Profit and Loss Statement for the fiscal year ended December 31, 2022, the financial statements have been audited by Mr. Chaiyuth Angsuwithaya, Certified Public Accountant No. 3885, the auditor from the company which is under A.M.T Associates. The auditor's report shows opinion unconditionally and without emphasis and can be summarized as follows:

**Unit: Million Baht**

Decscrition	Separated Financial Statement		
	2022	2021	increase (decrease)
Total Assets	2,140.57	1,174.57	966
Total Liabilities	151.07	93.21	57.86
Total Revenue	217.15	308.86	(91.71)
Profit (Loss) Net	(2.03)	82.70	(84.73)
Profit (Loss) per share	(0.001)	0.061	(0.062)

**Unit: Million Baht**

Decription	Consolidated financial statement		
	2022	2021	increase (decrease)
Total Assets	2,413.50	1,353.22	1,060.28
Total Liabilities	245.94	178.17	67.77
Total Revenue	330.20	360.89	(30.69)
Profit (Loss) Net	67.63	129.39	(48.50)
Profit (Loss) per share	0.021	0.086	(0.065)

**The Board of Directors' Opinion:** The Board of Directors' Meeting No. 3/2023 held on March 10<sup>th</sup>, 2023 considered the Statement of Financial position for the fiscal year ended December 31, 2022 and agreed with the Audit Committee's opinion. The Board of Director's Meeting resolved to propose to the shareholders of Annual General Meeting for the year 2023 to consider the approval of the Statement of Financial position and the Company for the fiscal year ended December 31, 2022. They were audited and approved by the Company's auditors.

**Number of Votes for Resolution:** This agenda must be approved by a majority vote of the shareholders attending the meeting and having the right to vote.

**Agenda 4: To consider and approve the omission of the allocation of net profits for legal reserve and the omission of dividend payments Year 2022.**

**Facts and Rationale:** According to the Public Limited Companies Act B.E. 2535, Section 115 stipulates that dividends cannot be paid other than out of profit. In the event that the company still has accumulated losses dividend payment is prohibited. Therefore, due to the operating results of the past year, the Company still has accumulated losses. Therefore, it is proposed to consider approving the omission of net profit allocation as legal reserve and no dividend payment for the year 2022.

**Past dividend payment information.**

Details	2020	2021	2022	2023
Dividend payment (Baht: shares)	-	-	-	-
1. Annual dividends	No payment	No payment	No payment	No payment
Dividend to net profit ratio	-	-	-	-

**Note:** The Company still has accumulated loss, therefore refrain from paying dividends.

**The Board of Directors' Opinion:** The Board of Directors' Meeting No. 3/2023, held on March 10<sup>th</sup>, 2023, resolved to propose to the Annual General Meeting of Shareholders for the year 2023 to consider and approve the refrain of the dividend payment for the performance in 2022 and the refrain of legal reserves according to the Company still has accumulated loss and the Company need working capital to use in the business.

**Number of Votes for Resolution:** This agenda must be approved by a majority vote of the shareholders attending the meeting and having the right to vote.

**Agenda 5: To consider and approve the election of directors to replace those retiring by rotation for the year 2023.**

**Facts and Rationale:** The Public Limited Company Act 2535 B.E. (1992), Section 71 and Article 18 of the Company's Articles of Association stipulated that at each Annual General Meeting, at least one-third (1/3) of the directors must retire by rotation. If the number of directors cannot be divided into three whole parts, the number nearest to one-third (1/3) must be used. In the first and second year after the registration of the Company, directors who retire by rotation will be chosen by random draw. In the years following that the directors who have filled the position the longest will retire by rotation. Directors who have retired by rotation may be reelected. The Board of Directors has considered that the person nominated to be an independent director will be able to express opinions independently and in accordance with the relevant rules.

Directors who complete the terms for the year 2023 are as follows:

1. Pol.Lt.Gen. Somkid Boontanom, Director and Chairman of the Board.
2. Mr. Jakkarat Lertopas, Independent Director and Nomination and Remuneration Committee.
3. Miss Chayasinee Tientong, Independent Director and Audit Committee.

For the 2023 Annual General Meeting of Shareholders, the Company gave the shareholders opportunity to propose a list of suitable persons to be selected as the directors of the company in advance from September 20<sup>th</sup>, 2022 – December 31<sup>st</sup>, 2022, in which no shareholder proposed any name of directors for selection.

**Opinion of the Nomination and Remuneration Committee:** The Nomination and Remuneration Committee Meeting No. 1/2023 on Monday 27<sup>th</sup> February 2023, which has been assigned by the Board of Directors excluding the directors who have interests in this agenda considered the suitability of the person who deserves to be elected as the Company's director based on their knowledge, ability, working experience and qualifications under the Public Company Act B.E. 2535 of the directors who have retired by rotation. Therefore, it was resolved that the Board of Directors should propose to the Annual General Meeting of Shareholders for the year 2023 to consider and approve the re-election of directors who retired by rotation to serve as directors for another term. In this regard, the Board of Directors has considered that the person nominated to be an independent director will be able to express opinions independently and in accordance with the relevant rules. The profiles of each Directors are shown in attachment (Attachment No. 4).

1. Appointed Pol.Lt.Gen. Somkid Boontanom, Director who must resign by rotation to be Director for another term.
2. Appointed Mr. Jakkarat Lertopas, Director who must resign by rotation to be Director for another term.
3. Appointed Miss Chayasinee Tientong, Director who must resign by rotation to be Director for another term.

**The Board of Directors' Opinion:** The Board of Directors Meeting No. 3/2023 on Friday, March 10, 2023, excluding directors who are interested in this agenda considered and resolved to approve according to the opinion of the Nomination and Remuneration Committee. Therefore, it is appropriate to propose to the Annual General Meeting of Shareholders for the year 2023 to consider and approve the re-election of directors who retired by rotation to serve as directors for another term, as well as to hold other positions as before, has considered that the person nominated to be an independent director will be able to express opinions independently and in accordance with the relevant rules as follows:

1. Pol.Lt.Gen. Somkid Boontanom, Director and Chairman of the Board.
2. Mr. Jakkarat Lertopas, Independent Director and Nomination and Remuneration Committee .
3. Miss Chayasinee Tientong, Independent Director and Audit Committee.
- 4.

