

Twenty-Four Con & Supply Public Company Limited (the “Company”)

No. 89 AIA Capital Center 9th floor, 901 room , Dindeang Sub-District, Dindeang District, Bangkok Province
10400

Date 14 March 2023

Subject To convene the Annual General Meeting of Shareholders of 2023 (“AGM 2023”)

To Shareholders

Twenty-Four Con & Supply Public Company Limited

Attachement

1. Minutes of the Extraordinary General Meeting of Shareholders 1/2022
2. 56-1 One report 2022 (QR Code)
3. Information of directors to consider and approve to replace those who have completed their terms
4. Audit term and details
5. Guidelines for attending the Shareholders' Meeting via Electronic Media (E-AGM) and Proxy
6. Information of independent directors for shareholders' proxy
7. Shareholders' Meeting proxy Type A, Form B, and Type C
8. Electronic Meeting System Instruction Manual for Shareholders' Meeting
9. Annual Report request Form

Twenty-Four Con & Supply Public Company Limited (the “Company”) hereby to inform that the Board of Directors Meeting No. 1/2023 held on February 27, 2023 at 10.30 hrs. has considered and approved as the following matters:

To convene the Annual General Meeting of Shareholders of 2023 (“AGM 2023”) on April 5, 2023 at 13.30 pm. through an electronic platform (E-AGM) meeting system only. The meeting will be broadcasted from the meeting room of the Company, No. 89 AIA Capital Center 9th floor, 901 room , Dindeang Sub-District, Dindeang District, Bangkok Province 10400 and the record date for determination of the list of shareholders who are entitled to attend the meeting is March 14, 2023. The agenda for the meeting will be as follows:

Agenda 1 To consider and approve the Extraordinary General Meeting of Shareholders no.1/2022

Facts and Reasons: The Company held the Extraordinary General Meeting of Shareholders No. 1/2022 on March 22, 2022, where the meeting considered various matters according to the agenda specified in the invitation letter. See enclosure no.1

Board of Directors' opinion: The Board deemed appropriate to propose to the Extraordinary General Meeting of Shareholders no.1/2022.

Board of Directors' Resolutions: To propose to the Annual General Meeting of Shareholders to consider and approve the minutes of the Extraordinary General Meeting of Shareholders No. 1/2022

Agenda 2 To acknowledge the Company's operating performance for 2022.

Facts and Reasons : The Company has summarized the operating results for the year 2022, which the Company has submitted and disseminated through the Stock Exchange of Thailand and has proposed in the Annual Report 2022 (Form 56-1 One Report). See enclosure no.2 (OR code)

Board of Directors' opinion: The Board deemed appropriate to submit the Company's operating performance of 2022 for acknowledgement of the AGM 2023.

Board of Directors' Resolutions: This is an to acknowledge agenda, no vote from shareholders.

Agenda 3 To consider and approve the audited financial statements for the fiscal year ended December 31, 2022

Facts and Reasons : In accordance with Section 112 of the Public Limited Companies Act B.E. 2535 (1992) and Article 45 of the Company's Articles of Association, which stipulates that "the Board of Directors shall provide for the preparation of balance sheets and profit and loss accounts at the end of the accounting period of the Company. (Form 56-1 One Report). See enclosure no.2 (OR code)

Board of Directors' opinion: The Board deemed appropriate to propose to the AGM 2023 to approve the financial statements for the fiscal year ended December 31, 2022, which were audited by the external auditor and reviewed by the Audit Committee and the Board.

Board of Directors' Resolutions: This agenda must be approved by a majority vote of the shareholders present at the meeting and voted on (excluding abstention votes).

Agenda 4 To approve the omission of the allocation of net profit as a legal reserve and the omission of the dividend payment for the Company operation result of 2022.

Facts and Reasons : The Company had net profit for the year ended 31 December 2022 of 24,494,231 baht. In accordance with the Public Limited Companies Act B.E. 2535, Section 116 and Article 53 of the Company's Articles of Association, which requires the Company to set aside a portion of its annual net profit as a reserve of not less than five (5) percent of the annual net profit, less the amount of accumulated loss quoted (if any) until this reserve amounts to not less than ten (10) percent of the registered capital. In addition to such reserves. The Board of Directors may propose that the shareholders' meeting vote to allocate other reserves as it deems beneficial to the Company's operations. It's not. To consider and approve the allocation of 2022 annual profit of Baht 1,925,000, not less than 5% of the net profit for the year 2022 according to the separate financial statements as required by law, resulting in the Company's retained profit allocated as legal reserve of Baht 2,675,000, equivalent to 1.24% of the registered capital, and omitted dividend payment for the year 2022.

