

No. CHASE/AGM/2024

1 April 2024

Subject: Invitation to 2024 Annual General Meeting of Shareholders

To: Shareholders
Chase Asia Public Company Limited

- Enclosures:
1. Annual Registration Statement / Annual Report 2023 (Form 56-1 One Report) in QR Code Format
 2. Profile of Persons Nominated for Director Position
 3. Profile of Auditor
 4. Preliminary Details about Offering of Warrants to Purchase Newly Issued Ordinary Shares of Chase Asia Public Company Limited Series 1 ("CHASE -W1")
 5. Capital Increase Report Form (F53-4)
 6. Explanation of Registration Procedure, Appointment of Proxy, Brief Profile of Independent Director as Proxy for Shareholder and Definition of Independent Director
 7. Guidelines for Attending of Electronic Meeting by Inventech Connect
 8. Proxy Form A, Form B, and Form C
 9. Company's Articles of Association concerning the Shareholders' Meeting

The Board of Directors of Chase Asia Public Company Limited ("**Company**") has resolved to schedule the 2024 Annual General Meeting of the Shareholders on 30 April 2024 at 14.00 hrs. through electronic means (e-AGM) only, in accordance with the Emergency Decree on Electronic Meeting, B.E. 2563 (2020), including other laws and regulations relating to the electronic meeting, broadcasting at the meeting room, Chaengwattana Office. The agenda meeting shall be as follows:

Agenda 1 To acknowledge the operating results of the Company for the year 2023

Facts and Reasons

The operating results and the relevant information of the Company for the year 2022 was presented in the Annual Registration Statement / Annual Report 2023 (Form 56-1 One Report) as per Enclosure 1.

Opinion of the Board

The Board of Directors has considered and deemed it appropriate to report the operating results and other information of the Company for the year 2023 to the Shareholders' Meeting for acknowledgement.

Resolution Required

This agenda item is for acknowledgement only; therefore, a resolution is not required.

Agenda 2 To consider and approve the statement of financial position and the statement of comprehensive income for the year ended 31 December 2023 which have been audited by the certified public accountant

Facts and Reasons

According to the Public Limited Companies Act B.E. 2535 (1992) (as amended) together with the Company's Articles of Association, the Board of Directors is required to cause the preparation of a balance sheet and a profit and loss statement as of the end of the Company's fiscal year to be proposed to the shareholders' meeting for consideration and approval. The

Board and Directors shall have such balance sheet and profit and loss statement to be audited by an auditor prior to the proposal to the shareholders' meeting.

Therefore, the Board of Directors has caused to be made the Company's statement of financial position and the statement of comprehensive income (the balance sheet and profit and loss statement) for the year ended 31 December 2023 which have been audited by the certified public accountant and reviewed by the Audit Committee. The details are as appeared in the Annual Registration Statement / Annual Report 2023 (Form 56-1 One Report) Part 3 "Financial Statements" as per Enclosure 1.

Opinion of the Board

The Board of Directors has considered and deemed it appropriate to propose to the Shareholders' Meeting to consider and approve the statement of financial position and the statement of comprehensive income for the year ended 31 December 2023 which have been audited by the certified public accountant and reviewed by the Audit Committee.

Resolution Required

This agenda item requires majority votes of the shareholders attending the meeting and casting their votes.

Agenda 3

To consider and approve the omission of dividend payment and the allocation of the net profit as a legal reserve

Facts and Reasons

According to the Public Limited Companies Act B.E. 2535 (1992) (as amended) together with the Company's Articles of Association, the annual dividend payment must be upon approval by a resolution of a meeting of the shareholders in the event that the Company has profits from its performance with no accumulated loss. The Company has the policy to pay dividends to shareholders at the rate of not less than 40 percent of net profit after tax on the basis of standalone financial statements and after legal reserves as defined by the laws and the articles of association. The said rate of dividend payment may be changed. Payment of dividends is subject to the Company's financial conditions, operating results, liquidity, cashflow, working capital required for business operation and reserves for business expansion, economic conditions, conditions, and restrictions provided under relevant agreements and other factors in relation to business operations of the Company as deemed appropriate by the Board of Directors and/or the shareholders of the Company.

The Company is also required to allocate part of its annual net profits to a reserve fund in an amount of not less than 5 percent of the annual net profits with the deduction of the amount representing the accumulated loss carried forwards (if any) until this reserve fund reaches the amount of not less than 10 percent of the registered capital.

Opinion of the Board

The Board of Directors has considered and deemed it appropriate to propose the Shareholders' Meeting to consider and approve the omission of dividend payment for the performance according to Company's consolidated financial statements as the Company has retained earnings as of 31 December 2023 in the amount of Baht 1,063,454,331 which the Company intends to utilize the money for investment of business expansion, purchase of the non-performing loans in the future, and for working capital to increase liquidity; as well as approve the allocation of the net profit for the year 2023 as a legal reserve in the amount of Baht 3,002,509.

Resolution Required

This agenda item requires majority votes of the shareholders attending the meeting and casting their votes.

Agenda 4 To consider and approve the re-election of directors to replace those retired by rotation

Facts and Reasons

According to the Public Limited Companies Act B.E. 2535 (1992) (as amended) together with the Company's Articles of Association, at every Annual General Meeting of Shareholders, one-third of the directors shall be retired by rotation. The directors who retired by rotation may be re-elected.

For this Meeting, there are 3 directors who retired by rotation as follows:

- | | | |
|-----|------------------------|---|
| (1) | Mr. Pracha Chaisuwan | Director / Chairman of Executive Committee / Chief Executive Officer |
| (2) | Ms. Waraluck Chaisuwan | Director / Member of Executive Committee / Member of Risk Management Committee / Chairman of Corporate Governance and Sustainable Development Committee / Chief Financial Officer |
| (3) | Ms. Suthida Chaisuwan | Director / Member of Executive Committee / Member of Risk Management Committee / Member of Corporate Governance and Sustainable Development Committee / Chief Legal Officer |

Criteria and Procedures for Director Nomination

The Nomination and Remuneration Committee shall consider the director's nomination and propose such nominated person to the Board of Directors for consideration. The Nomination and Remuneration Committee may consider re-electing the former director to resume his/her office for another term by taking into account the performance result of such director, including qualifications of each director to ensure that such person possesses the full qualifications in accordance with the relevant laws.

Moreover, with respect to the Good Corporate Governance Principles and the Shareholders' Participation Encouragement, the Company has invited the shareholders to nominate director candidates from 18 October 2023 to 15 December 2023 which there are no nominations of director candidates for director position.

Opinion of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee has considered the knowledge, capability, suitable qualifications, and performance result of the directors, and deemed it appropriate to nominate the three directors for re-election as the directors to resume their offices for another term and therefore propose to the Board of Directors for consideration, approval and further proposal of the matter to the Shareholders' Meeting.

Opinion of the Board

The Board of Directors (excluding the directors who have conflicts of interest) has carefully and meticulously considered and concurred with the Nomination and Remuneration Committee's recommendation. The persons nominated for director positions have been considered in accordance with the criteria and procedures specified by the Company and they possess the full and appropriate qualifications under the relevant rules and regulations and in

relation to the Company's business. The Board of Directors has therefore deemed it appropriate to propose to the Shareholders' Meeting to consider and approve the re-election of Mr. Pracha Chaisuwan, Ms. Waraluck Chaisuwan, and Ms. Suthida Chaisuwan who retired by rotation to resume their offices for another term since they have knowledge, capabilities and experiences which are suitable for and beneficial to the Company's business and also possess the full qualifications and do not have any prohibited characteristics specified by the laws on the securities and stock exchange, including the relevant rules and regulations.

The profile of the persons nominated for director position are as appeared in Enclosure 2.

Resolution Required

This agenda item requires majority votes of the shareholders attending the meeting and casting their votes.

Agenda 5 To consider and approve the determination of the directors' remuneration for the year 2024

Facts and Reasons

According to the Public Limited Companies Act B.E. 2535 (1992) (as amended) together with the Company's Articles of Association, the Company shall not pay any money or give any other property to the directors unless it is the remuneration payment. The directors shall be entitled to the remuneration paid by the Company in accordance with the Company's Articles of Association or as approved by the Shareholders' Meeting. The Shareholders' Meeting may consider fixing an amount of remuneration, determining the criteria, fixing the remuneration from time to time or affecting the remuneration perpetually until it is changed.

Criteria and Procedures for Consideration of Directors' Remuneration

The Nomination and Remuneration Committee shall consider the directors' remuneration by taking into account the directors' remuneration of other companies in the industry which is similar to the Company's business and performance results, including appropriateness of the directors' duties and responsibilities together with the Company's performance results. The Nomination and Remuneration Committee shall propose to the Board of Directors to consider and further propose to the Shareholders' Meeting for consideration and approval.

Opinion of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee has considered the appropriateness of the directors' duties and responsibilities, the Company's performance results and details of the comparison with other companies within the similar industry and deemed it appropriate to propose to the Board of Directors to consider and further propose to the Shareholder's Meeting to consider and approve the determination of the directors' remuneration for the year 2024 as per the following details:

- (1) Remuneration as meeting allowance at the same rate as the directors' remuneration for the year 2023
- (2) Remuneration as other benefits : - None -

The details of the comparison to the previous year are as follows:

Type of Director	Meeting Allowance (Baht/Meeting)		Other Benefits	
	2023	2024 (as proposed)	2023	2024 (as proposed)
Chairman of Board of Directors	25,000	25,000	- None -	- None -
Director	15,000	15,000		
Chairman of Audit Committee	25,000	25,000		
Member of Audit Committee	15,000	15,000		
Chairman of Nomination and Remuneration Committee	25,000	25,000		
Member of Nomination and Remuneration Committee	15,000	15,000		

Remark: The director who is the executive or employee of the Company shall not be entitled to the directors' remuneration as the Company's director and/or the member of the sub-committee.

Opinion of the Board

The Board of Directors has considered and concurred with the Nomination and Remuneration Committee's recommendation and deemed it appropriate to propose to the Shareholders' Meeting to consider and approve the determination of the directors' remuneration for the year 2024 at the same rate as the directors' remuneration for the year 2023.

Resolution Required

This agenda item requires votes of not less than two-thirds (2/3) of the total number of votes of shareholders attending the meeting.

Agenda 6 To consider and approve the appointment of auditor and determination of the audit fee for the year 2024

Facts and Reasons

According to the Public Limited Companies Act B.E. 2535 (1992) (as amended) together with the Company's Articles of Association, the annual general meeting of shareholders shall appoint the Company's auditor and determine the audit fee every year. In appointing an auditor, the former auditor may be re-appointed. The Company has appointed the auditor of PricewaterhouseCoopers ABAS Company Limited as the auditor of the Company and its subsidiaries from 2020 until 2023.

Opinion of the Audit Committee

The Audit Committee has considered the appropriateness of work quantity and performance comparing to the proposed audit fee and also considered the auditor's independence, professional expertise and auditing experience, sufficient personnel and auditing services provided to the Company. The Audit Committee has deemed it appropriate to propose to the Board of Directors to consider and approve the appointment of the auditor of PricewaterhouseCoopers ABAS Company Limited as the Company's auditor for the year 2024 as follows:

- (1) Mr. Sa-nga Chokenitisawat Certified Public Accountant (Thailand) No. 11251; or (signing audit partner for 3 years since 2020 – 2023)
- (2) Mr. Krit Chatchavalwong Certified Public Accountant (Thailand) No. 5016; or
- (3) Mr. Kan Tanthawirat Certified Public Accountant (Thailand) No. 10456.

which anyone of them, is authorized to audit and express an opinion on the Company's financial statements for the year ended 31 December 2024.

The proposed audit fee for the year 2024 of the Company shall be in the amount of Baht 2,540,000 with no other fee other than the normal audit work (non-audit fee). If there is any other work apart from the normal audit work, the Board of Directors shall have the authority to consider and determine such fee as actually incurred.

The details of the comparison to the previous year are as follows:

Type of Fee	2023	2024 (as proposed)	Increase (Decrease) (Percentage)
1. Audit fee	Baht 2,740,000	Baht 2,540,000	(7.3)
2. Other fee	- None -	- None -	-

In this connection, PricewaterhouseCoopers ABAS Company Limited and the proposed auditors have no relationship or interests with the Company, subsidiaries, executives, major shareholders, or other related persons which would affect the independence of their performance.

Additionally, the Company and its subsidiaries use the same audit firm. The Audit Committee and the Board of Directors shall ensure that the preparation of the financial statements shall be made in a timely manner.

The profiles of the auditor are as appeared in Enclosure 3.