**Number of Votes for Resolution:** This agenda must be approved by a majority vote of the shareholders attending the meeting and having the right to vote.

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

**Fact and Rationale :** Article 34 of the Company's Articles of Association provides that directors are eligible for remuneration in forms of reward, meeting allowance, pension, bonus or other remunerations according to the Articles of Association or the resolution of shareholders' meeting. It may be prescribed in fixed amount or establish the rules and prescribed for particular circumstance(s) or being perpetual rules until being changed by the shareholders' meeting resolution. Moreover, a director shall have the right to receive allowance and welfare according to the Company's rule, and it shall not affect the right of being the Company's worker or employee who are also appointed as the Company's director to receive remuneration or benefits from being such Company's worker or employee. The payment of remuneration must not contradict with the maintenance of such qualifications of the independent directors as complied with the laws on securities and exchange as defined.

**Opinion of the Nomination and Remuneration Committee:** The meeting of the Nomination and Remuneration Committee held No. 1/2023 on February 27<sup>th</sup>, 2023 has considered the remuneration of the directors by taking into account the appropriateness and duties and responsibilities of directors, linking of remuneration and the Company's overall performance, as well as considering the company's performance in the past year. Directors' remuneration for the year 2023 (from January 1<sup>st</sup>, 2023 to 31<sup>st</sup>, December 2023) is suitable compensation and agree to propose to board in the amount of not exceeding 3,000,000 Baht (Three Million Baht only) which is the same rate as in 2022 as details follow;

1. Directors' remuneration policy for 2023 (equivalent rate to 2022)

Position	Director meeting allowances / times	Directors' remuneration (baht / month)
Chairman of the Board	5,000	30,000
Vice Chairman of the Board	5,000	20,000
Directors	5,000	10,000
Chairman of the Audit Committee	5,000	20,000
Audit Committee	5,000	10,000
Chairman of the Nomination and Remuneration Committee	5,000	20,000
Nomination and Remuneration Committee	5,000	10,000
Chairman of Executive (who are not company executives)	5,000	20,000
Executive Committee (who are not company executives)	5,000	10,000

In this regard, the directors who hold more than one position shall receive only the highest monthly remuneration and the Board of Directors does not receive any compensation other than those mentioned above. However, in order to support the directors to perform their duties with full efficiency, the company has prepared Directors and Officers Liability Insurance, Health Insurance and Life Insurance Policy. The Company would be responsible for training and seminar expenses as defined payment in the policy of the related company.

## 2. Other remuneration of directors (equivalent rate to 2022)

Group health insurance plan for inpatient and outpatient treatment (IPD+OPD) with total annual insurance premiums not exceeding 50,000 Baht (excluding VAT) per director.

Remark : For the scope of duties of sub-committees and policy on remuneration for directors, the details appear in the Annual Report 2022 (Form 56-1 One Report), under the topic of Corporate Governance Structure and the topic of report on corporate governance performance. The Company does not grant the right to purchase ESOP or any other benefits apart from those mentioned above.

**Opinion of the Board of Directors:** The Board of Directors Meeting No. 3/2023 on March 10<sup>th</sup>, 2023, has concurred with the recommendation of the Nomination and Remuneration Committee, and deemed it appropriate to propose to the 2023 Annual General Meeting to consider and approve the determination of the remuneration of the directors for the year 2023 which not exceeding 3 Million Baht as above details.

**Number of Votes for Resolution:** This agenda shall be approved with the votes of not less than two-thirds of the total votes of the shareholders who attend the meeting and has the right to vote.

## **Agenda 7 To consider and approve the appointment of auditors and the determination of the audit fee for the year 2023.**

**Fact and Rationale :** According to Sections 120 and 121 of the Public Limited Companies Act B.E. 2535 (1992) and Article 40 of the Company's Articles of Association, the Annual General Meeting of Shareholders shall appoint auditors annually, and the former auditors may be re-appointed. The shareholders' meeting shall determine the audit fee. The auditors must not be the Company's directors, officers, employees or persons holding any position or having any duty in the Company. In addition, the announcement of the Capital Market Supervisory Board requires listed companies to have rotation of auditors. If the previous auditor has performed the duty of reviewing or examining and providing opinions on the company's financial statements for 7 fiscal years whether consecutive or not, this can be done by different auditor who works in the same company as previous one. However, the company may appoint an auditor who has retired from rotation from the auditor after at least 5 fiscal years consecutively after retiring from the duties.

**Opinion of the Audit Committee:** The meeting of the Audit Committee's No. 1/2023 held on February 28<sup>th</sup>, 2023, has selected qualified auditors from A.M.T Associates based on their performance and propose to the Board of Directors to appoint any one of the auditors to be the Company's auditors as follows:

- |                                    |   |
|------------------------------------|---|
| 1) Mr. Chaiyuth Angsuwithaya       | Certified Public Accountant No. 3885 or |
| 2) Mrs. Natsarak Sarochanunjeen    | Certified Public Accountant No. 4563 or |
| 3) Miss Daranee Somkamnerd         | Certified Public Accountant No. 5007 or |
| 4) Miss Jarunee Nuammae            | Certified Public Accountant No. 5596 or |
| 5) Mr. Siramate Akkharachotkulanun | Certified Public Accountant No. 11821   |

Any one of certified auditors as per above mentioned names shall examine and express opinion on the Company financial statements. In the case that such auditors could not perform their duties, A.M.T Associates shall provide other certified auditors to replace the above mentioned auditors. The annual audit fee determination and quarterly review fee of the Company, Subsidiaries and associated companies shall be not more than 3,500,000 Baht which were excluded other actual expenses incurred and related to the direct audit which would be separately collected. In the case of any work besides general auditing, the Board of Directors has the authority to consider the approval of the remuneration case by case by the Board of Directors whom proposed the Annual General Meeting of Shareholders to approve the auditors from A.M.T Associates to be the company's auditors for the year 2023.