Board of Directors' opinion: The Board deemed appropriate to propose to the AGM 2023 to approve the allocation profit of net profit as a legal reserve as 1,925,000 THB. As a result, the Company's retained earnings are allocated as legal reserves of Baht 2,675,000 THB. equivalent to 1.24% of the registered capital and the omission of the dividend payment for the Company operation result of 2022.

Board of Directors' Resolutions: This agenda must be approved by a majority vote of the shareholders present at the meeting and entitled to vote (excluding absentee votes).

Agenda 5 To consider and approve to appoint directors to replace those who have completed their terms. See attachment no. 3

Facts and Reasons :According to the Public Limited Companies Act B.E. 2535 (1992) under Section 71 and The Articles of Association of the Company, Chapter 4, Clause 18 provides that "At every annual general meeting of shareholders, a director shall vacate one-third (1/3) of the number of directors at that time. At present, the Company has a total of 6 directors, so at the 2023 Annual General Meeting of Shareholders, there are directors who are in condition- as follows.

1. Lt.Gen Parinya Chaidilok Director / Audit Committee
2. Mrs.Pattra Supanich Chairman of Audit Committee / Director

Board of Directors' opinion: The Board (exclusive of those who have the stake in nomination to retain their positions for another term) agreed with the proposal of the Nomination and Compensation Committee to propose to the AGM 2023 to nominate those directors who have completed their terms in 2023 to retain their position for another term as follows:

1. Lt.Gen Parinya Chaidilok Director / Audit Committee
2. Mrs.Pattra Supanich Chairman of Audit Committee / Director

Board of Directors' Resolutions: This agenda must be approved by a majority vote of the shareholders present at the meeting and entitled to vote (excluding absentee votes).

Agenda 6 To consider and approve the director remuneration for the year 2023

Facts and Reasons : In accordance with the Public Limited Companies Act B.E. 2535, Section 90 and the Company's Articles of Association, Chapter 4, Clause 33, which stipulates that "Directors are entitled to receive remuneration from the Company in the form of meeting allowances, gratuities, bonuses or other benefits in accordance with the Articles of Association or as determined by the Shareholders' Meeting, which may be fixed or laid down as a basis and shall be determined from time to time or shall be effective forever until further notice."

The Board of Directors has considered the appropriateness of determining the remuneration of directors in accordance with their obligations. Therefore, the Board of Directors proposes to the Annual General Meeting of Shareholders to consider and approve the remuneration of directors and sub-directors for the year 2023 as follows:

Position	Attendance Fee / meeting attended (Baht)	Retainer Fee (Baht)
Chairman of the Board of Directors	15,000	25,000
Chairman of Audit Committee	15,000	
Chairman of Risk Management Committee	15,000	
Member of the Board of Directors	10,000	20,000
Member of Audit Committee	10,000	
Member of Risk Management Committee	10,000	

Board of Directors' opinion: The Board deemed appropriate to propose to the AGM 2023 to approve the director remuneration for the year 2023 as follows.

Position	Attendance Fee / meeting attended (Baht)	Retainer Fee (Baht)
Chairman of the Board of Directors	15,000	25,000
Chairman of Audit Committee	15,000	
Chairman of Risk Management Committee	15,000	
Member of the Board of Directors	10,000	20,000
Member of Audit Committee	10,000	
Member of Risk Management Committee	10,000	

The director remuneration for the year 2023 at the totaling amount of not exceeding 1,215,000 Baht.

Board of Directors' Resolutions: This agenda must be approved by a vote of not less than two-thirds (2/3) of the total number of shareholders present at the meeting and entitled to vote. Shareholders who are directors do not have the right to vote.