Opinion of the Board

The Board of Directors has considered and concurred with the Audit Committee’s recommendation and deemed it appropriate to propose to the Shareholders’ Meeting to consider and approve the appointment of Mr. Sa-nga Chokenitisawat, Certified Public Accountant (Thailand) No. 11251 or Mr. Krit Chatchavalwong, Certified Public Accountant (Thailand) No. 5016 or Mr. Kan Tanthawirat, Certified Public Accountant (Thailand) No. 10456, of PricewaterhouseCoopers ABAS Company Limited as the Company’s auditor for the year 2024 of which anyone of them, is authorized to audit and express opinion on the Company’s financial statements for the year ended 31 December 2024; and approve the determination of the audit fee for the year 2024 in the amount of Baht 2,540,000 with no other fee other than the normal audit work (non-audit fee). If there is any other work apart from the normal audit work, the Board of Directors shall have the authority to consider and determine such fee as actually incurred.

Resolution Required

This agenda item requires majority votes of the shareholders attending the meeting and casting their votes.

Agenda 7 **To consider and approve the issuance and offering of warrants to purchase ordinary shares of the Company Series 1 (“CHASE-W1”) to the existing shareholders in proportion to their shareholding (Right Offering), in the amount of not exceeding 198,544,180 units at a ratio of 10 existing shares per 1 unit, at no cost**

Facts and Reasons

To support the Company’s growth and future investment, and to be as the working capital reserve of the Company resulting in good liquidity for the Company and enhancing the Company’s potential in competitiveness and business development for sustainable growth of the Company

Opinion of the Board

The Board of Directors has considered and deemed it appropriate to propose to the Shareholders' Meeting to consider and approve the issuance and offering of warrants to purchase ordinary shares of the Company Series 1 ("CHASE-W1") to the existing shareholders in proportion to their shareholding (Right Offering), in the amount of not exceeding 198,544,180 units at a ratio of 10 existing shares per 1 unit, at no cost.

In cases where there are fractions of warrants remaining from the allocation calculation as mentioned, such fractions shall be disregarded. Each warrant entitles the holder to purchase 1 ordinary share at a price of Baht 0.50 per share. The details are provided in Enclosure 4.

Also, to propose to consider and approve the authorization of the Chief Executive Officer or a person designated by the Chief Executive Officer to determine the criteria, conditions, and other details of the warrants, negotiation, agreement, signing of any relevant documents and agreements, and perform other necessary and appropriate actions related to the warrants and the issuance and offering of warrants, including listing of the warrants and ordinary shares resulting from the exercise of rights under the warrants as securities on the Stock Exchange of Thailand and seeking approval from relevant authorities.

In this connection, the Company has scheduled the record date for the shareholders entitled to receive the allocations of warrants to purchase ordinary shares of the Company Series 1 ("CHASE-W1") (Record Date) on 24 May 2024.

However, the determination of the record date for the shareholders entitled to receive allocations of warrants to purchase ordinary shares of the Company Series 1 ("CHASE-W1") is still uncertain upon the approval of the proposed increase in registered capital and the allocation of ordinary shares as proposed.

In this regard, the shareholders have the right to claim damages and benefits for the Company if the Company's directors breach their fiduciary duties causing damage to the Company.

Resolution Required

This agenda item requires votes of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and having the right to vote.

Agenda 8

To consider and approve to the increase in the Company's registered capital in the number of Baht 99,272,090 from the existing registered capital of Baht 992,720,900 to the new registered capital of Baht 1,091,992,990 by issuing additional ordinary shares totaling 198,544,180 shares, with a par value of Baht 0.50 per share

Facts and Reasons

According to the previous agenda, the Company is required to register for an increase in the Company's registered capital to accommodate the exercise of right of the Warrants to purchase the ordinary shares of the Company Series 1 ("CHASE-W1").

Opinion of the Board

The Board of Directors has considered and deemed it appropriate to propose to the Shareholders' Meeting to consider and approve the increase in the Company's registered capital as detailed below:

Existing registered capital of Baht 992,720,900
Increase in the number of Baht 99,272,090
New registered capital of Baht 1,091,992,990
by issuing additional ordinary shares of 198,544,180 shares, with a par value of Baht 0.50 per share

The details of the increase in the Company's registered capital are as appeared in Enclosure 5.

Resolution Required

This agenda item requires votes of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and having the right to vote.

- Agenda 9** **To consider and approve the allocation of new ordinary shares, in the amount of not exceeding 198,544,180 shares, with a par value of Baht 0.50 per share, to accommodate the exercise of rights under warrants to purchase ordinary shares of the Company Series 1 ("CHASE-W1"), which shall be allocated to existing shareholders in proportion to their shareholding (Right Offering), in the amount of not exceeding 198,544,180 units at a ratio of 10 existing ordinary shares per 1 unit**

Facts and Reasons

According to the previous agenda, the Company is required to allocate the new ordinary shares to accommodate the exercise of right of the Warrants to purchase the ordinary shares of the Company Series 1 ("CHASE-W1").

Opinion of the Board

The Board of Directors has considered and deemed it appropriate to propose to the Shareholders' Meeting to consider and approve the allocation of new ordinary shares, in the amount of not exceeding 198,544,180 shares, with a par value of Baht 0.50 per share, to accommodate the exercise of rights under warrants to purchase ordinary shares of the Company Series 1 ("CHASE-W1"), which shall be allocated to existing shareholders in proportion to their shareholding (Right Offering), in the amount of not exceeding 198,544,180 units at a ratio of 10 existing ordinary shares per 1 unit. The details are as appeared in Enclosure 5.

Resolution Required

This agenda item requires majority votes of the shareholders attending the meeting and casting their votes.

- Agenda 10** **To consider and approve the change in the Company's head office**

Facts and Reasons

According to the Company's plan to relocate the head office of the Company to be in line with the current operation.

Opinion of the Board

The Board of Directors has considered and deemed it appropriate to propose to the Shareholders' Meeting to consider and approve the change in the Company's head office as detailed below:

Head Office : 8/9-10 Vibhavadirangsit 44 (Soi Mongkolnivej),
(Old Location) Vibhavadirangsit Road, Ladyao, Chatuchak,
Bangkok 10900

Telephone Number : 0 2855 8222
Facsimile Number : 0 2855 8299

Head Office : 34/6 Chaengwattana Road, Khlong Kluea, Pakkret,
(New Location) Nonthaburi 11120

Telephone Number : 0 2855 8222
Facsimile Number : 0 2855 8299

The said relocation of the head office shall be in effect from the date when the Company has completed the registration of the amendment to the Memorandum of Association with the Ministry of Commerce within a period of 14 days as from the date of the resolution of the shareholders' meeting.

The Company shall register the change from the old location of the head office to branch with the Ministry of Commerce to be effective on the same date as the change of the new head office.

Resolution Required

This agenda item requires majority votes of the shareholders attending the meeting and casting their votes.

Agenda 11 To consider and approve the amendment to the Memorandum of Association, Article 4 (Registered Capital) to align with the increase in the registered capital, and Article 5 (Province of the head office) to align with the change in the registered office

Facts and Reasons

According to the previous agenda, the Company is required to amend the Memorandum of Association, Article 4 (Registered Capital) to align with the increase in the registered capital, and Article 5 (Province of the head office) to align with the change in the registered office.

Opinion of the Board

The Board of Directors has considered and deemed it appropriate to propose to the Shareholders' Meeting to consider and approve the amendment to the Memorandum of Association as detailed below:

Article 4	Registered capital of	Baht 1,091,992,990	(Baht One Billion Ninety-One Million Nine Hundred Ninety-Two Thousand Nine Hundred Ninety)
	Divided into	2,183,985,980 shares	(Two Billion One Hundred Eighty-Three Million Nine Hundred Eighty-Five Thousand Nine Hundred Eighty Shares)
	With a par value of	Baht 0.50	(Fifty Satang)
	Divided into		
	Ordinary shares of	2,183,985,980 shares	(Two Billion One Hundred Eighty-Three Million Nine Hundred Eighty-Five Thousand Nine Hundred Eighty Shares)

Preferred shares of - shares

Article 5 The head office of the Company shall be located in Nonthaburi Province

Moreover, to facilitate the process of the registration of the amendment to the Company's Memorandum of Association, it is proposed to the Shareholders' Meeting to consider and approve the authorization of the authorized directors, including the attorney-in-fact assigned by the authorized directors to submit the application for the amendment to the Company's Memorandum of Association to Ministry of Commerce, any revisions or modifications of application or statement in any relevant document, including but not limited to any actions as deemed necessary and appropriate or in accordance with the recommendation or order of the registrar or officer to be compliance with the laws, regulations and interpretations of the relevant government agencies.

Resolution Required

This agenda item requires votes of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and having the right to vote.

Agenda 12 To consider other matters (if any)

The Company has determined the record date for the determination of the shareholders who have the right to attend the 2024 Annual General Meeting of the Shareholders on 14 March 2024.

You are cordially invited to attend the Meeting on the date and time via electronic means only. The Company would like to request your cooperation to follow the Guidelines for Attending of Electronic Meeting by Inventech Connect as per Enclosure 7. The Company shall conduct the Meeting in accordance with its Articles of Association as per Enclosure 9.

For any shareholders who wish to attend the Meeting in person or wish to grant proxy to attend the Meeting, please register and/or grant proxy in accordance with the Guidelines for Attending of Electronic Meeting by Inventech Connect as per Enclosure 7.

The shareholders may consider granting proxy to the Company's independent director to attend the Meeting and cast the votes on behalf of the shareholders. Please see a brief profile of the independent director which the shareholders may grant proxy to attend the Meeting and cast the votes as per Enclosure 6. In this regard, the shareholders may complete and duly execute the Proxy Form B as per Enclosure 8, affixing with stamp duty according to the Explanation of Appointment of Proxy as per Enclosure 6. Please deliver the duly executed proxy form together with supporting documents to the Company prior to the meeting date, within 19 April 2024 by e-mail to cs@chase.co.th; or by post to "Company Secretary Department, Chase Asia Public Company Limited" No. 34/6 Chaengwattana Road, Khlong Kluea, Pakkret, Nonthaburi 11120.

In addition, the shareholder who wishes to receive the Proxy Form B in hard copy form prior to the meeting can proceed with the channel provided on the Company's website at <https://www.chase.co.th/en/investor-relations/shareholder-information/proxy-form-b>.

In the event that the shareholder wishes to request any additional information or has any inquiries regarding the agenda items, please send a question prior to the meeting date via email cs@chase.co.th or ir@chase.co.th.

The Company commits to the shareholders and investors that all of your personal data is significant to the Company. The Company ensures that the personal data shall be protected and processed under the best privacy and security safeguards as appropriate. In this connection, the privacy notice for shareholders and investors can be read at <https://www.chase.co.th/storage/content/cg/corporate-policies/20240314-chase-privacy-policy-th.pdf>



www.chase.co.th

Please be informed accordingly,

Yours Faithfully,

Chase Asia Public Company Limited

(Mr. Pracha Chaisuwan)
Chief Executive Officer

Annual Registration Statement / Annual Report 2023 (Form 56-1 One Report)

The shareholders can consider the Company's Annual Registration Statement / Annual Report 2023 (Form 56-1 One Report) through the following channels:

QR Code**Website**

<https://www.chase.co.th/en/investor-relations/downloads/one-reports>

Profile of Persons Nominated for Director Position


Name - Surname	Mr. Pracha Chaisuwan
Current Position	Director / Chairman of Executive Committee / Chief Executive Officer
Age	64 Years Old
Commencement Date of Director Office	4 August 1998
Term of Office as Director	25 Years
Shareholding Proportion of the Company	51.41 percent (as of 28 February 2024)
Educational Qualifications	<ul style="list-style-type: none"> • Master of Arts in Political Science, Ramkhamhaeng University • Bachelor of Laws, Dhurakij Pundit University
Training	<ul style="list-style-type: none"> • Director Accreditation Program (DAP) Class 187/2021, Thai Institute of Directors (IOD) • Director Certification Program (DCP) Class 317/2022, Thai Institute of Directors (IOD)
5 Years Working Experience	
2021 - Present	Director / Chairman of Executive Committee / Chief Executive Officer Chase Asia Public Company Limited
2021 - Present	Director, Asset Asia Company Limited
2015 - 2021	Director, Courts Megastore (Thailand) Company Limited
2003 - 2021	Director, Resolution Way Company Limited
Holding Position as Director/Executive of Other Business (as of 28 February 2024)	
• Listed Company	- None -
• Unlisted Company	Director, Asset Asia Company Limited
Holding Position as Director/Executive of Other Business which May Cause Conflicts of Interest or Undertake Business of the Nature Competing with the Company's Business	- None -
Family Relationship with Director/Executive	<ul style="list-style-type: none"> • Spouse of Ms. Hathairat Kaewsuenmuang • Father of Ms. Waraluck Chaisuwan and Ms. Suthida Chaisuwan
Meeting Attendance in 2023	<ul style="list-style-type: none"> • Shareholders' Meeting 1/1 Time • Board of Directors' Meeting 6/6 Times • Executive Committee's Meeting 22/22 Times
Criteria and Procedures for Director Nomination	
The Nomination and Remuneration Committee shall consider the director's nomination and propose such nominated person to the Board of Directors for consideration. The Nomination and Remuneration Committee may consider re-electing the former director to resume his/her office for another term by taking into account the performance result of such director, including qualifications of each director to ensure that such person possesses the full qualifications in accordance with the relevant laws. The persons nominated for director positions have been considered in accordance with the criteria and procedures specified by the Company and they possess the full and appropriate qualifications under the relevant rules and regulations and in relation to the Company's business.	
Type of Director Nominated	Director