In this regard, the company uses the same auditing firm as the auditor of the direct and indirect subsidiaries of the company for the year 2022, totaling 7 companies. The list of proposed auditors should not have any relationship or interest with the company, management, major shareholders or related persons of such person. The auditor No. 1 who is the key audit partner has performed audit work for the Company for 2 fiscal years from 2021 - 2022.



**Opinion of the Board of Directors:** The meeting of the Board of Directors No. 3/2023 held on March 10<sup>th</sup>, 2023, has resolved with the recommendation of the Audit Committee, and deemed it appropriate to propose to the 2023 Annual General Meeting to consider and approve the appointment of the auditors and the determination of the remuneration of the auditors for the year 2023 as below details.

Unit: Baht

Audit Fee	2023 (Proposed year)	2022	2021
Annual audit fee for the consolidated financial statements and the quarterly review fee for the consolidated financial statements	1,690,000	1,610,000	1,610,000
Other expenses charged as actually incurred. such as photocopying fees, travel expenses (including VAT)	-	-	66,760
Non-Audit Fee	2023 (Proposed year)	2022	2021
Other service fee	-	-	-

The Company has no other service fees (Non-audit fee) for the quarterly review fee of subsidiaries and associated companies in the amount of approximately 1,810,000 baht, excluding other service fees (Non-audit fee), with the following details:

Unit: Baht

Audit Fee	2023 (Proposed year)	2022	2021
Audit fees and quarterly review fees of subsidiaries and associated companies	1,810,000	1,460,000	425,000
Number of subsidiaries	5	4	1
Number of associates	2	2	2

(The audit fee for the year 2023 of the subsidiary company may change, according to the actual workload during the year)

**Number of Votes for Resolution:** This agenda must be approved by 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 Articles of Association of the Company, Articles 26, 27, 35, 36, 37, 39, 40 and 47.**

**Fact and Rationale :** Due to the Public Limited Companies Act (No. 4) B.E. 2565 has been announced in the Royal Gazette and effective since May 24<sup>th</sup>, 2022, the law has been updated to support meeting management by electronic means, keeping meetings up-to-date, efficient reduce unnecessary expenses and facilitating shareholders. In order for the Company's Articles of Association to be consistent with the Public Limited Company Act with the amendments in the year 2022, it is deemed appropriate to propose to the shareholders' meeting of the Company to consider and approve the amendment to the Articles 26, 27, 35, 36, 37, 39, 40 and 47 of the Company's Articles of Association as follows:

	Original Company's Articles of Association.	Amended Company's Articles of Association.
<b>Article 26</b>	The meeting of the Board of Directors of shall be held at the place where the Company's head office is located or nearby provinces or at any other places as the Chairman of the Board of Directors or the person assigned by the chairman to determine.	The meeting of the Board of Directors of shall be held at the place where the Company's head office is located or nearby provinces or at any other places as the Chairman of the Board of Directors or the person assigned by the chairman to determine <b>or meeting via electronic media. In case of a meeting via electronic shall be deemed that the Company's head office is the venue of the meeting.</b>
<b>Article 27</b>	In convening the Board of Directors meeting, Chairman or the person assigned to deliver the meeting invitation to the directors not less than seven (7) days prior	In convening the Board of Directors meeting, Chairman or the person assigned to deliver the meeting invitation to the directors not less than seven (7) days prior to the meeting date

	<b>Original Company's Articles of Association.</b>	<b>Amended Company's Articles of Association.</b>
	<p>to the meeting date except in case of urgent necessity to protect the rights or benefits of the Company will notify the meeting by other means and set the date of the meeting earlier.</p> <p>In case two or more directors request a meeting of the Board of Directors, Chairman shall schedule the date of the meeting within fourteen (14) days from the date of receipt of request.</p>	<p>except in case of urgent necessity to protect the rights or benefits of the Company will notify the meeting by other means and set the date of the meeting earlier.</p> <p>In case two or more directors request a meeting of the Board of Directors, Chairman shall schedule the date of the meeting within fourteen (14) days from the date of receipt of request.</p> <p><b>In case that the company or the board of directors has a duty to deliver letters or documents under the Public Limited Companies Act B.E. 2535 (including any amendments) to directors, shareholders or creditors of the company. The concerned person has consented to send the letter or document by electronic. The company or the committee may send the letter or document by electronic in accordance with the criteria prescribed by law.</b></p>
<b>Article 35</b>	<p>The Company's shareholders' meeting shall be held at the place where the Company's head office is located or nearby provinces or at any other places as determined by the Board of Directors.</p>	<p>The Company's shareholders' meeting shall be held at the place where the Company's head office is located or nearby provinces or at any other places as determined by the Board of Directors. <b>In case that any shareholders' meeting is held via electronic means the head office of the company shall be deemed to be the meeting place.</b></p>
<b>Article 36</b>	<p>Organize a shareholders' meeting at least once a year. This meeting is called Annual General Meeting which shall be held within four (4 ) months after the end of the Company's fiscal year.</p> <p>Other shareholders' meetings are called "Extraordinary General Meetings".</p> <p>The Board of Directors may call an extraordinary meeting whenever it deems appropriate or when one or more shareholders holding shares in aggregate of not more than ten (10) percent of the total shares sold may submit their names in writing requesting to the Board of Directors to call an extraordinary meeting of shareholders at any time. However, the subject matter and reasons for requesting the meeting must be clearly stated in the said letter. The Board of Directors must convene a meeting within forty-five (45) days from the date of receipt of the letter from the shareholders.</p>	<p>Organize a shareholders' meeting at least once a year. This meeting is called Annual General Meeting which shall be held within four (4 ) months after the end of the Company's fiscal year.</p> <p>Other shareholders' meetings are called "Extraordinary General Meetings".</p> <p>The Board of Directors may call an extraordinary meeting whenever it deems appropriate or when one or more shareholders holding shares in aggregate of not more than ten (10) percent of the total shares sold may submit their names in writing requesting to the Board of Directors to call an extraordinary meeting of shareholders at any time. However, the subject matter and reasons for requesting the meeting must be clearly stated in the said letter. The Board of Directors must convene a meeting within forty-five (45) days from the date of receipt of the letter from the shareholders.</p>