Agenda 7 To approve the appointment of auditors and allocation of auditor remuneration for the year 2023

Facts and Reasons : In accordance with Section 120 of the Public Companies Act and the Company's Articles of Association, Chapter 5, Clause 45, which stipulates that "the Annual General Meeting of Shareholders shall appoint an auditor for every year. The shareholders' meeting may re-elect the retired auditor. The shareholders' meeting shall determine the answer instead of the auditor." Therefore, it is necessary to appoint an auditor for the fiscal year ended December 31, 2023 and set the audit fee. See enclosure no.4 (OR code)

The Audit Committee considers the qualifications of the auditor as determined by the Securities and Exchange Commission. Therefore, it is appropriate to propose to the Board of Directors to propose to the Annual General Meeting of Shareholders to consider the appointment of an auditor with the following names from the Company: PricewaterhouseCoopers ABAS Co., Ltd. to be the company's auditor for the year 2023. as follows

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|---|------------|---------------|-------------------------------|
| 1 | Sanicha | Akarakittilap | C.P.A. (Thailand) No. 8470 or |
| 2 | Pongthavee | Ratanakoses | C.P.A. (Thailand) No. 7795 or |
| 3 | Nopanuch | Apichatsatien | C.P.A. (Thailand) No. 5266 |

Board of Directors' opinion: The Board deemed appropriate to propose to AGM 2023 to approve the appointment of auditors from PricewaterhouseCoopers ABAS Ltd. for the year 2023, as listed below;

- | | | | |
|---|------------|---------------|-------------------------------|
| 1 | Sanicha | Akarakittilap | C.P.A. (Thailand) No. 8470 or |
| 2 | Pongthavee | Ratanakoses | C.P.A. (Thailand) No. 7795 or |
| 3 | Nopanuch | Apichatsatien | C.P.A. (Thailand) No. 5266 |

the audit fee for the year 2023 is 2,600,000 Baht.

Agenda 8 To approve the issuance and offering of the Company's debentures in the total amount not exceeding than 2,000,000,000 Baht

Facts and Reasons : To comply with Section 120 of the Public Companies Act The Board of Directors has considered it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the issuance and offering of debentures of the Company in the total amount not exceeding 2,000,000,000 Baht, with details as follows:

Topics	Details
Objective	For business expansion and/or repayment loan and/or used as working capital or for other purposes as the Board of Directors deems appropriate.
Debenture Type	All types of debentures, namely registered debentures, the bearer debentures, the secured debenture or unsecured debentures, the debentures with or without debenture holders' representative, subordinated or unsubordinated, depending on the suitability of the market situation at each time of issuance or offer for sale of debentures. and other relevant factors.
Currency	Thai Baht and/or foreign currency in the equivalent amount
Amount of debenture	Not exceeding 2,000,000,000 Baht. Debentures issued and sold by the company but not yet been redeemed, at any time, must not exceed the amount mentioned above.
Interest Rate	Subject to market situation at each time of issuance or offer for sale of debentures. This is subject to the notifications of The Securities and Exchange Commission or other relevant notifications or regulations in effect at the time of debentures issuance and offering.
Payback Condition	Gradually repay the principal or repay in lump sum when maturity.
Redeem the debentures prior to the maturity date	Debenture holders may or may not have call option and/or the company may or may not have call option including the purchase debentures back. However, this will be in accordance with the terms and conditions of the debentures issued at that time.
Offering	Offering of all or part of the debentures at the same time or several times and/or as a project, and can offer debentures to replace existing debentures that are redeemed on a revolving basis by offering to general investors and/or private placement investors and/or institutional investors and/or high net worth investors and/or investors with specific characteristics as defined in relevant notifications of the Securities and Exchange Commission whether offering in the country and/or abroad according to the announcement of the Securities and Exchange Commission and/ or the Capital Market Supervisory Board and/ or according to the announcements, ministerial

Topics	Details
	regulations, rules and other laws related effective at the time of issuance and offering of such debentures
Authorized to determine the conditions	<p>Authorize the Board of Directors and/or the person assigned by the Board of Directors and/or the Chief Executive Officer is authorized to determine conditions and details necessary and relevant to the issuance and offering of debentures such as;</p> <ol style="list-style-type: none"> 1. Designation of debenture name, type, collateral, amount, term, par value, Offering price, interest rate 2. Call option, offering method, issuance and offering period, repayment method, allocation method, and terms of rights 3. Have authorize to appoint a debenture holders' representative and/or a debenture registrar and/or underwriter and/or advisors 4. Have authorize to negotiate, sign and certify relevant documents and contracts 5. Have authorize to ask for permission from relevant agencies, listing of debentures on the stock exchange and/or bond association and/or other secondary markets 6. Have authorize to take any other necessary to ensure that the issuance and offering of debentures of the Company meets its objectives.