Profile of Persons Nominated for Director Position



Name - Surname	Ms. Waraluck Chaisuwan		
Current Position	Director / Member of Executive Committee / Member of Risk Management Committee / Chairman of Corporate Governance and Sustainable Development Committee / Chief Financial Officer		
Age	43 Years Old		
Commencement Date of Director Office	27 January 2021		
Term of Office as Director	3 Years		
Shareholding Proportion of the Company	0.07 percent (as of 28 February 2024)		
Educational Qualifications	<ul style="list-style-type: none"> • Master of Business Administration, Monash University • Bachelor Degree, International Business Administration, University of the Thai Chamber of Commerce • Bachelor of Laws, Chulalongkorn University 		
Training	<ul style="list-style-type: none"> • Director Accreditation Program (DAP) Class 186/2021, Thai Institute of Directors (IOD) • Financial Statements for Directors (FSD) Class 45/2022, Thai Institute of Directors (IOD) • CFO's Orientation Course 2022 • Strategic CFO in Capital Markets Course Class 10 		
5 Years Working Experience	<p>2021 - Present Director / Member of Executive Committee / Member of Risk Management Committee / Chairman of Corporate Governance and Sustainable Development Committee / Chief Financial Officer Chase Asia Public Company Limited</p> <p>2023 - Present Director, CF Asia Asset Management Company Limited</p> <p>2021 - Present Director, Resolution Way Company Limited</p> <p>2013 - 2021 Siam Commercial Bank Public Company Limited</p>		
Holding Position as Director/Executive of Other Business (as of 28 February 2024)	<ul style="list-style-type: none"> • Listed Company - None - • Unlisted Company <ul style="list-style-type: none"> • Director, Resolution Way Company Limited • Director, CF Asia Asset Management Company Limited 		
Holding Position as Director/Executive of Other Business which May Cause Conflicts of Interest or Undertake Business of the Nature Competing with the Company's Business	- None -		
Family Relationship with Director/Executive	<ul style="list-style-type: none"> • Daughter of Mr. Pracha Chaisuwan • Sister of Ms. Suthida Chaisuwan 		
Meeting Attendance in 2023	<ul style="list-style-type: none"> • Shareholders' Meeting • Board of Directors' Meeting • Executive Committee's Meeting • Risk Management Committee's Meeting • Corporate Governance and Sustainable Development Committee's Meeting 	<ul style="list-style-type: none"> 1/1 6/6 22/22 1/1 1/1 	<ul style="list-style-type: none"> Time Times Times Time Time
Criteria and Procedures for Director Nomination	<p>The Nomination and Remuneration Committee shall consider the director's nomination and propose such nominated person to the Board of Directors for consideration The Nomination and Remuneration Committee may consider re-electing the former director to resume his/her office for another term by taking into account the performance result of such director, including qualifications of each director to ensure that such person possesses the full qualifications in accordance with the relevant laws. The persons nominated for director positions have been considered in accordance with the criteria and procedures specified by the Company and they possess the full and appropriate qualifications under the relevant rules and regulations and in relation to the Company's business.</p>		
Type of Director Nominated	Director		

Profile of Persons Nominated for Director Position



Name - Surname	Ms. Suthida Chaisuwan														
Current Position	Director / Member of Executive Committee / Member of Risk Management Committee / Member of Corporate Governance and Sustainable Development Committee / Chief Legal Officer														
Age	35 Years Old														
Commencement Date of Director Office	1 March 2021														
Term of Office as Director	3 Years														
Shareholding Proportion of the Company	0.04 percent (as of 28 February 2024)														
Educational Qualifications	<ul style="list-style-type: none"> • Master's degree in international Commercial Law, University of Kent • Postgraduate Certificate, Maritime Law, University of Nottingham • Bachelor of Laws, Assumption University 														
Training	<ul style="list-style-type: none"> • Director Accreditation Program (DAP) Class 187/2021, Thai Institute of Directors (IOD) • Financial Statements for Directors (FSD) Class 45/2022, Thai Institute of Directors (IOD) 														
5 Years Working Experience	<table border="0"> <tr> <td>2021 - Present</td> <td>Director / Member of Executive Committee / Member of Risk Management Committee / Member of Corporate Governance and Sustainable Development Committee / Chief Legal Officer, Chase Asia Public Company Limited</td> </tr> <tr> <td>2023 - Present</td> <td>Director, Resolution Way Company Limited</td> </tr> <tr> <td>2021 - Present</td> <td>Director, CF Asia Asset Management Company Limited</td> </tr> <tr> <td>2020 - 2021</td> <td>Senior Associate, Pisut and Partners Company Limited</td> </tr> <tr> <td>2018 – 2020</td> <td>Associate, Kudun and Partners Company Limited</td> </tr> <tr> <td>2015 - 2018</td> <td>Associate, Wissen & Co Company Limited</td> </tr> </table>			2021 - Present	Director / Member of Executive Committee / Member of Risk Management Committee / Member of Corporate Governance and Sustainable Development Committee / Chief Legal Officer, Chase Asia Public Company Limited	2023 - Present	Director, Resolution Way Company Limited	2021 - Present	Director, CF Asia Asset Management Company Limited	2020 - 2021	Senior Associate, Pisut and Partners Company Limited	2018 – 2020	Associate, Kudun and Partners Company Limited	2015 - 2018	Associate, Wissen & Co Company Limited
2021 - Present	Director / Member of Executive Committee / Member of Risk Management Committee / Member of Corporate Governance and Sustainable Development Committee / Chief Legal Officer, Chase Asia Public Company Limited														
2023 - Present	Director, Resolution Way Company Limited														
2021 - Present	Director, CF Asia Asset Management Company Limited														
2020 - 2021	Senior Associate, Pisut and Partners Company Limited														
2018 – 2020	Associate, Kudun and Partners Company Limited														
2015 - 2018	Associate, Wissen & Co Company Limited														
Holding Position as Director/Executive of Other Business (as of 28 February 2023)	<table border="0"> <tr> <td>• Listed Company</td> <td>- None -</td> </tr> <tr> <td>• Unlisted Company</td> <td> <ul style="list-style-type: none"> • Director, CF Asia Asset Management Company Limited • Director, Resolution Way Company Limited </td> </tr> </table>			• Listed Company	- None -	• Unlisted Company	<ul style="list-style-type: none"> • Director, CF Asia Asset Management Company Limited • Director, Resolution Way Company Limited 								
• Listed Company	- None -														
• Unlisted Company	<ul style="list-style-type: none"> • Director, CF Asia Asset Management Company Limited • Director, Resolution Way Company Limited 														
Holding Position as Director/Executive of Other Business which May Cause Conflicts of Interest or Undertake Business of the Nature Competing with the Company's Business	- None -														
Family Relationship with Director/Executive	<ul style="list-style-type: none"> • Daughter of Mr. Pracha Chaisuwan • Sister of Ms. Waraluck Chaisuwan 														
Meeting Attendance in 2023	<ul style="list-style-type: none"> • Shareholders' Meeting • Board of Directors' Meeting • Executive Committee's Meeting • Risk Management Committee's Meeting • Corporate Governance and Sustainable Development Committee's Meeting 	<table border="0"> <tr><td>1/1</td><td>Time</td></tr> <tr><td>6/6</td><td>Times</td></tr> <tr><td>21/22</td><td>Times</td></tr> <tr><td>1/1</td><td>Time</td></tr> <tr><td>1/1</td><td>Time</td></tr> </table>	1/1	Time	6/6	Times	21/22	Times	1/1	Time	1/1	Time			
1/1	Time														
6/6	Times														
21/22	Times														
1/1	Time														
1/1	Time														
Criteria and Procedures for Director Nomination	<p>The Nomination and Remuneration Committee shall consider the director's nomination and propose such nominated person to the Board of Directors for consideration. The Nomination and Remuneration Committee may consider re-electing the former director to resume his/her office for another term by taking into account the performance result of such director, including qualifications of each director to ensure that such person possesses the full qualifications in accordance with the relevant laws. The persons nominated for director positions have been considered in accordance with the criteria and procedures specified by the Company and they possess the full and appropriate qualifications under the relevant rules and regulations and in relation to the Company's business.</p>														
Type of Director Nominated	Director														

Profile of Auditor



Name-Surname	Sa-nga Chokenitisawat
Certified Public Accountant (Thailand) No.	11251
Name of firm	PricewaterhouseCoopers ABAS Ltd.
----- Educational qualifications	Bachelor of Accounting, the University of the Thai Chamber of Commerce (UTCC)
Others	Certified public accountant who has been approved by the Office of the Securities and Exchange Commission (SEC)
Relevant experience	<ul style="list-style-type: none"> - Sa-nga is currently an audit partner in the Consumer Industrial and Products and Services industry of PwC audit practice in Thailand. He has over 30 years' experience in auditing and advising Thai public and multinational companies about their financial statements. His expertise covers several sectors, including manufacturing, automotive, engineering, construction, hospitality and retail. - He is responsible for the audit of the company that intend to IPO. - He advises the company regarding financial reporting to be presented in accordance with accounting standards and industry. - He advises listed companies on converting their financial statements from Thai Financial Reporting Standards (TFRS) to International Financial Reporting Standards (IFRS). - He has extensive knowledge of TFRS, IFRS and J-SOX, along with various internal controls. - Key clients are both listed and multinational, such as RS Public Company Limited, Salee Group, Toyota Group, Suzuki Motor (Thailand) Co., Ltd., Holiday Inn, JW Marriott, Hyatt Marriott and IHG.

Profile of Auditor



Name-Surname	Krit Chatchawalwong
Certified Public Accountant (Thailand) No.	5016
Name of firm	PricewaterhouseCoopers ABAS Ltd.
Educational qualifications	B.B.A. (Accounting), Assumption University M.S. (Computer and Engineering Management), Assumption University
Others	<ul style="list-style-type: none"> - Certified public accountant who has been approved by the Office of the Securities and Exchange Commission (SEC) - Director Certification Program (DCP) Gen 245 - Leadership Succession Program (LRDP) Gen 9
Relevant experience	<ul style="list-style-type: none"> - Krit is currently an audit partner in the construction, energy, automotive and healthcare industry of PwC audit practice in Thailand. He has over 34 years' experience in auditing and advising Thai public and multinational companies about their financial statements. - He is responsible for the audit of the company that intend to IPO. - He advises the company regarding financial reporting to be presented in accordance with accounting standards and industry. - He has extensive knowledge of TFRS and IFRS. - Key clients are both listed and multinational, such as Thonburi Healthcare Group Public Company Limited , Thonburi Bamrungmuang Hospital Company Limited, Mukdahan International Hospital Co., Ltd., Absolute Clean Energy Public Company Limited Group, Eastern Polymer Group Public Company Limited, Safe Fertility Group Public Company Limited, Jenkongklai Public Company Limited, Asia Cement Public Company Limited Group, Electrolux Thailand Company Limited and Zubb Steel Co., Ltd.

Profile of Auditor



Name-Surname	Kan Tanthawirat
Certified Public Accountant (Thailand) No.	10456
Name of firm	PricewaterhouseCoopers ABAS Ltd.
Educational qualifications	Bachelor of Accounting, Thammasat University
Others	Certified public accountant who has been approved by the Office of the Securities and Exchange Commission (SEC)
Relevant experience	<ul style="list-style-type: none"> - Kan is currently an audit partner in the energy, service and retail industry of PwC audit practice in Thailand including 2 years' audit experience with PwC United Kingdom in energy and logistics industry. - He is responsible for the audit of the company that intend to IPO. - He advises the company regarding financial reporting to be presented in accordance with accounting standards and industry. - He has extensive knowledge of TFRS, IFRS, US GAAP and UK GAAP. - Key clients are both listed and multinational, such as TMT Steel Public Company Limited, Star Petroleum Refining Public Company Limited, PTG Energy Public Company Limited, Atlas Energy Public Co., Ltd. and PPP Green Complex Public Co., Ltd.