	Original Company's Articles of Association.	Amended Company's Articles of Association.
	<ul style="list-style-type: none"> <li>If the Board of Directors does not hold a meeting within the period under paragraph three, All shareholders who subscribed to each other or other shareholders holding the required number of shares may call the meeting by themselves within forty-five (45) days from the date of expiration of the period under the second paragraph. In such case, it shall be deemed that the meeting of shareholders is called by the Board of Directors. The company must be responsible for necessary expenses incurred from holding the meeting and facilities as appropriate.</li> <li>In the event that any meeting of shareholders convened by the shareholders under the fourth paragraph does not constitute a quorum as specified in Article 38, the shareholders under the third paragraph must responsible for reimbursing the Company for the expenses incurred from holding that meeting.</li> </ul>	<ul style="list-style-type: none"> <li>If the Board of Directors does not hold a meeting within the period under paragraph three, <b>The shareholders calling a meeting may send the meeting notice to the shareholders by electronic means. If the shareholder has informed the intention or given consent to the company or the board of directors as specified according to the criteria prescribed by law.</b> All shareholders who subscribed to each other or other shareholders holding the required number of shares may call the meeting by themselves within forty-five (45) days from the date of expiration of the period under the second paragraph. In such case, it shall be deemed that the meeting of shareholders is called by the Board of Directors. The company must be responsible for necessary expenses incurred from holding the meeting and facilities as appropriate.</li> <li>In the event that any meeting of shareholders convened by the shareholders under the fourth paragraph does not constitute a quorum as specified in Article 38 , the shareholders under the third paragraph must responsible for reimbursing the Company for the expenses incurred from holding that meeting.</li> </ul>
<b>Article 37</b>	<p>In the notice of the shareholders' meeting, The Board of Directors shall prepare a meeting notice specifying the place, date, time and agenda of the meeting and matters to be proposed to the meeting with appropriate details. It clearly states that it is proposed for acknowledgment, approval, or consideration together with the opinions of the Board of Directors on such matters and delivered to shareholders and the public company registrar not less than seven (7) days prior to the meeting date. The notice of the meeting shall also be advertised in a newspaper at least three (3) days prior to the meeting date which must be advertised for a period of three (3) consecutive days.</p>	<p>In the notice of the shareholders' meeting, The Board of Directors shall prepare a meeting notice specifying the place, date, time and agenda of the meeting and matters to be proposed to the meeting with appropriate details. It clearly states that it is proposed for acknowledgment, approval, or consideration together with the opinions of the Board of Directors on such matters and delivered to shareholders and the public company registrar not less than seven (7) days prior to the meeting date. The notice of the meeting shall also be advertised in a newspaper at least three (3) days prior to the meeting date which must be advertised for a period of three (3) consecutive days, <b>whereby the Company may use electronic means of advertising instead according to the rules prescribed by law.</b></p>



	<b>Original Company's Articles of Association.</b>	<b>Amended Company's Articles of Association.</b>
<b>Article 39</b>	<p>In the shareholders' meeting, Shareholders may appoint proxies to others to attend the meeting and may vote on their behalf. The proxy must be made with the signature of the grantor and follow the form prescribed by the Public Company Registrar and may hand to the Chairman of the Board or a person designated by the Chairman of the Board of Directors at the meeting venue before the proxy attends the meeting with at least the following items.</p> <ol style="list-style-type: none"> <li>The number of shares held by grantor.</li> <li>Name of the proxy.</li> <li>Number of the meeting where the proxy was given to attend the meeting.</li> </ol>	<p>In the shareholders' meeting, Shareholders may appoint proxies to others to attend the meeting and may vote on their behalf. The proxy must be made with the signature of the grantor and follow the form prescribed by the Public Company Registrar and may hand to the Chairman of the Board or a person designated by the Chairman of the Board of Directors at the meeting venue before the proxy attends the meeting .<b>The proxy may be made by electronic means instead. It must use a method that is safe and reliable that the proxy is made by the shareholder in accordance with the rules prescribed by the Registrar</b> with at least the following items</p> <ol style="list-style-type: none"> <li>The number of shares held by grantor.</li> <li>Name of the proxy</li> <li>No. of the meeting where the proxy was given to attend the meeting.</li> </ol>
<b>Article 40</b>	<p>The meeting of shareholders shall be in accordance with the order of the agenda specified in the meeting notice. Unless the meeting resolves to change the order of the agendas with a vote of not less than two-thirds (2/3) of the number of shareholders present at the meeting. When the meeting has completed the consideration of the agenda specified in the meeting notice. Shareholders holding shares in aggregate of not less than one-third (1/3) of total shares sold may request the meeting to consider matters other than those specified in the meeting notices. In the event that the meeting considers the matters according to the specified agenda or matters proposed by shareholders that are not completed and need to postpone consideration, the meeting determine the place, date and time of next meeting and the Board of Directors shall send a meeting notice specifying the place, date, time and agendas of the meeting to shareholders at least seven (7) days prior to the meeting. The notice of the meeting must also be advertised in a newspaper at least three (3) days prior to the meeting date. It must be advertised for a period of three (3) consecutive days.</p>	<p>The meeting of shareholders shall be in accordance with the order of the agenda specified in the meeting notice. Unless the meeting resolves to change the order of the agendas with a vote of not less than two-thirds (2/3) of the number of shareholders present at the meeting. When the meeting has completed the consideration of the agenda specified in the meeting notice. Shareholders holding shares in aggregate of not less than one-third (1/3) of total shares sold may request the meeting to consider matters other than those specified in the meeting notices. In the event that the meeting considers the matters according to the specified agenda or matters proposed by shareholders that are not completed and need to postpone consideration, the meeting determine the place, date and time of next meeting and the Board of Directors shall send a meeting notice specifying the place, date, time and agendas of the meeting to shareholders at least seven (7) days prior to the meeting. The notice of the meeting must also be advertised in a newspaper at least three (3) days prior to the meeting date. It must be advertised for a period of three (3) consecutive days, <b>wherewith the Company may use electronic media instead according to the rules prescribed by law.</b></p>
<b>Article 47</b>	<p>If the company intends to reduce its capital, There must be a letter notifying the resolution of the capital reduction to the</p>	<p>If the company intends to reduce its capital, There must be a letter notifying the resolution of the capital reduction to the company's</p>

