

No. DorBorAor. 01/1064

9<sup>th</sup> April 2021

- Subject: Invitation for the Annual General Meeting of Shareholders for the year 2021  
To: Shareholders of Double A (1991) Public Company Limited  
Enclosures: 1. Copy of Minutes of Extraordinary General Meeting of Shareholders No. 1/2020  
2. Annual Report for the year 2020 with financial statement as of 31<sup>st</sup> December, 2020  
3. Documents for Consideration in Agenda 6  
4. Documents for Consideration in Agenda 7  
5. Documents for Consideration in Agenda 8  
6. Proxy Forms A, B and C  
7. Information for Shareholders wishing to appoint Independent Directors to be their Proxy holder  
8. Conditions and procedures for Meeting attendees' registration, appointment of Proxy holder, and voting  
9. Articles of Association of the Company relating to the Shareholders' Meeting  
10. Map of venue of the Annual General Meeting of the Shareholders for the year 2021  
11. Guidelines for the Meeting Attendees during the Outbreak of Coronavirus Disease (COVID-19)  
12. Usage Manual of Zoom Meeting Application, for attending the Meeting via Electronics Platform

The Board of Directors of Double A (1991) Public Company Limited (the “**Company**”) has resolved to convene the Annual General Meeting of Shareholders for the year 2021 at 11.00 a.m. of Thursday 22<sup>nd</sup> April, 2021 at Auditorium Room 2115, Double A Business Park located at 187/3 Bangna-Trad Road (k.m. 42), Bangwau, Bang Pakong Chachoengsao and via Electronics Platform, Zoom Meeting Application for consideration the following agenda:

**Agenda 1** **Message from the Chairman of the Meeting**  
**Objective and Reason:** To inform the shareholders of the Company about the relevant information of the Company which the shareholder of the Company should be aware

**Opinion of the Board of Directors:** For the acknowledgement

**Agenda 2** **Certification of the minutes of the Extraordinary General Meeting of Shareholders No. 1/2020**

**Objective and Reason:** The Company had held the Extraordinary General Meeting of Shareholders No. 1/2020 held on Wednesday, 22<sup>th</sup> April, 2020 in order to consider and resolve the matters as specified in the copy of minutes of the Annual General Meeting for the year 2019 Attachment 1.

**Opinion of the Board of Directors:** The Board of the Directors has considered and opined that the minutes of the Annual General Meeting for the year 2019 was correctly and completely recorded. Thus, the Board of the Directors resolved to propose to the shareholders of the Company to certify the said minutes.

**Agenda 3** **Report on Company performance for the Year 2020**  
**Objective and Reason:** The report on the Company performance for the year 2020 is stated in the Annual Report and is delivered altogether herewith this Notice to the shareholders. The details are shown in Attachment 2.

**Opinion of the Board of Directors:** The Board of Directors has considered and resolved that to propose the shareholders of the Company to acknowledge the Company performance for the year 2020.

**Agenda 4** **Consideration for Approval of the Balance Sheet and Profit and Loss Statements for the Year 2020**

**Objective and Reason:** The balance sheets and the profit and loss statements for the year 2020 as of 31<sup>st</sup> December, 2020 of the Company and its subsidiaries were reviewed by the Audit Committee and audited by the auditor of the Company. The auditor resolved that the balance sheet and the profit and loss statements for the year 2020 of the Company and its subsidiaries were correct in material respects and in accordance with Thai Financial Reporting Standards (TFRS), the details are shown in the Chapter “Financial Statements” of the Annual Report which be sent together with this Notice. The details are shown in Attachment 2.

**Opinion of the Board of Directors:** The Board of Directors of the Company considered and resolved that to propose the shareholders to approve the balance sheets and the profit and loss statements for the year 2020, as of 31<sup>st</sup> December, 2020, of the Company and its subsidiaries which were audited by the auditor.

**Agenda 5** **Consideration unappropriate the profit and not distribute the dividend of the Year 2020 and Report on the Interim Dividend of the Year 2020.**

**Objective and Reason:** According to Article 42 of the Articles of Association of the Company stipulates that “no dividend shall be paid otherwise than out of profits. The remaining profit, after distribution of dividend, shall be allocated to reserves as the Board of Directors deems suitable”;

and Article 44 of the Articles of Association of the Company stipulates that “the Company shall appropriate a portion of annual net profit as a reserve fund in the amount of not less than 5 percent of the annual net profit deducted by the accumulated loss brought forward (if any) until the legal reserve fund reaches the amount of not less than 10 percent of the registered capital.”