**Preliminary Details of the Warrants to Purchase Ordinary Shares of
Chase Asia Public Company Limited Series 1,
Proportionally Allocated to Existing Shareholders**

Type of the Warrant	:	Warrants to purchase ordinary shares of Chase Asia Public Company Limited Series 1 (“CHASE-W1”)
Type of the Warrants	:	In named certificate and transferable
Number of Warrants Issued and Offered	:	Not exceeding 198,544,180 units
Offering Price per unit	:	Baht 0.00
Term of the Warrants	:	3 years from the issuance and allocation date of the Warrants
Number of Shares Allocated for the Exercise of the Warrants	:	Not exceeding 198,544,180 shares (par value of Baht 0.50) representing 10 percent of all issued and sold shares of the Company as of 28 February 2024
Method of Allocation	:	Allocate to the existing shareholders at the ratio of 10 existing ordinary shares for 1 unit of Warrant. Any fraction of shares shall be disregarded. The Company determined the name of shareholders who shall be entitled for allotment of warrants to purchase ordinary shares of the Company (Record Date) on 24 May 2024.
Date of Issue of Warrants	:	The date to be determined by the Chief Executive Officer or the person(s) entrusted by the Chief Executive Officer after approved by the Shareholders’ Meeting.
Exercise Ratio	:	1 unit of the Warrants is entitled to purchase 1 newly ordinary share of the Company unless the exercise is adjusted by the conditions of right adjustment.
Exercise Price	:	Baht 0.50 per share (unless the exercise is adjusted by the conditions of right adjustment).
Exercise Period and Right	:	On the last business day of June and December, between 9.00 and 15.00 hrs., throughout the term of the rights certificate. The first Exercise Date is expected to be on 30 December 2024. The last Exercise Date shall be on the 3 years from the issuance date. In case that the Exercise Date is not a Business Day of the Company, such Exercise Date shall be postponed to the last Business Day before the Exercise Date. The Warrant holders who wish to exercise their right to purchase ordinary shares of the Company shall deliver a notification of the intention to exercise the Warrants during 9.00- 15.00 hrs. within the period of 5 Business Days prior to each Exercise Date, except for the last Exercise Date.
The Last Period of Declaration of Intention to Exercise Warrants	:	Not less than 15 Days prior to the Last Exercise Date
The Offering Period	:	The Company shall complete the issue of Warrants within 1 year as from the date the shareholders’ meeting approves the Issue of the Warrants. Additionally, the Chief Executive Officer or the person(s) entrusted the Chief Executive Officer shall be empowered to determine the conditions and details of Warrants later.
The Secondary Market for the Warrants	:	The Company shall apply to list the Warrants on the SET.

Secondary Market of the Ordinary Shares Issued upon the Exercise of the Warrants: : The Company shall apply to list the ordinary shares reserved for the Exercise of Warrants on the SET.

Benefits : The ordinary shares issued pursuant to the exercise of rights under this warrant shall have the same rights and conditions as the common shares of the Company issued previously in all respects.

Dilution Effect : The dilution effect to the Company's shareholders can be determined by 2 cases as follows:

Case 1) In case of the existing shareholders fully exercise the Warrants Series 1.

Case 2) In case the Warrants Series 1 are fully exercised by other persons who are non- existing shareholders.

By determining the dilution effects to the Company's shareholders as follows:

1) Control Dilution

Control dilution can be calculated by the following formula Control dilution = $1 - [Q_o / (Q_o + Q_w)]$

By which

Q_o = The number of existing shares which are equal to 1,985,441,800 shares.

Q_w = The number of the new ordinary shares derived from the exercise of Warrants which is equal to 198,544,180 shares.

Effect on Control Dilution

Existing shareholders shall not be affected by the control dilution due to the Warrants are proportionally issued to the existing shareholders.

However, if the Warrants are fully exercised by non-existing shareholders, the existing shareholders shall be affected from the dilution of control by 9.1 percent.

2) Price Dilution

Price dilution can be calculated by the following formula Price dilution = $[(P_o - P_n) \times Q_w] / [(Q_o + Q_w) \times P_o]$

By which

P_o = The weighted average closing price of the ordinary shares trading on SET for the period of 7 trading days before the date of Board of Directors' Meeting held on 28 February 2024 (16-27 February 2024) Which had the weighted average closing price of Baht 1.87 (calculated based on par value of Baht 0.50 per share).

P_n = Exercise Price of the Warrants is Baht 0.50 per share.

Effect on Price Dilution

After the issue of Warrants to the existing shareholders, if the Warrants are fully exercised, the share price shall be diluted by 6.7 percent.

3) EPS Dilution

Earnings dilution can be calculated by the following formula Earnings dilution = $(EPS_o - EPS_n) / EPS_o$

By which

$$EPS_o = \text{Net Profit} / Q_o$$

$$EPS_n = \text{Net Profit} / (Q_o + Q_n)$$

Effect on Earnings Dilution

In case the Warrants are issued and offered to the existing shareholders and the Warrants are fully exercised, the shareholders shall not be affected on Earnings Dilution due to it is the issuance and offering to the existing shareholders in proportion. However, if the Warrants are fully exercised by non-existing shareholders, the existing shareholders shall be affected from the dilution by approximately 9.1 percent.

Adjustment of Exercise Price and Exercise Ratio : The Company shall adjust the exercise rate and exercise price when any of the following events occur. The purpose is to maintain the benefits for the holders of the Warrants at least as favorable as before:

1. When there is a change in the par value of the Company's shares resulting from a share consolidation or a share split.
2. When the Company offers any new shares at a price less than 90 percent of the price calculated based on the market price at the time of offering those shares, or the market price before the offering, as calculated according to the method specified in the warrant terms.
3. When the Company offers convertible debentures or new warrants at a price or calculated price lower than 90 percent of the price calculated based on the market price at the time of offering those convertible debentures or warrants, or the market price before the offering, as calculated according to the method specified in the warrant terms.
4. When the Company distributes all or part of the dividends in the form of new shares to shareholders.
5. When the Company pays dividends exceeding the rate specified in the warrant terms.
6. In any other cases similar to items 1 to 5, that would result in any less favorable benefits to warrant holders upon exercising their warrants.

In this regard, Chief Executive Officer or a person authorized by Chief Executive Officer is delegated to determine the conditions and other relevant details regarding the adjustment or modification of the exercise rate and exercise price.

Implementation for the Remaining Warrants : The Company shall proceed with the cancellation of the remaining Warrants.

Other conditions: : The Chief Executive Officer or the person designated by the Chief Executive Officer is authorized to determine the criteria, conditions, and other details of the warrants, negotiate, agree, sign documents and agreements related to the Warrants and the issuance and offering of the Warrants, including the listing of the Warrants and ordinary shares resulting from the exercise of Warrants as securities on the Stock Exchange of Thailand, as well as to proceed for the necessary approval from relevant authorities.

Warrant Registrar : Thailand Securities Depository Company Limited

(F53-4)

Capital Increase Report Form
Chase Asia Public Company Limited
28 February 2024

Chase Asia Public Company Limited ("**Company**") would like to report the resolutions of the Board of Directors Meeting No. 1/2024 held on 28 February 2024 regarding the capital increase and the allotment of newly issued shares as follows:

1. Capital Increase

The Board of Directors' Meeting has resolved to propose to the Shareholders' Meeting to consider and approve the increase in the registered capital from the existing registered capital of Baht 992,720,900 to the new registered capital Baht 1,091,992,990 by issuing of 198,544,180 new ordinary shares at a par value of Baht 0.50 each totaling of Baht 99,272.090. Details of each type of capital increase as follows:

Type of Capital Increase	Type of Securities	Number of shares	Par Value (Baht/share)	Total (Baht)
<input checked="" type="checkbox"/> Specifying the purpose of utilizing proceeds	Ordinary shares	198,544,180	0.50	99,272,090
	Preferred shares	-	-	-
<input type="checkbox"/> General Mandate	Ordinary shares	-	-	-
	Preferred shares	-	-	-

2. Allotment of new shares:

2.1 Specifying the purpose of utilizing proceeds

Allotted to	Number of shares (shares)	Ratio (old : new)	Selling price (Baht/share)	Subscription and Payment Period	Note
Reserve for the exercise of the Warrants to purchase the ordinary shares of the Company Series 1 ("CHASE-W1") to the existing shareholders	198,544,180	1 unit of Warrant: 1 new ordinary share	CHASE-W1 shall be allocated at no cost, The exercise price is Baht 0.50 per share.	Note (1)	Note (2)

Note:

- (1) Exercise date is on the last business day of June and December, between 9.00 and 15.00 hrs., throughout the term of the rights certificate. The first exercise date is expected to be on 30 December 2024. The last exercise date shall be on the 3 years from the issuance date. In case that the exercise date is not a business day of the Company, such exercise date shall be postponed to the last business day before the exercise date. The Warrant holders who wish to exercise their right to purchase ordinary shares of the Company shall deliver a notification of the intention to exercise the Warrants during 9.00- 15.00 hrs. within the period of 5 business days prior to each exercise date, except for the last exercise date, except for the last exercise date in which the notification of the intention to exercise the Warrants shall be delivered during 9.00 – 15.00 hrs. within the period of 15 days prior to the last exercise date.
- (2) This Warrants shall be allocated to existing shareholders of the Company in proportion to their shareholding at a ratio of 10 existing ordinary shares per 1 warrant unit, at no cost. In the event that there is a fraction of warrants remaining from the calculation based on the allocation ratio mentioned above, such fraction shall be disregarded. Each Warrant entitles the holder to purchase 1 ordinary share at a price of Baht 0.50 per share.

2.2 The Company's procedure in the case of fractional shares

Any fraction of shares from the calculation of such allotment shall be disregarded.

3. Scheduled date for the Meeting of Shareholders to approve the capital increase and the shares allotment

Scheduled the 2024 Annual General Meeting of the Shareholders on Tuesday, 30 April 2024 at 14.00 hrs. through electronic means (e-AGM), broadcasting at the meeting room, Chaengwattana Office

Determined 14 March 2024 as the record date for the determination of the shareholders entitled to attend the 2024 Annual General Meeting of the Shareholders.

4. Approval of the capital increase/shares allotment by relevant governmental agency and execution thereto (if any)

- 4.1 The Company shall submit an application to increase its registered capital and to change paid-up capital with the Department of Business Development, Ministry of Commerce.
- 4.2 The Company shall submit an application to the Stock Exchange of Thailand for approval of newly issued shares as a result of exercised Warrants to be registered as securities in the Stock Exchange of Thailand.

5. Objective of the capital increase and plans for utilizing proceeds received from the capital increase

The capital increase is to accommodate the exercise of right of the Warrants to purchase the ordinary shares of the Company Series 1 (“CHASE-W1”) offered to the existing shareholders. The issuance and offering of the Warrants are intended to raise funds for business growth and investment support of the group of the Company for future projects, for the working capital reserve of the Company as well as for rewarding shareholders of the Company instead of normal dividend payment.

6. Benefits which the Company shall receive from the capital increase/shares allotment

The proceeds received from the capital increase shall strengthen the Company’s capital structure and base resulting in good liquidity for the Company and having adequate funds to support future investment. This shall enhance the Company’s potential in competitiveness and business development for sustainable growth of the Company.

7. Shareholders benefits from the capital increase/shares allotment

- 7.1 In the event that the Warrant holders exercise their rights to purchase the newly issued ordinary shares, the Company shall have strong and stable capital structure which expand the Company’s capabilities to generate its revenue and profit as well as long-term value to the shareholders.
- 7.2 In the event that the Company has paid dividends, the shareholders who have been allocated the Warrants, have exercised their rights to purchase the newly issued ordinary shares, the shareholders shall have the right to receive dividends from the operations of the Company equivalent to the existing shareholders of the Company.

8. Other details necessary for the shareholders to approve the capital increase/shares allotment

- None -

9. Schedule of action if the board of Directors passes a resolution approving the capital increase or allotment of new share

No.	Procedures	Date/ Month/ Year
1.	Date of the Board of Directors’ Meeting No.1/2024 to approve the issuance and offering of the warrants to purchase the ordinary shares of the Company Series 1 (“CHASE-W1”), the increase in registered capital and the allotment of new ordinary shares	28 February 2024
2	Date to determine the names of shareholders having the right to attend the 2024 Annual General Meeting (Record Date)	14 March 2024
3	Date of the 2024 Annual General Meeting of Shareholders through electronic means	30 April 2024

4	Date to determine name of shareholders who shall be entitled for allotment of the warrants to purchase ordinary shares of the Company Series 1 ("CHASE-W1") (Record Date)	24 May 2024
5	Registration of the increase in registered capital with the Ministry of Commerce	Within 14 days after the date of resolution of the Shareholders' Meeting to approve the capital increase

The Company hereby certifies that the information contained in this report form is true and complete in all respects.

- Company Seal -

Signed _____ - signed - _____ Authorized Director
 (Mr. Pracha Chaisuwan)

Signed _____ - signed - _____ Authorized Director
 (Ms. Suthida Chaisuwan)

**Explanation of Registration Procedure, Appointment of Proxy,
Brief Profile of Independent Director as Proxy for Shareholder and
Definition of Independent Director**

1. Registration Procedure

The shareholder who wishes to attend the Meeting or the shareholder who wishes to grant proxy to other person or the Company's independent director to attend the Meeting and cast the votes on behalf of the shareholder shall proceed with the Guidelines for Attending of Electronic Meeting by Inventech Connect as per Enclosure 7. The e-Registration system shall commence on 23 April 2024 at 8.30 hours onwards until the completion of the Shareholders' Meeting on 30 April 2024.