	<b>Original Company's Articles of Association.</b>	<b>Amended Company's Articles of Association.</b>
	company's creditors within fourteen (14) days from the date of the resolution of the shareholders' meeting. The objection must be submitted within two (2) months from the date of receipt of the notice of the resolution and the resolution shall be published in a newspaper. within a period of fourteen (14) days as well, and must be advertised for a period of three (3) consecutive days.	creditors within fourteen (14) days from the date of the resolution of the shareholders' meeting. The objection must be submitted within two (2) months from the date of receipt of the notice of the resolution and the resolution shall be published in a newspaper. within a period of fourteen (14) days as well, and must be advertised for a period of three (3) consecutive days. <b>The Company may use electronic media instead according to the rules prescribed by law.</b>

**Opinion of the Board of Directors:** The Board of Directors' Meeting No. 3/2023 held on Friday, March 10, 2023 considered and agreed to propose to the 2023 Annual General Meeting of Shareholders to consider and approve the change in Articles 26, 27, 35, 36, 37, 39, 40 and 47 of the Company's Articles of Association as above details and approve the assignment of the person authorized by the Company's directors to have the authority to register, amend the Articles of Association of the Company, and/or change the contents in accordance with the registrar's order as necessary and appropriate without affecting the substance of the amendment to the Articles of Association of the Company in order to complete the registration of amendments to the Articles of Association of the Company.

**Number of Votes for Resolution:** This agenda shall be approved with the votes of not less than three-fourths of the total votes of the shareholders who attend the meeting and has the right to vote.

**Agenda 9 To consider and approve the addition of the Company's objectives, Clause 51**

**Facts and Rationale:** The Company has strategy to invest in additional business activities in order to expand its scope of operations. Therefore, the Company's objectives must consistent and cover business operations and support the company's future business by adding the objectives of the company from the original 50 clauses to 51 clauses as follows:

<b>Clause 51</b>	Lending to individuals, juristic persons, organizations with or without collateral except in banking business, finance business and credit foncier business.
------------------	--

**Opinion of the Board of Directors:** The Board of Directors' Meeting No. 3/2023 held on Friday, March 10, 2023 considered and agreed to propose to the 2023 Annual General Meeting of Shareholders to consider and approve the addition of the Company's objectives, item 51 as detailed above. and authorize the authorized director of the company or the person assigned by the authorized director of the company to have the power to amend any statements in such objectives according to the recommendations and opinions or an order of the Registrar or any other relevant government agency.

**Number of Votes for Resolution:** This agenda shall be approved with the votes of not less than three-fourths of the total votes of the shareholders who attend the meeting and has the right to vote.

**Agenda 10 To consider and approve the amendment to Clause 3 of the Company's Memorandum of Association.**

**Facts and Rationale:** In order to be in line with the amendment to the Company's objectives as shown in Agenda 9, the Company has to amend Clause 3 of the Company's Memorandum of Association with the following details:

**Original message**

**Clause 3.** The objectives of the company **consist of 50 items**, details as in attached Bor Mor Jor. 002 form.

**Revised to**

**Clause 3.** The objectives of the company **consist of 51 items**, details as in attached Bor Mor Jor. 002 form.

**Opinion of the Board of Directors:** The Board of Directors' Meeting No. 3/2023 held on Friday, March 10, 2023 considered and agreed to propose to the 2023 Annual General Meeting of Shareholders to consider and approve the amendment to Clause 3 of the Company's Memorandum of Association to be in line with the objectives of the Company. In this regard, the person assigned by the Board of Directors to register the amendment of the Memorandum of Association at the Department of Business Development Ministry of Commerce has the power to amend the document to comply with the order of the Registrar.

**Number of Votes for Resolution:** This agenda shall be approved with the votes of not less than three-fourths of the total votes of the shareholders who attend the meeting and has the right to vote.

**Agenda 11** To consider and approve the reduction of the Company's registered capital in the amount of 43,409,661.84 baht from the original registered capital 3,093,442,070.20 baht as registered capital 3,050,032,408.36 baht by canceling 63,837,738 unissued ordinary shares with a par value of 0.68 baht (sixty-eight satang) per share.

**Facts and Rationale:** Under the Public Limited Companies Act B.E. 2535 (as amended), stipulates that a company may increase its registered capital by issuing new shares when all shares are sold and have received full payment for the shares, or in the event that the shares have not been fully sold. The remaining shares must be issued shares to support convertible debentures or share warrants. The company must proceed to reduce the registered capital of the company in the amount of 43,409,661.84 baht from the original registered capital amount 3,093,442,070.20 baht as registered capital 3,050,032,408.36 baht by canceling 63,837,738 unissued ordinary shares with a par value of 0.68 baht, which are the remaining shares from the allocation to the existing shareholders in proportion to their shareholding (Right Offering) (Resolution from EGM 1/2022) in order to comply with the procedures prescribed by the law on public companies in proceeding with the capital increase.

**Opinion of the Board of Directors:** The Board of Directors' Meeting No. 3/2023 held on Friday, March 10, 2023 considered and agreed to propose to the 2023 Annual General Meeting of Shareholders to consider and approve the reduction of the registered capital from the original registered capital amount 3,093,442,070.20 baht as registered capital 3,050,032,408.36 baht as above details.

**Number of Votes for Resolution:** This agenda shall be approved with the votes of not less than three-fourths of the total votes of the shareholders who attend the meeting and has the right to vote.

**Agenda 12** Consider approving the amendment of Clause 4 of the Company's Memorandum of Association to be consistent with the capital reduction.

**Facts and Rationale:** To be consistent with the decrease of the Company's registered capital as appeared in Agenda 11, the Company has to amend Clause 4 of the Company's Memorandum of Association by replacing the following statement.