The profit and loss statements as of 31<sup>st</sup> December 2020, which was audited by the auditor of the Company, states the unappropriated retained earnings of Baht 500.35 Million. The management team has considered to propose to the Board of Director to unappropriate the profit and not distribute the dividend as the Company needed some case for operations and investments in the Company’s projects.

Furthermore, The Company has distributed the interim dividend of the Year 2020 2 times as following:

First, The interim dividend distribution No. 1/2020 for THB 8.60 for each share. The total amount of the interim shall be equivalent to THB 3,486,178,207.70.

Second, The interim dividend distribution No. 2/2020 for THB 3.75 for each share. The total amount of the interim shall be equivalent to THB 1,520,135,846.25.

**Opinion of the**

**Board of Directors:**

The Board of Directors considered and resolved that to propose the shareholders for not of the appropriation the unappropriated profit and not to distribute the dividend of the Year 2020 and acknowledging the Interim Dividend of the Year 2020.

**Agenda 6**

**Consideration for Appointment of the Auditor(s) for the Year 2021**

**Objective and Reason:**

According to Section 120 of the Public Limited Company Act B.E. 2535 and Article 49 of the Articles of Association of the Company, “the annual ordinary general meeting of shareholders shall appoint the Company’s auditor(s) and determine the audit fee every year. For the purpose of such appointment, the former auditor(s) of the Company may be re-appointed”. The details are shown in Attachment 3.

**Opinion of the**

**Board of Directors:**

The Board of Directors considered the resolution of the Audit Committee and resolved that to propose the shareholders to appoint the auditor candidates from EY Office Company Limited, namely;

Ms. Siraporn	Ouaanunkun, CPA No. 3844, and/or
Ms. Supanee	Triyanantakul CPA No. 4498, and/or
Ms. Waraporn	Prapasirikul CPA No. 4579, and/or
Ms. Sutthirak	Fakon CPA No. 7712.

as the auditor(s) of the Company with the total auditing fee in the amount of not exceeding than Baht 8,660,000.

The Board of Directors considered and resolved that to propose the shareholders to acknowledge total auditing fee of the Company’s subsidiaries in Thailand for the year 2021 in the amount of Baht 8,660,000 which audited by EY Office Company Limited as the auditor of the Company, and the total auditing fee for the year 2021 of its overseas subsidiaries in the amount of not exceeding than Baht 475,000 which the auditors and their details are stated in Attachment 3.

**Agenda 7**

**Consideration for Election of Directors in Replacement of Those who Retired by Rotation**

**Objective and Reason:**

Article 71 of the Public Company Act B.E. 2535 and article 16 of the Articles of Association of the Company stipulates that “At every ordinary general meeting of shareholders, one-third of the directors shall be retired by rotation. If the number of directors cannot be divided exactly into three parts, directors in a number closest to one-third shall be retired by rotation.” This year, the Company has 9 directors and 3 directors of those directors shall be retired by rotation. Please refer to initial details of the retired directors who have been nominated for re-election as the directors of the Company for another term in Attachment 4.

**Opinion of the**

**Board of Directors:**

The Board of Directors, excluding the directors who were interested persons, considered and resolved that to propose the shareholders to

re-elect the following 3 retired directors as the directors of the Company for another term by voting for each candidate according to the policy of the Stock Exchange of Thailand, namely;

1. Dr. Somchai Richupan
2. Mrs. Phisamai Supanuntaroek
3. Mr. Yothin Dumnernchanvanit

## **Agenda 8**

### **Consideration of Directors' Remuneration**

#### **Objective and Reason:**

Article 25 of the Articles of Association of the Company stipulates that "The director is entitled to obtain remuneration from the Company in form of money reward, meeting attendance fee, pension, bonus or other forms according to the Articles of Association or as determined by the shareholder meeting. The shareholder meeting may fix the remuneration amount or prescribe the remuneration payment method from time to time or for indefinite period until it is changed. In addition, the director is entitled to obtain allowances and benefits according to the Company's regulations." and; according to Section 90 of the Public Limited Companies Act, "the payment of remuneration of directors shall be in accordance with the resolution of the shareholders' meeting supported by votes not less than two-third of the total voting rights of the shareholders attending the meeting".

The Annual General Meeting of Shareholders for the year 2020, held on Friday 22<sup>nd</sup> April 2020, unanimously approved the directors' remuneration at the same rate previously approved by Annual General Meeting of Shareholders for the year 2019 in the amount of not exceeding Baht 40 Million and also authorized the Board of Directors at their discretion to determine particulars of such remuneration payment.