2. Appointment of Proxy

For this Annual General Meeting of Shareholders, if you are unable to attend the Meeting in person, you can appoint another person as your proxy to attend the meeting and cast the votes on your behalf. There are three types of a proxy form in accordance with the announcement of the Department of Business Development as follows:

- (1) Form A which is a general proxy form being simple and uncomplicated.
- (2) Form B which is a proxy form specifying clear and detailed list of proxy items.
(The Company recommends the use of this Proxy Form B which the grantor must completely specify the voting for each agenda item.)
- (3) Form C which is a proxy form used only for a shareholder as foreign investor who appoints a custodian in Thailand for safeguarding shares.

A shareholder as foreign investor who appoints a custodian in Thailand for safeguarding shares can use either Proxy Form A, Form B or Form C. Other shareholders can only use either Proxy Form A or Form B.

The shareholders can download Proxy Form A, Form B and Form C from the Company's website at <https://www.chase.co.th/th/investor-relations/downloads/shareholders-meetings>.

3. Documents for Registration and Appointment of Proxy

3.1 In case the shareholder attends the meeting in person

- (a) Individual shareholder with Thai nationality**
 - (1) Identification card or government officer identification card
- (b) Individual shareholder with foreign nationality**
 - (1) Passport or document used in lieu of passport
- (c) Juristic person (in case an authorized director attends in person)**
 - (1) Notice of meeting with QR Code
 - (2) Identification card or government officer identification card or passport or document used in lieu of passport (in case of individual shareholder with foreign nationality) of the authorized director
 - (3) Copy of affidavit issued by the Ministry of Commerce or competent authority no longer than 6 months which is certified true copy by the authorized director

In case of change of first name and/or surname, evidence verifying such change must be presented.

3.2 In case the shareholder appoints another person as proxy to attend the meeting

- (a) Individual shareholder with Thai nationality**
- (1) Notice of meeting with QR Code
 - (2) Proxy Form A or Form B
 - (3) Copy of identification card or government officer identification card of shareholder which is certified true copy by the shareholder
 - (4) Copy of identification card or government officer identification card or passport or document used in lieu of passport (in case of foreign person) of proxy which is certified true copy by proxy
- (b) Individual shareholder with foreign nationality**
- (1) Notice of meeting with QR Code
 - (2) Proxy Form A or Form B
 - (3) Copy of passport or document used in lieu of passport of shareholder which is certified true copy by the shareholder
 - (4) Copy of identification card or government officer identification card or passport or document used in lieu of passport (in case of foreign person) of proxy which is certified true copy by proxy
- (c) Juristic person registered in Thailand**
- (1) Notice of meeting with QR Code
 - (2) Proxy Form A or Form B
 - (3) Copy of identification card or government officer identification card or passport or document used in lieu of passport (in case of foreign person) of authorized director(s) which is certified true copy by the authorized director(s)
 - (4) Copy of affidavit issued by the Ministry of Commerce or competent authority no longer than 6 months which is certified true copy by the authorized director(s)
 - (5) Copy of identification card or government officer identification card or passport or document used in lieu of passport (in case of foreign person) of proxy which is certified true copy by proxy
- (d) Juristic person registered in foreign country**
- (1) Notice of meeting with QR Code
 - (2) Proxy Form A or Form B
 - (3) Copy of certification document of juristic person issued no longer than 6 months which is certified true copy by the authorized director(s)
 - (4) Copy of identification card or government officer identification card or passport or document used in lieu of passport (in case of foreign person) of authorized director(s) which is certified true copy by the authorized director(s)
 - (5) Copy of identification card or government officer identification card or passport or document used in lieu of passport (in case of foreign person) of proxy which is certified true copy by proxy
- (e) In case of a shareholder as foreign investor who appoints a custodian in Thailand**
- (1) Notice of meeting with QR Code
 - (2) Proxy Form C
 - (3) Power of attorney form the shareholder authorizes a custodian to sign the Proxy Form on behalf of the shareholder
 - (4) Letter of certification to certify that the signer in the proxy form have a permit to act as a custodian
 - (5) Copy of identification card or government officer identification card or passport or document used in lieu of passport (in case of foreign person) of proxy which is certified true copy by proxy

Remark *The original documents which are not in English language must have an English translation attached. The shareholder or the authorized director(s) of the juristic person must certify the accuracy of the translation.*

4. Brief Profile of Independent Director as Proxy for Shareholder

The shareholders may consider granting proxy to the Company's independent director to attend the Meeting and cast the votes on behalf of the shareholders. The Company would like to propose the name of the independent director with brief profile as follows:

Name-Surname : **Mrs. Wansuda Thanasaranart**
Age : 73 years old
Position : Independent Director / Member of the Audit Committee /
Chairman of the Nomination and Remuneration Committee
Address : Chase Asia Public Company Limited
No. 8/9-10, Vibhavadirangsit 44 (Soi Mongkolnivej),
Vibhavadirangsit Road, Ladyao Sub-District, Chatuchak District,
Bangkok Metropolis, 10900

Agenda with conflicts of interest in this Annual General Meeting of Shareholders :

Agenda 5 To consider and approve the determination of the directors' remuneration for the year 2024

Special conflicts of interest in this Annual General Meeting of Shareholders :

- None -

Name-Surname : **Mr. Grish Attagrish**
Age : 67 years old
Position : Independent Director / Chairman of the Audit Committee
Address : Chase Asia Public Company Limited
No. 8/9-10, Vibhavadirangsit 44 (Soi Mongkolnivej),
Vibhavadirangsit Road, Ladyao Sub-District, Chatuchak District,
Bangkok Metropolis, 10900

Agenda with conflicts of interest in this Annual General Meeting of Shareholders :

Agenda 5 To consider and approve the determination of the directors' remuneration for the year 2024

Special conflicts of interest in this Annual General Meeting of Shareholders :

- None -

5. Definition of Independent Director

Independent director is a person who possesses the full qualifications and independence as determined by the Board of Directors in its charter in accordance with the rules and regulations of the Office of Securities and Exchange Commission and the Stock Exchange of Thailand as follows:


- (1) Holding no more than 1 percent of total voting shares of the Company*, including the shareholding of persons related to the independent directors.
- (2) Not currently be or never been the executive director, worker, employee, salaried consultant, or controlling parties of the Company*. Exception: It has been at least two years after the person has held the position.
- (3) Not by blood or legally registered with other directors, executives, major shareholders, controlling parties, or persons who will be nominated as directors, executives, or controlling parties of the Company or subsidiary.
- (4) Not currently having or never had any relations with the Company* in the way that such relation may impede the person from having independent views. Also, the person should not currently be or never be a significant shareholder or controlling person for persons having business relations with the Company*. Exception: It has been at least two years after the person has held the position.
- (5) Not currently being or never been the auditor of the Company*. Also, the person should not currently be or never be a significant shareholder, controlling person, or partners of current auditor's auditing firm of the Company*. Exception: It has been at least two years after the person has held the position.
- (6) Not currently be providing or never provided professional services, legal consulting, nor financial consulting services to the Company* with a fee more than Baht 2 million per year. Also, the person should not currently be or never be a significant shareholder, controlling person, or partners of current service providers. Exception: It has been at least two years after the person has held the position.
- (7) Not currently a director appointed to represent the Company's directors, major shareholders, or the shareholder related to major shareholder.
- (8) Not currently be operating under similar business nature and significant competition to the Company or subsidiary; or not a significant partner of the partnership, executive director, salaried worker, employee, or consultant; or holding more than 1 percent of total voting shares of any other companies operating under similar business nature and significant competition to the Company and subsidiary.
- (9) Not under any conditions that may impede the person from having independent views towards the Company's operations.

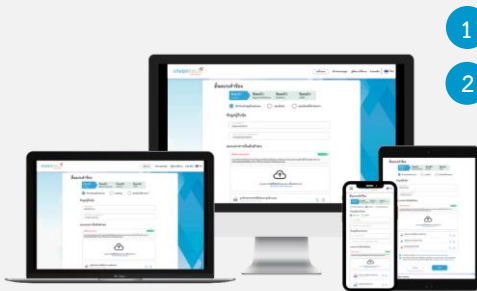
Remark: *The Company* shall include the parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the Company.*

Guidelines for attending of Electronic Meeting by Inventech Connect

Shareholders and proxies wishing to attend the meeting can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows :

Step for requesting Username & Password from via e-Request system

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://app.inventech.co.th/CHASE174269R/#/homepage> or scan QR Code  and follow the steps as shown in the picture



- 1 Click link URL or scan QR Code in the letter notice Annual General Meeting
- 2 Choose type request for request form to 4 step
 - Step 1 Fill in the information shown on the registration
 - Step 2 Fill in the information for verify
 - Step 3 Verify via OTP
 - Step 4 Successful transaction, The system will display information again to verify the exactitude of the information
- 3 Please wait for an email information detail of meeting and Password

**** Merge user accounts, please using the same email and phone number ****


2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from 23 April 2024 at 8:30 a.m. and shall be closed on 30 April 2024 Until the end of the meeting.
3. The electronic conference system will be available on 30 April 2024 at 12:00 p.m. (2 hours before the opening of the meeting). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.

Appointment of Proxy to the Company's Directors

For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, The Shareholders can submit a request to attend the meeting by Electronic Means of the specified procedures or send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company by 19 April 2024 at 5.30 p.m.

Chase Asia Public Company Limited
 Company Secretary Department
 No. 34/6 Chaengwattana Road, Khlong Kluea, Pakkret, Nonthaburi 11120

If you have any problems with the software, please contact Inventech Call Center

 02-931-9138

 @inventechconnect

The system available during 23 – 30 April 2024 at 08.30 a.m. – 05.30 p.m.

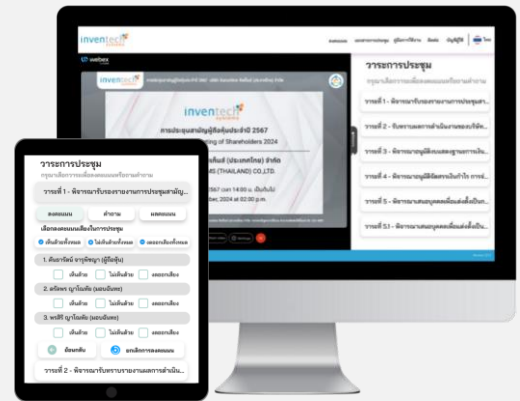
(Specifically excludes holidays and public holidays)



Report a problem
 @inventechconnect

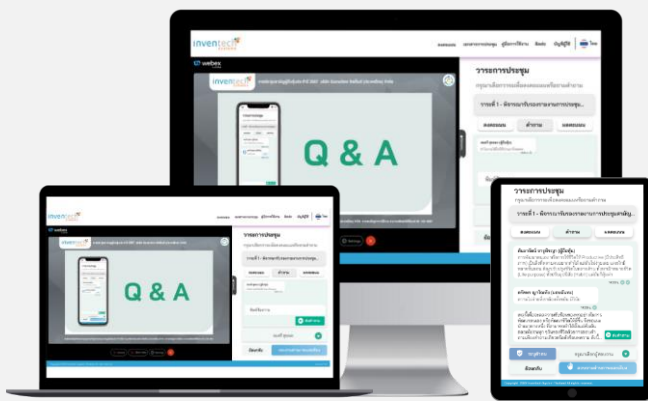
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 1 Get email and password that you received from your email or request OTP
- 2 Click on “Register” button, the system has already registered and counted as a quorum.
- 3 Click on “Join Attendance”, Then click on “Join Meeting” button
- 4 Select which agenda that you want to vote
- 5 Click on “Vote” button
- 6 Click the voting button as you choose
- 7 The system will display status your latest vote



To cancel the last vote, please press the button “Cancel latest vote (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result) Shareholders can conduct a review of the votes on an agenda basis. When the voting results for that agenda are closed.