"Article 4.	Registered capital amount	3,050,032,408.36	Baht	( Three billion fifty million thirty two thousand four hundred and eight baht thirty six satang)
	Consists of	4,485,341,777	Share	( Four billion four hundred eighty-five million three hundred forty-one thousand seven hundred seventy-seven shares)
	par value	0.68	Baht	(Sixty-eight satang)
	Divided into			
	Ordinary Shares	4,485,341,777	Share	( Four billion four hundred eighty-five million three hundred forty-one thousand seven hundred seventy-seven shares)
	Preferred Shares	-	Share	(- share)

**Opinion of the Board of Directors:** The Board of Directors' Meeting No. 3/2023 held on Friday, March 10, 2023 considered and agreed to propose to the 2023 Annual General Meeting of Shareholders to consider and approve the amendment of Clause 4. of the Memorandum of Association to be consistent with the reduction of the registered capital of the Company. In this regard, the person assigned by the Board of Directors to register the amendment of the Memorandum of Association at the Department of Business Development, Ministry of Commerce. has the power to amend and add wording to comply with the order of the Registrar.

**Number of Votes for Resolution:** This agenda shall be approved with the votes of not less than three-fourths of the total votes of the shareholders who attend the meeting and has the right to vote.

**Agenda 13 To consider and approve the increase of the company's registered capital in the amount of 15,873,337,346.08 baht from the original registered capital 3,050,032,408.36 baht as registered capital 18,923,369,754.44 baht by issuing ordinary shares to increase capital in the amount of not more than 23,343,143,156 shares with a par value of 0.68 baht (sixty-eight satang).**

**Facts and Rationale:** According to the Company's plan to expand investment in The Megawatt Co., Ltd. ("Megawatt") from the original investment proportion in Megawatt of 49.02% of the registered capital of Megawatt. The Company will invest additionally in the proportion of 21.14 percent of the registered capital of Megawatt. In addition, the company will use it as working capital for the company and its subsidiaries and/or expand their existing business. and/or new business and/or payment of debts The Company therefore intends to increase the company's capital by another amount 15,873,337,346.08 baht from the original registered capital 3,050,032,408.36 baht as registered capital 18,923,369,754.44 baht by issuing new ordinary shares in the amount not exceeding 23,343,143,156 shares with a par value of 0.68 baht (sixty-eight satang) consists of:

- 1) Reserve for the issuance and offering of new ordinary shares to the existing shareholders of the Company in proportion to their shareholding (Right Offering) in the amount not exceeding 20,761,555,194 shares.
- 2) Reserve to accommodate the right adjustment of warrants to purchase ordinary shares No. 6 (B-W6) in an amount not exceeding 905,898,070 shares.
- 3) Reserve to accommodate the right adjustment of warrants to purchase ordinary shares No. 7 (B-W7) in the amount not exceeding 1,675,689,892 shares.

**Opinion of the Board of Directors:** The Board of Directors' Meeting No. 3/2023 held on Friday, March 10, 2023 considered and agreed to propose to the 2023 Annual General Meeting of Shareholders to consider and approve the increase of the Company's registered capital in the amount of 15,873,337,346.08 baht from the original registered capital 3,050,032,408.36 baht as registered capital 18,923,369,754.44 baht as above details.

**Number of Votes for Resolution:** This agenda shall be approved with the votes of not less than three-fourths of the total votes of the shareholders who attend the meeting and has the right to vote.

**Agenda 14 To consider and approve the amendment of Clause 4 of the Company's Memorandum of Association to be consistent with the capital increase.**

**Facts and Rationale:** To be consistent with the increase of the Company's registered capital as appeared in Agenda 13, the Company has to amend Clause 4 of the Company's Memorandum of Association by replacing the following statement.

"Article 4.	Registered Capital	18,923,369,754.44	Baht	(Eighteen thousand, nine hundred twenty-three million, three hundred sixty-nine thousand, seven hundred fifty-four baht, forty-four satang)
	Consists of	27,828,484,933	Share	(Twenty-seven thousand eight hundred twenty-eight million four hundred eighty-four thousand nine hundred thirty-three shares)

	Par value	0.68	Baht	(Sixty-eight satang)
	Divided into			
	Ordinary Shares	27,828,484,933	Share	(Twenty-seven thousand eight hundred twenty-eight million four hundred eighty-four thousand nine hundred thirty-three shares)
	Preferred Shares	-	Share	(- Share)

**Opinion of the Board of Directors:** The Board of Directors' Meeting No. 3/2023 held on Friday, March 10, 2023 considered and agreed to propose to the 2023 Annual General Meeting of Shareholders to consider and approve the amendment of Clause 4. of the Memorandum of Association to be consistent with the increase of the Company's registered capital as assigned by the Board of Directors in registering the amendment of the Memorandum of Association at the Department of Business Development Ministry of Commerce has the power to amend and add wording to comply with the order of the Registrar.

**Number of Votes for Resolution:** This agenda shall be approved with the votes of not less than three-fourths of the total votes of the shareholders who attend the meeting and has the right to vote.

**Agenda 15 To consider and approve the allocation of new ordinary shares.**

**Facts and Rationale:** According to the capital increase from 15,873,337,346.08 baht from the original registered capital 3,050,032,408.36 baht as registered capital 18,923,369,754.44 baht by issuing new ordinary shares in the amount not exceeding 23,343,143,156 shares with a par value of 0.68 baht (sixty-eight satang). Therefore the Company proposed to the shareholders' meeting to consider the allocation of new ordinary shares.