Please refer to the details of directors' remuneration in [Attachment 5](#).

#### **Opinion of the**

#### **Board of Directors:**

The Board of Directors considered and resolved that to propose the shareholders to approve the remuneration for the Board of Directors and sub-committees at the same rate previously approved by Annual General Meeting of Shareholders for the year 2020 (in the amount of not exceeding 40 million Baht) and also authorize the Board of Directors at their discretion to determine particulars of such remuneration payment.

## **Agenda 9**

### **Others (if any)**

#### **Opinion of the**

#### **Board of Directors:**

The Board of Directors considered and resolved to specify this agenda in every shareholders' meeting of the Company in order to welcome the shareholders' inquiries, discussions and/or suggestions to the Board of Directors and/or the management of the Company.

In order to secure the right of the shareholders who can attend the Annual General Meeting of Shareholders for the year 2021, the Company has closed the Company's shares registration book for suspension of share transfer registration from Tuesday, 6<sup>th</sup> April 2021 at 12.00 p.m. onward until such meeting finishes.

Please be informed accordingly and the Company is pleased to invite the shareholders to attend the meeting at the date, time and place as per mentioned above. If any shareholder cannot attend the meeting, please appoint a person as you deem fit or independent directors of the Company as your proxy holder to attend this meeting on your behalf. The independent directors of the Company who can be your proxy holder are as follows:

1. Dr. Somchai Richupan                      Chairman of Board of Directors, Chairman of Audit Committee and Independent Director;
2. Mr. Sirichai Sakornratanakul          Audit Committee Member and Independent Director;  
or
3. General Chetta Thanajaro              Audit Committee Member and Independent Director

Please kindly execute the proxy in the form as attached hereto in Attachment 6. The Company will prepare the stamp duty required to be affixed on the proxy at the registration desk for your convenience. In case you wish to appoint Independent Directors to be your proxy holder, the information of the said Independent Directors has been specified in Attachment 7 for your consideration.

The Company would like to request you to acknowledge and comply with the conditions and procedures for meeting attendees' registration, appointment of a proxy holder, and voting, as specified in Attachment 8. In this regard, the map of the meeting venue is attached in Attachment 10.

Remark: The shareholders who are entitled to attend the Annual General Meeting of Shareholders for the year 2021 must be the shareholders whose names appear in the Company's share registration book as at the closing date thereof, which is Tuesday, 6<sup>th</sup> April 2021 from 12.00 p.m. onward.

Sincerely yours,  
Double A (1991) Public Company Limited

*-Mr.Boonnam Glinboonruang-*

(Mr.Boonnam Glinboonruang)  
Assistant to Secretary of the Company

The office of the Secretary of the Company  
Miss Chotika Taweewittayakorn (Secretary of the Company)  
Tel. 085-835-5029

Legal Department  
Mr. Boonnam Glinboonruang (Legal Manager)  
Tel. 085-835-2405  
Fax 0-2659-1322



## **Attachment 1**

**Documents for Consideration in Agenda 2**  
Copy of Minutes of Extraordinary General Meeting of  
Shareholders No. 1/2020



**Minutes of the Extraordinary General Meeting of Shareholders No. 1/2020**  
**Double A (1991) Public Company Limited (the “Company”)**  
**Held on Thursday 13<sup>th</sup>, August 2020**  
**At Room 211-213, 2<sup>nd</sup> Floor, Bangkok International Trade & Exhibition Centre**  
**(“BITEC”) located at 88 Bangna-Trad Road (Km.1), Bangna, Bangkok**  
**and Zoom Application**

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The Meeting started at 13.00 P.M.

At the Extraordinary General Meeting of Shareholders No. 1/2020 of the Company (the “**Meeting**”), the directors and the executives attending the Meeting via Zoom Application were as follows :

- |    |                                  |  |
|----|----------------------------------|--|
| 1. | Dr. Somchai Richupan             | Chairman of Board of Directors,<br>Chairman of Audit Committee and Independent Director; |
| 2. | Mr. Sirichai Sakornratanakul     | Director, Audit Committee Member, and Independent Director;                              |
| 3. | Mr. Arkhom Termpittayapaisith    | Director and Independent Director;   |
| 4. | Mrs. Phisamai Supanuntaroek      | Director;  |
| 5. | Miss Wilaiwan Gangamol           | Accounting and Finance Director;   |
| 6. | Miss Benchamaporn Piyakulvorawat | Independent financial advisor from<br>Deloitte Touche Tohmatsu Jaiyos Company Limited    |
| 7. | Mr. Boonnam Glinboonruang        | Legal Manager;   |
| 8. | Miss Chotika Taweewittayakorn    | Assistant to Secretary of the Company;   |

The Chairman of the Board of Directors (Dr. Somchai Richupan) was the Chairman of the Meeting, delivered a welcoming speech to the shareholders and the proxy holders of the shareholders who attended the Meeting (collectively referred herein as the “**Shareholders**”) at Room 211-213, 2nd Floor, BITEC and via Zoom Application. The Meeting had adequate quorum according to the Articles of Association of the Company then opened the Meeting and requested Legal Manager Mr. Boonnam Glinboonruang) to inform the details of the Meeting to the Shareholders.