Step to ask questions via Inventech Connect



- Select which agenda
 - Click on “Question” button
- 1 Ask a question
 - Type the question then click “Send”
 - 2 Ask the question via video
 - Click on “Conference”
 - Click on “OK” for confirm your queue
 - Please wait for the queue for you then your can open the microphone and camera

How to use Inventech Connect



User Manual e-Request



User Manual e-Voting

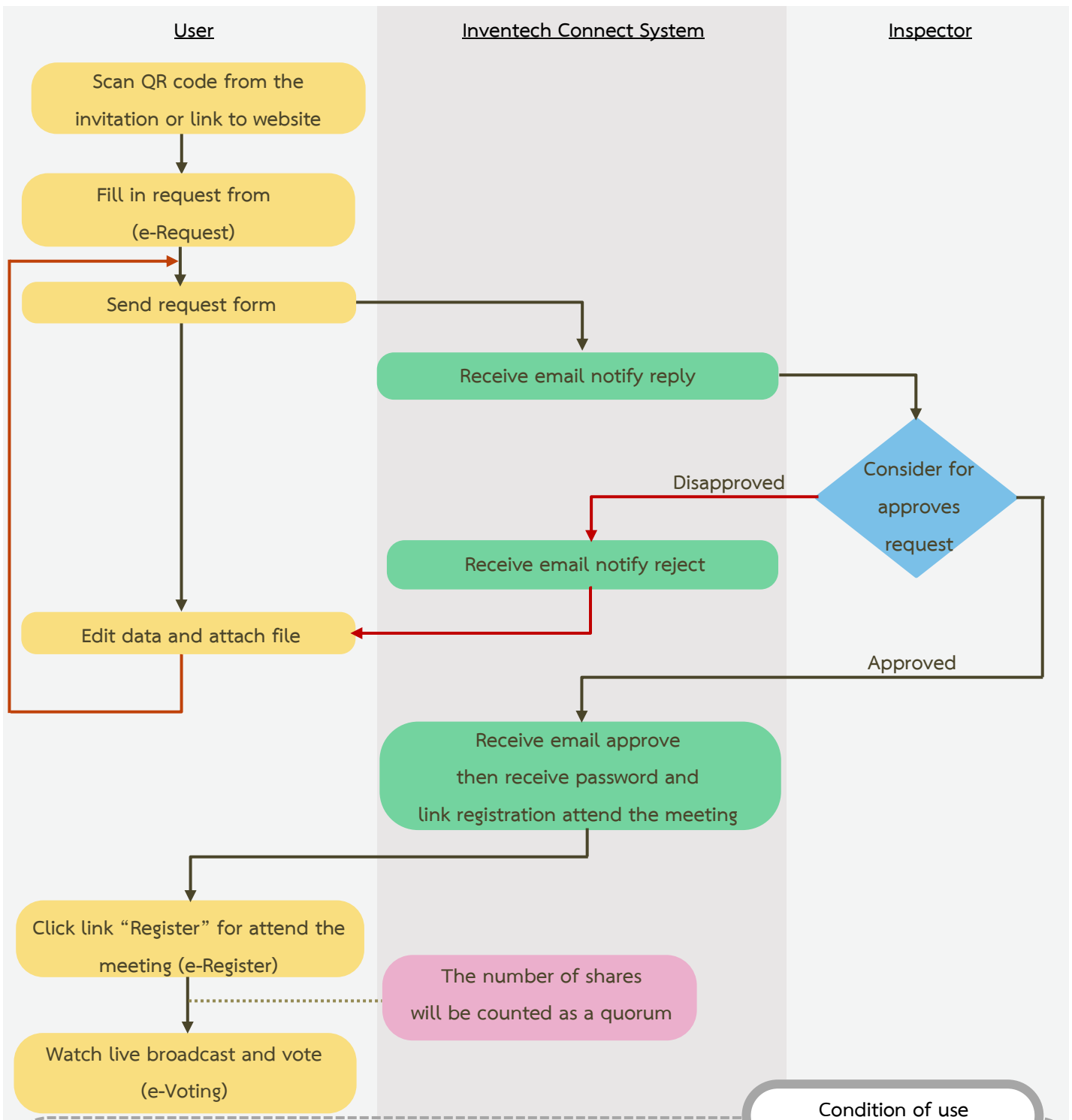


Video of using Inventech Connect

* Note Operation of the electronic conferencing system and Inventech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

1. Internet speed requirements
 - High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
 - High Quality Video: Must be have internet speed at 1.0 Mbps.
 - Standard Quality Video: Must be have internet speed at 0.5 Mbps.
2. Equipment requirements.
 - Smartphone/Tablet that use IOS or android OS.
 - PC/Laptop that use Windows or Mac OS.
3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge **** The system does not support internet explorer.**

Guidelines for attending of Electronic Meeting



In case Merge account/change account

In case filing request multiple by using the same email and phone number, the systems will merge account or in case user has more than 1 account, you can click on "Change account" and the previous account will still count the base in the meeting.

In case Exit the meeting

Attendees can click on "Register to leave the quorum", the systems will be number of your shares out from the meeting base.

หนังสือมอบฉันทะ แบบ ก.

Proxy Form A

(แบบทั่วไปซึ่งเป็นแบบที่ง่ายไม่ซับซ้อน)

(General Form)

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

Ref: Notification of Department of Business Development regarding Proxy Form (no. 5) B.E. 2550

อากรแสตมป์
Stamp Duty
20 บาท/Baht

เขียนที่

Written at

วันที่..... เดือน..... พ.ศ.....

Date Month Year

(1) ข้าพเจ้า สัญชาติ

I / We

Nationality

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Residing at Road Sub-District

อำเภอ/เขต จังหวัด รหัสไปรษณีย์

District Province Postcode

(2) เป็นผู้ถือหุ้นของบริษัท เซกยู เอเซีย จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น

Being a shareholder of Chase Asia Public Company Limited, holding total amount of shares,

และออกเสียงลงคะแนนได้เท่ากับ เสียง ดังนี้

and having voting rights equivalent to vote(s), the details of which are as follows:

หุ้นสามัญ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

Ordinary share share(s), having voting rights equivalent to vote(s)

หุ้นบุริมสิทธิ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

Preferred share share(s), having voting rights equivalent to vote(s)

(3) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)

Hereby appoint (Please choose one of following)

 (1) อายุ ปี

Age years

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Residing at Road Sub-District

อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ

District Province Postcode ; or

 (2) มอบฉันทะให้กรรมการอิสระของบริษัทฯ ได้แก่

Appoint an Independent Director of the Company hereunder;

 นางวรรณสุดา ธนสารานัต / Mrs. Wansuda Thanasaranart นายกรฤษณ์ อรรถกฤษณ์ / Mr. Grish Attagrish

(รายละเอียดกรรมการอิสระปรากฏตาม สิ่งที่ส่งมาด้วย 6) (Details specified in the Enclosure 6)

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ผ่านสื่ออิเล็กทรอนิกส์ ในวันที่ 30 เมษายน 2567 เวลา 14.00 น. หรือที่จะพึงเลื่อนไปในวัน เวลาและสถานที่อื่นด้วย

Anyone of the above as my/our proxy holder to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders through electronic means, which will be held on 30 April 2024 at 14.00 hrs., or any adjournment at any date, time, and place thereof.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried by the proxy holder in the said meeting shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ ผู้มอบฉันทะ
Signed Grantor
(.....)

ลงชื่อ ผู้รับมอบฉันทะ
Signed Proxy
(.....)

ลงชื่อ ผู้รับมอบฉันทะ
Signed Proxy
(.....)

ลงชื่อ ผู้รับมอบฉันทะ
Signed Proxy
(.....)

หมายเหตุ / Remarks

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

A shareholder shall appoint only one proxy holder to attend and vote at the meeting. A shareholder may not split the number of shares and appoint several proxy holders in order to split votes.

กรุณาติดอากรแสตมป์ 20 บาท

Please affix duty stamp of Baht 20.

หนังสือมอบฉันทะ แบบ ข.

Proxy Form B

(แบบที่กำหนดรายการต่าง ๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว)

(Proxy Form containing specific details)

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

Ref: Notification of Department of Business Development regarding Proxy Form (no. 5) B.E. 2550

อากรแสตมป์
Stamp Duty
20 บาท/Baht

เขียนที่

Written at

วันที่..... เดือน..... พ.ศ.....

Date Month Year

(1) ข้าพเจ้า สัญชาติ

I / We

Nationality

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Residing at Road Sub-District

อำเภอ/เขต จังหวัด รหัสไปรษณีย์

District Province Postcode

(2) เป็นผู้ถือหุ้นของบริษัท เซกยู เอเซีย จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น

Being a shareholder of Chase Asia Public Company Limited, holding total amount of shares,

และออกเสียงลงคะแนนได้เท่ากับ เสียง ดังนี้

and having voting rights equivalent to vote(s), the details of which are as follows:

หุ้นสามัญ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

Ordinary share share(s), having voting rights equivalent to vote(s)

หุ้นบุริมสิทธิ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

Preferred share share(s), having voting rights equivalent to vote(s)

(3) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)

Hereby appoint (Please choose one of following)

 (1) อายุ ปี

Age years

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Residing at Road Sub-District

อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ

District Province Postcode ; or

 (2) มอบฉันทะให้กรรมการอิสระของบริษัทฯ ได้แก่

Appoint an Independent Director of the Company hereunder;

 นางวรรณสุดา ธนสรานาด/ Mrs. Wansuda Thanasaranart นายกรฤกษ์ อรรถกฤษณ์ / Mr. Grish Attagrish

(รายละเอียดกรรมการอิสระปรากฏตาม สิ่งที่ส่งมาด้วย 6) (Details specified in the Enclosure 6)

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ผ่านสื่ออิเล็กทรอนิกส์ ในวันที่ 30 เมษายน 2567 เวลา 14.00 น. หรือที่จะพึงเลื่อนไปในวัน เวลาและสถานที่อื่นด้วย

Anyone of the above as my/our proxy holder to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders through electronic means, which will be held on 30 April 2024 at 14.00 hrs., or any adjournment at any date, time, and place thereof.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้

I/We hereby authorize the proxy holder to vote on my/our behalf at this meeting as follows:

- วาระที่ 1 รับทราบการรายงานผลการดำเนินงานของบริษัทฯ ประจำปี 2566
Agenda 1 **To acknowledge the operating results of the Company for the year 2023**
 เนื่องจากวาระนี้เป็นวาระแจ้งเพื่อทราบจึงไม่มีการออกเสียงลงคะแนน
This agenda is for acknowledgement, therefore there is no vote casting.
- วาระที่ 2 พิจารณานุมัติงบแสดงฐานะการเงิน และงบกำไรขาดทุนเบ็ดเสร็จของบริษัทฯ สำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2566 ซึ่งได้
 ผ่านการตรวจสอบโดยผู้สอบบัญชีรับอนุญาตแล้ว
Agenda 2 **To consider and approve the statement of financial position and the statement of comprehensive income for**
the year ended 31 December 2023 which have been audited by the certified public accountant.
 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.
 (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy holder to vote at my/our as follows:
 เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain
- วาระที่ 3 พิจารณานุมัติการจ่ายเงินปันผล และการจัดสรรกำไรสุทธิเป็นทุนสำรองตามกฎหมาย
Agenda 3 **To consider and approve the omission of dividend payment and the allocation of the net profit as a legal reserve**
 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.
 (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy holder to vote at my/our as follows:
 เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain
- วาระที่ 4 พิจารณานุมัติการแต่งตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ
Agenda 4 **To consider and approve the re-election of directors to replace those retired by rotation**
 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.
 (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy holder to vote at my/our as follows:
 การแต่งตั้งกรรมการทั้งชุด /To elect directors as a whole
 เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain
 การแต่งตั้งกรรมการเป็นรายบุคคล / To elect each director individually
 1. นายประชา ชัยสุวรรณ กรรมการ / ประธานกรรมการบริหาร / ประธานเจ้าหน้าที่บริหาร
Mr. Pracha Chaisuwan Director / Chairman of Executive Committee /
Chief Executive Officer
 เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain
 2. นางสาววรลักษณ์ ชัยสุวรรณ กรรมการ / กรรมการบริหาร / กรรมการบริหารความเสี่ยง /
 ประธานกรรมการบริษัทภิบาลและการพัฒนาอย่างยั่งยืน /
 ประธานเจ้าหน้าที่ฝ่ายการเงิน
Ms. Waraluck Chaisuwan Director / Member of Executive Committee / Member of Risk
Management Committee / Chairman of Corporate
Governance and Sustainable Development Committee /
Chief Financial Officer
 เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain
 3. นางสาวสุธิดา ชัยสุวรรณ กรรมการ / กรรมการบริหาร / กรรมการบริหารความเสี่ยง /
 กรรมการบริษัทภิบาลและการพัฒนาอย่างยั่งยืน / ประธานเจ้าหน้าที่
 ฝ่ายกฎหมาย
Ms. Suthida Chaisuwan Director / Member of Executive Committee / Member of
Risk Management Committee / Member of Corporate
Governance and Sustainable Development Committee /
Chief Legal Officer
 เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain

- วาระที่ 5 พิจารณานุมัติการกำหนดค่าตอบแทนกรรมการ ประจำปี 2567
- Agenda 5 To consider and approve the determination of the directors' remuneration for the year 2024
- [] (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.
- [] (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy holder to vote at my/our as follows:
[] เห็นด้วย /Approve [] ไม่เห็นด้วย /Disapprove [] งดออกเสียง /Abstain
- วาระที่ 6 พิจารณานุมัติการแต่งตั้งผู้สอบบัญชี และกำหนดค่าตอบแทนของผู้สอบบัญชี ประจำปี 2567
- Agenda 6 To consider and approve the appointment of auditor and determination of the audit fee for the year 2024
- [] (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.
- [] (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy holder to vote at my/our as follows:
[] เห็นด้วย /Approve [] ไม่เห็นด้วย /Disapprove [] งดออกเสียง /Abstain
- วาระที่ 7 พิจารณานุมัติการออกและเสนอขายใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัทฯ รุ่นที่ 1 (“CHASE-W1”) ให้แก่ผู้ถือหุ้นเดิมตามสัดส่วนการถือหุ้น (Right Offering) จำนวนไม่เกิน 198,544,180 หน่วย ในอัตราส่วน 10 หุ้นสามัญเดิม ต่อ 1 หน่วยใบสำคัญแสดงสิทธิ โดยไม่คิดมูลค่า
- Agenda 7 To consider and approve the issuance and offering of warrants to purchase ordinary shares of the Company Series 1 (“CHASE-W1”) to the existing shareholders in proportion to their shareholding (Right Offering), in the amount of not exceeding 198,544,180 units at a ratio of 10 existing shares per 1 unit, at no cost
- [] (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.
- [] (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy holder to vote at my/our as follows:
[] เห็นด้วย /Approve [] ไม่เห็นด้วย /Disapprove [] งดออกเสียง /Abstain
- วาระที่ 8 พิจารณานุมัติการเพิ่มทุนจดทะเบียนของบริษัทฯ จำนวน 99,272,090 บาท จากทุนจดทะเบียนเดิมจำนวน 992,720,900 บาท เป็นทุนจดทะเบียนใหม่ จำนวน 1,091,992,990 บาท โดยการออกหุ้นสามัญเพิ่มทุน จำนวน 198,544,180 หุ้น ซึ่งมีมูลค่าที่ตราไว้หุ้นละ 0.50 บาท
- Agenda 8 To consider and approve to the increase in the Company's registered capital in the number of Baht 99,272,090 from the existing registered capital of Baht 992,720,900 to the new registered capital of Baht 1,091,992,990 by issuing additional ordinary shares totaling 198,544,180 shares, with a par value of Baht 0.50 per share
- [] (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.
- [] (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy holder to vote at my/our as follows:
[] เห็นด้วย /Approve [] ไม่เห็นด้วย /Disapprove [] งดออกเสียง /Abstain
- วาระที่ 9 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุน จำนวนไม่เกิน 198,544,180 หุ้น ซึ่งมีมูลค่าที่ตราไว้หุ้นละ 0.50 บาท เพื่อรองรับการใช้สิทธิตามใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัทฯ รุ่นที่ 1 (“CHASE-W1”) ซึ่งจะจัดสรรให้แก่ผู้ถือหุ้นเดิมตามสัดส่วนการถือหุ้น (Right Offering) จำนวนไม่เกิน 198,544,180 หน่วย ในอัตราส่วน 10 หุ้นสามัญเดิม ต่อ 1 หน่วยใบสำคัญแสดงสิทธิ
- Agenda 9 To consider and approve the allocation of new ordinary shares, in the amount of not exceeding 198,544,180 shares, with a par value of Baht 0.50 per share, to accommodate the exercise of rights under warrants to purchase ordinary shares of the Company Series 1 (“CHASE-W1”), which shall be allocated to existing shareholders in proportion to their shareholding (Right Offering), in the amount of not exceeding 198,544,180 units at a ratio of 10 existing ordinary shares per 1 unit
- [] (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.
- [] (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy holder to vote at my/our as follows:
[] เห็นด้วย /Approve [] ไม่เห็นด้วย /Disapprove [] งดออกเสียง /Abstain

- วาระที่ 10 พิจารณานุมัติการเปลี่ยนแปลงสำนักงานใหญ่
Agenda 10 To consider and approve the change in the Company's head office
 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.
 (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy holder to vote at my/our as follows:
 เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain
- วาระที่ 11 พิจารณานุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ ข้อ 4 (ทุนจดทะเบียน) เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียน และข้อ 5 (จังหวัดที่ตั้งสำนักงานใหญ่) เพื่อให้สอดคล้องกับการเปลี่ยนแปลงสำนักงานใหญ่
Agenda 11 To consider and approve the amendment to the Memorandum of Association, Article 4 (Registered Capital) to align with the increase in the registered capital, and Article 5 (Province of the head office) to align with the change in the registered office
 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.
 (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy holder to vote at my/our as follows:
 เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain
- วาระที่ 12 พิจารณาเรื่องอื่น ๆ (ถ้ามี)
Agenda 12 To consider other matters (if any).

- (5) คำแถลงหรือเอกสารหลักฐานอื่น ๆ (ถ้ามี) ของผู้รับมอบฉันทะ
Other statements or evidences (if any) of the proxy holder.
- (6) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น
Voting of the proxy holder in any agenda that is not specified in this proxy shall be considered as invalid and not my/our voting as a shareholder.
- (7) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
In case I/we have not declared a voting intention in any agenda or my/our determination is not clearly specified or in case the meeting considers or passes resolutions in any matters apart from those agenda specified above, including the case that there is any amendment, modification or addition of any fact, the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ
Any business carried by the proxy holder in the said meeting shall be deemed as having been carried out by myself/ourselves in all respects.

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

หมายเหตุ / Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
A shareholder shall appoint only one proxy holder to attend and vote at the meeting. A shareholder may not split the number of shares and appoint several proxy holders in order to split votes.
2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
In agenda item regarding the election of new directors, the ballot can be either for all the nominated candidates as a whole or an individual candidate.
3. ในกรณีที่มีการพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ
In case that there any further agenda apart from specified above brought into consideration in the meeting, the proxy holder may use the Annex attached to Proxy Form B.
4. กรณีหากมีข้อกำหนดหรือข้อบังคับใดกำหนดให้ผู้รับมอบฉันทะต้องแถลงหรือแสดงเอกสารหลักฐานอื่นใดเช่นกรณีผู้รับมอบฉันทะเป็นผู้มีส่วนได้เสียในกิจการเรื่องใดที่ได้เข้าร่วมประชุมและออกเสียงลงคะแนน ก็สามารถแถลงหรือแสดงเอกสารหลักฐานโดยระบุไว้ในข้อ (5)
If there is any rule or regulation requiring the proxy holder to make any statement or provide any evidence such as the case that the proxy holder has interest in any matter which he/she attends and votes at the meeting he/she may make the statement or provide evidence as specific in clause (5).
5. กรุณาติดอากรแสตมป์ 20 บาท
Please affix duty stamp of Baht 20.

**ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ข.
Annex attached to the Proxy Form B**

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท เซกัวร์ เอเชีย จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ผ่านสื่ออิเล็กทรอนิกส์ ในวันที่ 30 เมษายน 2567 เวลา 14.00 น. หรือที่จะพึงเลื่อนไปในวันและเวลาอื่นด้วย

Authorization on behalf of the Shareholder of Chase Asia Public Company Limited for the 2024 Annual General Meeting of Shareholders through electronic means on 30 April 2024 at 14.00 hrs., or any adjournment at any date, time, and place thereof.

วาระที่ เรื่อง

- Agenda Subject**
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 - (a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.
 - (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้
 - (b) To grant my/our proxy holder to vote at my/our as follows:
 - เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain

วาระที่ เรื่อง

- Agenda Subject**
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 - (a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.
 - (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้
 - (b) To grant my/our proxy holder to vote at my/our as follows:
 - เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain

วาระที่ เรื่อง พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ (ต่อ)

- Agenda Subject To elect directors to replace those retired by rotation (cont.)**
- ชื่อกรรมการ
 - Candidate name
 - เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain
 - ชื่อกรรมการ
 - Candidate name
 - เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain
 - ชื่อกรรมการ
 - Candidate name
 - เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain

หนังสือมอบฉันทะ แบบ ค.

Proxy Form C

(แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นที่เป็นนักลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียนในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)

(For foreign shareholders who have Custodian in Thailand only)

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

Ref: Notification of Department of Business Development regarding Proxy Form (no. 5) B.E. 2550

อากรแสตมป์
Stamp Duty
20 บาท/Baht

เขียนที่

Written at

วันที่..... เดือน..... พ.ศ.....

Date Month Year

(1) ข้าพเจ้า สัญชาติ

I / We

Nationality

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Residing at Road Sub-District

อำเภอ/เขต จังหวัด รหัสไปรษณีย์

District Province Postcode

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ

Acting as the custodian for

ซึ่งเป็นผู้ถือหุ้นของบริษัท เซกยู เอเชีย จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น

Being a shareholder of Chase Asia Public Company Limited, holding total amount of shares,

และออกเสียงลงคะแนนได้เท่ากับ เสียง ดังนี้

and having voting rights equivalent to vote(s), the details of which are as follows:

หุ้นสามัญ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

Ordinary share share(s), having voting rights equivalent to vote(s)

หุ้นบุริมสิทธิ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

Preferred share share(s), having voting rights equivalent to vote(s)

(2) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)

Hereby appoint (Please choose one of following)

[] (1) อายุ ปี

Age years

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Residing at Road Sub-District

อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ

District Province Postcode ; or

[] (2) มอบฉันทะให้กรรมการอิสระของบริษัทฯ ได้แก่

Appoint an Independent Director of the Company hereunder;

[] นางวรรณสุดา ธารานานต / Mrs. Wansuda Thanasaranart

[] นายกฤษณ์ อรรถกฤษณ์ / Mr. Grish Attagrish

(รายละเอียดกรรมการอิสระปรากฏตาม สิ่งที่ส่งมาด้วย 6) (Details specified in the Enclosure 6)

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ผ่านสื่ออิเล็กทรอนิกส์ ในวันที่ 30 เมษายน 2567 เวลา 14.00 น. หรือที่จะพึงเลื่อนไปในวัน เวลาและสถานที่อื่นด้วย

Anyone of the above as my/our proxy holder to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders through electronic means, which will be held on 30 April 2024 at 14.00 hrs., or any adjournment at any date, time, and place thereof.

(3) ข้าพเจ้าได้มอบฉันทะให้ผู้รับมอบฉันทะในการเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

I/We hereby authorize the proxy holder to attend and vote on my/our behalf at this meeting as follows:

	Ms. Waraluck Chaisuwan	Director / Member of Executive Committee / Member of Risk Management Committee / Chairman of Corporate Governance and Sustainable Development Committee / Chief Financial Officer
	<input type="checkbox"/> เห็นด้วย /Approve	<input type="checkbox"/> ไม่เห็นด้วย /Disapprove <input type="checkbox"/> งดออกเสียง /Abstain
วาระที่ 5	นางสาวสุธิดา ชัยสุวรรณ	กรรมการ / กรรมการบริหาร / กรรมการบริหารความเสี่ยง / กรรมการบรรษัทภิบาลและการพัฒนาอย่างยั่งยืน / ประธานเจ้าหน้าที่ฝ่ายกฎหมาย
Agenda 5	Ms. Suthida Chaisuwan	Director / Member of Executive Committee / Member of Risk Management Committee / Member of Corporate Governance and Sustainable Development Committee / Chief Legal Officer
	<input type="checkbox"/> เห็นด้วย /Approve	<input type="checkbox"/> ไม่เห็นด้วย /Disapprove <input type="checkbox"/> งดออกเสียง /Abstain
วาระที่ 5	พิจารณาอนุมัติการกำหนดค่าตอบแทนกรรมการ ประจำปี 2567	
Agenda 5	To consider and approve the determination of the directors' remuneration for the year 2024	
	<input type="checkbox"/> (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร	
	(a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.	
	<input type="checkbox"/> (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้	
	(b) To grant my/our proxy holder to vote at my/our as follows:	
	<input type="checkbox"/> เห็นด้วย /Approve	<input type="checkbox"/> ไม่เห็นด้วย /Disapprove <input type="checkbox"/> งดออกเสียง /Abstain
วาระที่ 6	พิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชี และกำหนดค่าตอบแทนของผู้สอบบัญชี ประจำปี 2567	
Agenda 6	To consider and approve the appointment of auditor and determination of the audit fee for the year 2024	
	<input type="checkbox"/> (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร	
	(a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.	
	<input type="checkbox"/> (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้	
	(b) To grant my/our proxy holder to vote at my/our as follows:	
	<input type="checkbox"/> เห็นด้วย /Approve	<input type="checkbox"/> ไม่เห็นด้วย /Disapprove <input type="checkbox"/> งดออกเสียง /Abstain
วาระที่ 7	พิจารณาอนุมัติการออกและเสนอขายใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัทฯ รุ่นที่ 1 ("CHASE-W1") ให้แก่ผู้ถือหุ้นเดิมตามสัดส่วนการถือหุ้น (Right Offering) จำนวนไม่เกิน 198,544,180 หน่วย ในอัตราส่วน 10 หุ้นสามัญเดิม ต่อ 1 หน่วย ใบสำคัญแสดงสิทธิ โดยไม่คิดมูลค่า	
Agenda 7	To consider and approve the issuance and offering of warrants to purchase ordinary shares of the Company Series 1 ("CHASE-W1") to the existing shareholders in proportion to their shareholding (Right Offering), in the amount of not exceeding 198,544,180 units at a ratio of 10 existing shares per 1 unit, at no cost	
	<input type="checkbox"/> (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร	
	(a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.	
	<input type="checkbox"/> (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้	
	(b) To grant my/our proxy holder to vote at my/our as follows:	
	<input type="checkbox"/> เห็นด้วย /Approve	<input type="checkbox"/> ไม่เห็นด้วย /Disapprove <input type="checkbox"/> งดออกเสียง /Abstain
วาระที่ 8	พิจารณาอนุมัติการเพิ่มทุนจดทะเบียนของบริษัทฯ จำนวน 99,272,090 บาท จากทุนจดทะเบียนเดิมจำนวน 992,720,900 บาท เป็นทุนจดทะเบียนใหม่ จำนวน 1,091,992,990 บาท โดยการออกหุ้นสามัญเพิ่มทุน จำนวน 198,544,180 หุ้น ซึ่งมีมูลค่าที่ตราไว้หุ้นละ 0.50 บาท	
Agenda 8	To consider and approve to the increase in the Company's registered capital in the number of Baht 99,272,090 from the existing registered capital of Baht 992,720,900 to the new registered capital of Baht 1,091,992,990 by issuing additional ordinary shares totaling 198,544,180 shares, with a par value of Baht 0.50 per share	
	<input type="checkbox"/> (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร	
	(a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.	
	<input type="checkbox"/> (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้	
	(b) To grant my/our proxy holder to vote at my/our as follows:	
	<input type="checkbox"/> เห็นด้วย /Approve	<input type="checkbox"/> ไม่เห็นด้วย /Disapprove <input type="checkbox"/> งดออกเสียง /Abstain