**Opinion of the Board of Directors:** The Board of Directors' Meeting No. 3/2023 held on Friday, March 10, 2023 considered and agreed to propose to the 2023 Annual General Meeting of Shareholders to consider and approve the issuance of new issued ordinary shares in the amount not exceeding 23,343,143,156 shares with a par value of 0.68 baht per share, with details as follows:

- (1) Not more than 20,761,555,194 shares with a par value of 0.68 baht per share, to be offered to the existing shareholders of the Company in proportion to their shareholding (Right Offering) by offering to the existing shareholders whose names appear on the date for determining the list of eligible persons to subscribe for new issued shares on May 3, 2023 at the ratio of 1 existing ordinary share to 6 new ordinary shares (1:6) at the offering price of 0.06 baht (six satang) per share, representing a total value not exceeding 1,245,693,311.64 baht (one thousand two hundred forty-five million six hundred ninety-three thousand three hundred and eleven baht and sixty-four satang). In case there's a fraction of shares resulting from the calculation, the fraction of that share shall be discarded. In this regard, shareholders may subscribe for new issued ordinary shares in excess of their rights. Existing shareholders who oversubscribe will be allocated oversubscribed shares only when there are shares remaining from the allotment to the existing shareholders of the Company who subscribed over their rights. The subscription and payment date for the new ordinary shares is scheduled between 22 - 26 May 2023 (a total of 5 business days) from 9:00 a.m. to 3:30 p.m., with details as follows:

- 1.1. In case that there are new ordinary shares remaining from the subscription of existing shareholders according to their rights or have outstanding shares in any case, the remaining shares shall be allocated and offered for sale to the existing shareholders of the Company who have subscribed and paid for the subscription ordinary shares in excess of their rights at the same offering price by authorizing the Board of Directors or Executive Committee or Chairman of Executive Committee or Chief Executive Officer will consider the allocation and offer for sale of remaining shares to the existing shareholders who have subscribed and paid for the subscription ordinary shares in excess of their rights in accordance with the following criteria and conditions:



- (a) In the event that the number of ordinary shares oversubscribed by existing shareholders is greater than the number of remaining ordinary shares, the remaining shares shall be allocated among the existing shareholders who subscribed for ordinary shares in excess of their rights in proportion to the shareholding of existing ordinary shares of each shareholder who has subscribed for ordinary shares in excess of their rights. The allocation of these shares shall continue until there are no shares remaining from the allocation. According to the Board of Directors or the Executive Committee or the Chairman of the Executive Committee or the Chief Executive Officer will consider it appropriate. However, the Company will refund the subscription fee for the shares that have not been allocated additionally to the existing shareholders as mentioned above without interest within 14 days from the share subscription closing date.
        - (b) In the event that the number of ordinary shares oversubscribed by existing shareholders is less than the number of remaining ordinary shares, the remaining shares shall be allocated to all existing shareholders who have subscribed for ordinary shares in excess of their rights and paid for the subscription for these ordinary shares.
  - 1.2. However, if there are still shares remaining from the exercise of the right to subscribe for newly issued ordinary shares of the existing shareholders of the Company from the allocation in (a) and (b), the Company will offer the remaining shares to other person who is suitable which is a Private Placement (PP) by requesting the shareholders' meeting of the Company to consider and approve the authorization of the Board of Directors or the person assigned by the Board of Directors to determine the offering price of approved shares at the best price according to market conditions during the offering to investors. The price is not less than 90 percent of the market price, where the market price shall be calculated from the weighted average trading price of the company's shares on the Stock Exchange of Thailand retrospectively for not less than 7 days but not more than 15 consecutive business days prior to the date on which the Board of Directors resolved to determine the offering price of these shares by determining the discount. The Board of Directors must also consider the market conditions at that time according to the Notification of the Capital Market Supervisory Board TorChor No. 72/2558. However, the price is not lower than the offering price of newly issued ordinary shares to existing shareholders of the Company at 0.06 (six satang) per share. However, the market prices may be lower than the par value since the company still has accumulated loss operating results within the criteria set forth in Section 52 of the Public Limited Companies Act B.E. 2535.
  - 1.3. In case of the allocation of the remaining shares from the existing shareholders' share subscription to a Private Placement allow the company to register the change of paid-up capital from time to time with the public company registrar according to the payment of the person allocated in each time. In the event that there are fractions of shares, such fractions shall be discarded. However, the determination of the right to subscribe and receive the allocation of new issued shares, as well as the subscription date for such newly issued shares, is still uncertain until it has been approved by the shareholders' meeting.
- (2) Not exceeding 905,898,070 shares to accommodate the adjustment of the warrants to purchase ordinary shares ("B-W6") and the allocation of ordinary shares to accommodate the adjustment of the warrants to purchase ordinary shares ("B-W7") not exceeding 1,675,689,892 shares. In this regard, the allocation of the new ordinary shares the Board of Directors and/or Executive Committee and/or Chairman of the Executive Committee and/or Chief Executive Officer or authorized person by the Board of Directors and/or Executive Committee and/or Chairman of Executive Committee and/or Chief Executive Officer have the power to consider and determine any other necessary details relating to the allocation and offering for sale as one time or in parts for sale periodically. Including the power to take any action that necessary and relevant to the offering of the newly issued ordinary shares in all respects. For example, the objectives of the issuance and offering of new ordinary shares,

proportion of utilization of capital increase, offering price determination, offering period and payment of shares, etc., including changes in the offering tender period and payment for new issued ordinary shares, specifying conditions and details in the issuance and offering of new ordinary shares as it deems appropriate as well as amending the wording or details in the minutes of the shareholders' meeting, Memorandum of Association and/or various requests and/or take any action in order to comply with the registrar's order in registering the Company's registered capital increase with the Department of Business Development, the Ministry of Commerce from time to time according to the payment of the subscriber each time. Including the listing of newly issued ordinary shares on the Stock Exchange of Thailand and submission of information, documents, evidence to the Securities and Exchange Commission Stock Exchange of Thailand, Ministry of Commerce or other relevant agencies.

**Number of Votes for Resolution:** This agenda must be approved by a majority vote of the shareholders attending the meeting and having the right to vote.

**Agenda 16 Acknowledgment of the additional investment in ordinary shares of The Megawatt Company Limited ("Megawatt") in the amount not exceeding 4,900,000 shares from the existing shareholders of The Megawatt Co., Ltd.**

**Facts and Rationale:** The company started investing in ordinary shares of The Megawatt Co., Ltd. ("Megawatt") since 2020 and has gradually invested until present. According to the performance of The Megawatt Co., Ltd has continued growth in revenue and profits. Megawatt operates an alternative energy business, which is the main direction of investment in Thailand and around the world and also operates in the energy market continues to grow considerably. Megawatt has cooperation in technology and capital management with partners who build and install electricity networks in Thailand and many countries around the world. It has advantages in both technology and good project management. Moreover, Megawatt has a solar power plant project (Solar Roof) in Thailand that has contracted to sell electricity to government agencies, which receives high electricity purchase rates and Megawatt has many upcoming Solar Rooftop projects. In addition, Megawatt has studied and prepared to invest in other alternative energy businesses such as wind power plants and battery management system for the electric vehicle business in Thailand that is growing exponentially. All of business which are environmentally friendly energy businesses (Green Utilities) according to the business strategy of Begistics Public Company .