Board of Directors' opinion: The Board deemed appropriate to propose to the AGM 2023 to approve the issuance and offering of the Company's debentures in the total amount not exceeding than 2,000,000,000 Baht with details as follows:

Topics	Details
Objective	For business expansion and/or repayment loan and/or used as working capital or for other purposes as the Board of Directors deems appropriate.
Debenture Type	All types of debentures, namely registered debentures, the bearer debentures, the secured debenture or unsecured debentures, the debentures with or without debenture holders' representative, subordinated or unsubordinated,

Topics	Details
	depending on the suitability of the market situation at each time of issuance or offer for sale of debentures. and other relevant factors.
Currency	Thai Baht and/or foreign currency in the equivalent amount
Amount of debenture	Not exceeding 2,000,000,000 Baht. Debentures issued and sold by the company but not yet been redeemed, at any time, must not exceed the amount mentioned above.
Interest Rate	Subject to market situation at each time of issuance or offer for sale of debentures. This is subject to the notifications of The Securities and Exchange Commission or other relevant notifications or regulations in effect at the time of debentures issuance and offering.
Payback Condition	Gradually repay the principal or repay in lump sum when maturity.
Redeem the debentures prior to the maturity date	Debenture holders may or may not have call option and/or the company may or may not have call option including the purchase debentures back. However, this will be in accordance with the terms and conditions of the debentures issued at that time.
Offering	Offering of all or part of the debentures at the same time or several times and/or as a project, and can offer debentures to replace existing debentures that are redeemed on a revolving basis by offering to general investors and/or private placement investors and/or institutional investors and/or high net worth investors and/or investors with specific characteristics as defined in relevant notifications of the Securities and Exchange Commission whether offering in the country and/or abroad according to the announcement of the Securities and Exchange Commission and/ or the Capital Market Supervisory Board and/ or according to the announcements, ministerial regulations, rules and other laws related effective at the time of issuance and offering of such debentures
Authorized to determine the conditions	Authorize the Board of Directors and/or the person assigned by the Board of Directors and/or the Chief Executive Officer is authorized to determine

Topics	Details
	<p>conditions and details necessary and relevant to the issuance and offering of debentures such as;</p> <ol style="list-style-type: none"> 1. Designation of debenture name, type, collateral, amount, term, par value, Offering price, interest rate 2. Call option, offering method, issuance and offering period, repayment method, allocation method, and terms of rights 3. Have authorize to appoint a debenture holders' representative and/or a debenture registrar and/or underwriter and/or advisors 4. Have authorize to negotiate, sign and certify relevant documents and contracts 5. Have authorize to ask for permission from relevant agencies, listing of debentures on the stock exchange and/or bond association and/or other secondary markets 6. Have authorize to take any other necessary to ensure that the issuance and offering of debentures of the Company meets its objectives.

Board of Directors' Resolutions: This agenda must be approved by a majority vote of the shareholders present at the meeting and voted on (excluding abstention votes).

Agenda 9 Other matters (if any)

According to the Public Limited Companies Act B.E.2535, Section 105 stipulates that shareholders can propose other agenda items for consideration at the shareholders' meeting.

Therefore, we would like to invite you as “shareholders” to attend the 2023 Annual General Meeting of Shareholders on April 5, 2023 at 13.30 via electronic platform (E-AGM) with the agenda as detailed above and set the list of shareholders who are entitled to attend the 2023 Annual General Meeting of Shareholders on March 14, 2023, which is the record date.

In addition, the Company asks for the cooperation of shareholders and/or proxy. Please study the conditions and methods of registration and provide identification documents, as well as learn how to vote. Procedures

for attending the Shareholders' Meeting via electronic media (E-Meeting) and proxy as detailed in attachment no.3.

For convenience of the shareholders, the Company recommends that you appoint an independent director as a proxy agent. The information of the Directors representing the proxy at the 2023 Annual General Meeting of Shareholders appears in attachment 4, stating in Form B. You may attend the meeting and vote on your behalf. Appears according to submission 2.

As of the 2023, Annual General Meeting of Shareholders via electronic media (E-AGM), the Company will open registration for the AGM from 09.00 a.m. with the details of username and password received by the shareholders via e-mail. If shareholders have any questions or concerns about the agenda of the meeting, the Board of Directors and management will clarify on the day of the meeting. You can send questions in advance to the company via Email: Secretary@24con-supply.com

Yours Truly,

Twenty-Four Con & Supply Public Company Limited



Ms. Dullaporn Pethaisong

Company Secretary

Note

The Company has published the notice of the meeting, including proxy statements form A, form B and form C, on the Company's website, which shareholders can download on the <https://www.24con-supply.com> website.