วาระที่ 9 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุน จำนวนไม่เกิน 198,544,180 หุ้น ซึ่งมีมูลค่าที่ตราไว้หุ้นละ 0.50 บาท เพื่อรองรับการใช้สิทธิตามใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัทฯ รุ่นที่ 1 (“CHASE-W1”) ซึ่งจะจัดสรรให้แก่ผู้ถือหุ้นเดิมตามสัดส่วนการถือหุ้น (Right Offering) จำนวนไม่เกิน 198,544,180 หน่วย ในอัตราส่วน 10 หุ้นสามัญเดิม ต่อ 1 หน่วยใบสำคัญแสดงสิทธิ

Agenda 9 To consider and approve the allocation of new ordinary shares, in the amount of not exceeding 198,544,180 shares, with a par value of Baht 0.50 per share, to accommodate the exercise of rights under warrants to purchase ordinary shares of the Company Series 1 (“CHASE-W1”), which shall be allocated to existing shareholders in proportion to their shareholding (Right Offering), in the amount of not exceeding 198,544,180 units at a ratio of 10 existing ordinary shares per 1 unit

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy holder to vote at my/our as follows:
 - เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain

วาระที่ 10 พิจารณานุมัติการเปลี่ยนแปลงสำนักงานใหญ่

Agenda 10 To consider and approve the change in the Company’s head office

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy holder to vote at my/our as follows:
 - เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain

วาระที่ 11 พิจารณานุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ ข้อ 4 (ทุนจดทะเบียน) เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียน และข้อ 5 (จังหวัดที่ตั้งสำนักงานใหญ่) เพื่อให้สอดคล้องกับการเปลี่ยนแปลงสำนักงานใหญ่

Agenda 11 To consider and approve the amendment to the Memorandum of Association, Article 4 (Registered Capital) to align with the increase in the registered capital, and Article 5 (Province of the head office) to align with the change in the registered office

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy holder to vote at my/our as follows:
 - เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain

วาระที่ 12 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 12 To consider other matters (if any).

(5) คำแถลงหรือเอกสารหลักฐานอื่น ๆ (ถ้ามี) ของผู้รับมอบฉันทะ

Other statements or evidences (if any) of the proxy holder.

(6) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of the proxy holder in any agenda that is not specified in this proxy shall be considered as invalid and not my/our voting as a shareholder.

(7) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we have not declared a voting intention in any agenda or my/our determination is not clearly specified or in case the meeting considers or passes resolutions in any matters apart from those agenda specified above, including the case that there is any amendment, modification or addition of any fact, the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ค.
Annex attached to the Proxy Form C

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท เซกัวร์ เอเชีย จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2566 ผ่านสื่ออิเล็กทรอนิกส์ ในวันที่ 27 เมษายน 2566 เวลา 14.00 น. หรือที่จะพึงเลื่อนไปในวันและเวลาอื่นด้วย

Authorization on behalf of the Shareholder of Chase Asia Public Company Limited for the 2023 Annual General Meeting of Shareholders through electronic means on 27 April 2023 at 14.00 hrs., or any adjournment at any date, time and place thereof.

วาระที่ เรื่อง

- Agenda Subject
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 - (a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.
 - (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้
 - (b) To grant my/our proxy holder to vote at my/our as follows:
 - เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain

วาระที่ เรื่อง

- Agenda Subject
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 - (a) To grant my/our proxy holder to consider and vote on my/our behalf as appropriate in all respects.
 - (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามประสงค์ของข้าพเจ้า ดังนี้
 - (b) To grant my/our proxy holder to vote at my/our as follows:
 - เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain

วาระที่ เรื่อง พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ (ต่อ)

- Agenda Subject To elect directors to replace those retired by rotation (cont.)
- ชื่อกรรมการ
 - Candidate name
 - เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain
 - ชื่อกรรมการ
 - Candidate name
 - เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain
 - ชื่อกรรมการ
 - Candidate name
 - เห็นด้วย /Approve ไม่เห็นด้วย /Disapprove งดออกเสียง /Abstain

Articles of Association of the Company concerning the Shareholders' Meeting**Chapter 5****Shareholders' Meeting**

Article 34 The board of directors must cause an annual general meeting of shareholders to be held within four (4) months as from the date on which the fiscal year of the company ends. The board of directors shall deliver the documents as specified by the laws to the shareholders together with the notice of annual general meeting.

Other meetings of shareholders apart from the abovementioned shall be called "extraordinary general meeting". The board of directors may summon an extraordinary general meeting of shareholders whenever it deems appropriate. One or more shareholders holding shares in the aggregate number of not less than ten (10) percent of the total number of shares sold, may, by subscribing their names, make a written requisition to the board of directors for summoning an extraordinary meeting at any time, provided that reasons for requisitioning a summons of a meeting shall also be clearly indicated therein. In such case, the board of directors must arrange a meeting of shareholders to be held within forty-five (45) days as from the date of receipt the written request from the shareholders.

In the case that the board of directors fails to arrange for a meeting within the period under paragraph two, one or more shareholders holding required number of shares may call the meeting within forty-five (45) days from the date of the due date of the period specified under the paragraph two. In such case, the meeting is deemed to be a meeting of shareholders summoned by the board of directors. The Company shall be responsible for all expenses arising from holding such meeting and facilitating as appropriate.

In the case that the quorum of the meeting of shareholders summoned upon the requisition of shareholders under paragraph three is not constituted as required in Article 38, the shareholders under paragraph three shall be jointly liable for expenses arising from holding such meeting to the Company.

For the meeting of shareholders to be summoned upon the requisition of shareholders under paragraph three, the delivery and disclosure of the notice of the meeting shall be in accordance with any relevant laws, notification, rules, and regulations.

Article 35 A meeting of shareholders may be conducted through electronic means. Such electronic meeting of shareholders shall be in accordance with any relevant laws, notification, rules, and regulations. In this case, it is deemed that the principal office of the Company is a place of meeting.

Article 36 In summoning a shareholders' meeting, either normal meeting or electronic meeting, the board of directors shall prepare a notice summoning the meeting, with an indication of the place, date, time, and agenda of the meeting, and matters to be proposed to the meeting, together with reasonable details and a clear indication as to whether such matters are to be proposed for acknowledgement, approval or consideration, as the case may be, as well as opinions of the board of directors on such matters, and shall send such notice to the shareholders and the Registrar not less than seven (7) days prior to the date of the meeting. The notice summoning the meeting shall also be published in a newspaper for three (3) consecutive days not less than three (3) days prior to the date of the meeting.

The delivery of the notice of the meeting, either the normal or electronic meeting, shall be in accordance with any relevant laws, notification, rules, and regulations.

The shareholders' meeting of the Company shall be held in the locality where the principal office of the Company is located or in a nearby province or any other location determined by the chairman of the board, or a person authorized by the chairman.

The action under paragraph one may be made through electronic method by means of announcement via a website accessible for public being able to verify the website's owner in accordance with the laws and regulations stipulated by the Registrar.

Article 37 In the meeting of shareholders, a shareholder may appoint a person as proxy to attend the meeting and cast the votes on his/her behalf. In this case, the appointment of a proxy must be made in writing, signed by a grantor and further submitted to the chairman of the board of directors or a person designated by the chairman of the board of directors at the place of meeting before the proxy attends the meeting.

The appointment of proxy under paragraph one may be made through electronic means by applying the secured and reliable method which can be verified that the appointment has been made by the shareholder. In this case, the action shall be in accordance with the rules and regulations stipulated by the Registrar.

The written instrument appointing a proxy shall be in accordance with the form prescribed by the Registrar and shall at least contain the following particulars:

- (1) the number of shares held by a grantor;
- (2) the name of the proxy; and
- (3) the meeting which the proxy is authorized to attend and cast the votes.

In voting, the proxy shall be deemed to have the same number of votes as the aggregate number of votes of the shareholders as grantors, unless the proxy declares at the meeting prior to voting that the proxy intends to vote on behalf of only some of the grantors, with an indication of the names of the grantors and the number of shares held by the grantors.

Article 38 At a meeting of the shareholders, the presence of not less than twenty-five (25) shareholders and their proxies (if any) or not less than one-half (1/2) of the total number of shareholders, with the aggregate number of shares of not less than one-third (1/3) of the number of shares sold, is required to constitute a quorum.

In the case where, at any meeting of shareholders, it appears that after an hour (1) from the specified time, the quorum is not constituted by the presence of shareholders as prescribed under paragraph one. The meeting, if summoned upon the requisition of shareholders, shall be dissolved. If the meeting of shareholders had not been summoned upon the requisition of shareholders, another meeting shall be summoned, and a written notice summoning the meeting shall be sent to the shareholders not less than seven (7) days prior to the date of the meeting. At such subsequent meeting, no quorum is required to be constituted.

Article 39 The chairman of the board shall preside over a meeting of shareholders. In the case where the chairman of the board is not present or is unable to perform the duty, a vice chairman shall preside over the meeting. If there is no vice chairman or there is a vice chairman but the vice chairman is unable to perform the duty, the shareholders present at the meeting shall elect one amongst themselves to preside over the meeting.

Article 40 The person presiding over a meeting of shareholders has the duty to monitor the meeting to ensure its compliance with the Company's Articles of Association and shall conduct the meeting in order of the matters as listed in the agenda specified in the notice of the meeting, unless the meeting passes a resolution reshuffling the order of the matters in the agenda, with the votes of not less than two-thirds (2/3) of the number of shareholders present at the meeting.

In the event that the consideration of the matters in order of the agenda specified in the notice of the meeting is unfinished or the consideration of the matters proposed by the shareholders holding the aggregate number of the shares of not less than one-third (1/3) of the total number of shares sold is unfinished, and an adjournment of its consideration is

necessary, the meeting shall fix the place, date and time of the next meeting and the board of directors shall send a notice summoning a meeting, with an indication of the place, date, time, and the agenda of the meeting to the shareholders not less than seven (7) days prior to the date of the meeting. The notice summoning the meeting shall also be published in a newspaper for three (3) consecutive days not less than three (3) days prior to the date of the meeting.

The action under paragraph two may be made through electronic method by means of announcement via a website accessible for public being able to verify the website's owner in accordance with the laws and regulations stipulated by the Registrar.

Article 41 With respect to casting votes, whether by any means, one (1) share is entitled to one (1) vote. Any shareholder who has any special interest in any matter to be resolved by the meeting shall not be entitled to cast the vote on such matter, except for the election of directors.

Article 42 Unless otherwise provided in the laws on public limited companies, a resolution of a meeting of shareholders requires votes as follows:

- (1) in general case, a majority of votes of the shareholders attending the meeting and casting their votes is required, provided that in the case of an equality of votes, the person presiding over the meeting shall have an additional vote as a casting vote
- (2) in any of the following cases, votes of not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote are required:
 - (a) amendment to the Company's Memorandum of Association or Articles of Association;
 - (b) sale or transfer the business of the Company, in whole or in substantial part, to any other person;
 - (c) purchase or acceptance of transfer of the business of any other company or a private company, by the Company;
 - (d) execution, amendment, or termination of any contract concerning the granting of a lease of the Company's business, in whole or in substantial part, the assignment of any other person to manage the business of the Company, or an amalgamation of the business with any other person for the purpose of profits and loss sharing; and
 - (e) issuance of debentures, increase of capital, reduction of capital, amalgamation and dissolution of the Company.

Article 43 The matters to be conducted at the annual general meeting of shareholders are as follows:

- (1) to consider and acknowledge the annual report of the board of directors;
- (2) to consider and approve the balance sheet and profit and loss statement;
- (3) to consider and approve the allocation of the profit and the dividend payment;
- (4) to consider and elect directors to replace those retired by rotation and the directors' remuneration;
- (5) to consider and appoint the auditor and determine the audit fee of the Company; and
- (6) to consider other matters (if any)