Begistics Public Company Limited sees the trend of growth in the value of The Megawatt Company Limited and a good time for this investment. Therefore, the Company negotiated and bought shares of Megawatt from Wave Entertainment Public Company Limited, The Brooker Group Public Company Limited and Energy Sources Investment Pte. Ltd at a price not exceeding 115 baht per share. The price is appropriate and not more than the price appraised by a financial advisor approved by the SEC at 114.50 baht per share.

**Opinion of the Board of Directors:** The Board of Directors' Meeting No. 3/2023 has considered that this transaction are appropriate and beneficial to the Company and shareholders which is expected to generate stable income and profits for the Company, and will lead to adding value to the shareholders, where the Company will be able to diversify the risk of relying on the main business which is the transportation business and logistics which the Board of Directors opinion that this transaction would be beneficial to the Company and its shareholders.

In this regard, Board of Directors meeting resolution resolved to approve the this transaction under the conditions of the sale of such shares must be approved by the seller, Wave Entertainment Public Company Limited, The Brooker Group Public Company Limited and Energy Source Investment Pte Ltd according to the relevant legal procedures.

The Board of Directors considered the potential to generate income and profit growth of Megawatt continuously. Since the investment in The Megawatt Company Limited, the Company began to recognize profit sharing in the second quarter of 2021, where the performance of The Megawatt Company Limited yielded consistently good returns, causing the Company gradually to make additional investments and considering the growth of new projects and plans to invest in new power plants in foreign countries. For

example, the 360 MW Convalt Mandalay Solar Pte. Ltd., Solar Power Plant Project in Mandalay, Myanmar which is expected to start investing within the year 2023 and is another important source of income for The Megawatt Company Limited, causing the Board of Directors considered to investment in The Megawatt Co., Ltd. from 49.02% to 70.16% in order to benefit from such business growth.

**Number of Votes for Resolution:** Casting vote is not required because this agenda item is for acknowledgment only.

### **Agenda 17 To consider any other business (if any).**

**Facts and Rationale:** This agenda is defined for shareholders to ask questions, and/ or suggestion to the Board of Directors (if any) and / or to have the Board of Directors to reply shareholder questions. There will not be any other proposals to the meeting for consideration and approval and any vote on this agenda.

In this regard, the company has defined eligible shareholders list to attend the Annual General Meeting of Shareholders for the year 2023 on March 27<sup>th</sup>, 2023. (Record Date)

The company will begin to conduct the meeting via electronic media at 14.00 hrs. Shareholders and/or proxies who intend to attend the meeting via electronics media must submit a registration form for electronic meetings (the details appear in Enclosure 9) with attach identity documents. The details appear in the invitation letter and please submit to the company within April 20<sup>th</sup>, 2023 by following channels;

- e-mail : ir\_investment@begistics.co.th or,
- Postal : The Chief Executive Officer Office.  
Begistics Public Company Limited  
52 Thaniya Plaza Building 28<sup>th</sup> Floor, Silom Road,  
Suriyawongse, Bangrak, Bangkok 10500, Thailand.

After the Company has examined the names of shareholders as of the date of determining the names of persons entitled to attend the Annual General Meeting of Shareholders for the year 2023 (Record Date) on March 27<sup>th</sup>, 2023, OJ International Co., Ltd., which is a provider of meeting control systems will send username and password to shareholders via email for accessing the Annual General Meeting of Shareholders for the year 2023 program via electronic media (E-AGM).

If shareholders are unable to attend the meeting themselves, shareholders are able to assign another person or an independent director proposed by the Board of Directors as proxies (details are shown in Enclosure 5) to attend the meeting on behalf of the shareholder by filling out and signing Proxy Form B (clearly specify details about the proxy) (please see details in Enclosure 7) or Proxy Form A (general form) or Form C (for foreign investors who appoint a custodian in Thailand to be a depositor to oversee one's shares). These forms can be downloaded from the Company's website at [www.begistics.co.th](http://www.begistics.co.th). Choose only one of the listed types and attach evidence showing the rights to attend the Shareholders' Meeting (Please see details in Enclosure 6). In this regard, for your cooperation, please send the proxy to the company within April 17<sup>th</sup>, 2023 by sending to:

Company Secretary  
Begistics Public Company Limited  
52 Thaniya Plaza Building 28<sup>th</sup> Floor, Silom Road,  
Suriyawongse, Bangrak, Bangkok 10500, Thailand.

In case the shareholders have any questions and would like the Company clarify any matters related to the agenda items proposed at this time, please send your questions to the Company Secretary at least one week in advance. You can download the questionnaire form from the Company's website and send by email to ir\_investment@begistics.co.th or by mail at Begistics Public Company Limited, 52 Thaniya Plaza Building 28<sup>th</sup> Floor, Silom Road, Suriyawongse, Bangrak, Bangkok 10500.


Please be informed accordingly, we would like to invite all shareholders to attend the Annual General Meeting of Shareholders for the year 2023 via electronic media at the date and time as indicated above.



บริษัท บี จิสติกส์ จำกัด (มหาชน)  
BEGISTICS PUBLIC COMPANY LIMITED

Yours faithfully

Police Lieutenant General



(Somkid Boonthanom)

Chairman of the Board  
Begistics Public Company Limited

**Note:** Shareholders are able to view the Notice of The Annual General Meeting of Shareholders for the year 2023 and the supporting documents on the company's website from March 28<sup>th</sup>, 2023 at <https://www.begistics.co.th/agm-egm /Title Investor Relation/ AGM / EGM / AGM 2023> and can submit questions regarding the agenda in advance, according to the procedure for submitting questions about the shareholders' meeting. (Appeared in the Enclosure 8).