Legal Manager (Mr. Boonnam Glinboonruang) informed in the Meetings that on Monday, 27<sup>th</sup> days of July 2020, the closing date of shares registration book of the Company, the Company had the total registered capital in the amount of THB 5,029,864,510 and had the total paid-up capital in the amount of THB 4,053,695,590 divided into 405,369,559 shares with the par value of THB 10. The total shareholders of the Company were 249 persons. Now, the number of the Shareholders who attended the Meeting at Room 211-213, 2nd Floor, BITEC was 24 persons and via Zoom Application was 8 persons representing 404,912,166 shares, equivalent to 99.89

percent of the amount of the total paid-up shares. The Meeting had adequate quorum according to the Articles of Association of the Company.

Before the commencement of the Meeting, the Legal Manager (Mr. Boonnam Glinboonrueng) explained the Shareholders about the procedures of vote casting on each agendum as follows:

1. Each of the Shareholders would have the vote equal to the number of his or her shares (one share one vote).
2. The Meeting would be conducted in accordance with the agenda specified in the Meeting invitation letter along with supporting data for each agendum. The Shareholders would be given an opportunity to raise opinions or questions for topics related to such relevant agenda by raising his or her hand. Upon permission of the Chairman of the Meeting, the Shareholders had to inform his/her name and surname and notify whether he/she was a shareholder or a proxy holder prior to questioning or giving his/her opinion(s).
3. The vote casting in each relevant agendum would be done publicly. The Shareholders were able to cast the vote of approval, disapproval or abstention in each agendum. As the Chairman of the Meeting would collect all ballots and count the votes of approval, disapproval and abstention, the Shareholders were requested to pass the ballots to the Company's staff for this purpose.

For the Shareholders who attended the Meeting via Zoom Application, the Chairman would announce whether any the Shareholders disagreed or not. Then the Company's staff would proceed with the recording of votes.

4. During the process of vote counting by the Company's staff, the Meeting would be continued without waiting for a result of such vote counting. Once the votes of each agendum were completely counted, the Chairman of the Meeting would subsequently inform the Meeting and summarize a resolution for such agendum.

The Chairman of the Meeting then opened the Meeting.

#### **Agenda 1     Message from the Chairman of the Meeting**

The Chairman of the Meeting invited the Shareholders to be the voluntary vote counter.

There are 2 proxy holders volunteered to be the vote counters as follows;

1. Miss Surapha Thamwiset, proxy holder of Miss Sangvon Deeying, the shareholder of the Company who holds 8,150 shares, and
2. Miss Saranya Supapburut, proxy holder of Miss Kanokwan Chaiphun the shareholder of the Company who holds 50 shares.

**Resolution     The Meeting was acknowledged.**

**Agenda 2      Certification of the Minutes of Annual General Meeting of Shareholders for the Year 2020, Arranged on Wednesday, 22<sup>nd</sup> days of April 2020**

The Chairman of the Meeting informed in the Meeting that the Company was arranged the Annual General Meeting of Shareholders for the Year 2020, on Wednesday, 22<sup>nd</sup> days of April 2020. The copy of the minutes of the aforementioned meetings was shown in attachment 1 (the “**Minutes**”), attached altogether with the Notice for this Meeting.

The Board of Directors had considered that the Minutes were correctly and completely recorded. Thus, the Board of Directors resolved to propose the Minutes to the meeting of the shareholders for the certification.

The Chairman of the Meeting asked the Shareholders whether anyone wanted to amend the said Minutes.

It appeared that there was no Shareholder wanted to amend the Minutes. The Chairman then proposed the Meeting to vote in this agenda.

For the Shareholders who attended the meeting via Zoom Application want to vote no or abstain, please inform your name to the Chairman for sent the information to the officer to record the votes.

**Resolution      To certify unanimously that the Minutes of Annual General Meeting of Shareholders for the Year 2020, Arranged on Wednesday, 22<sup>nd</sup> days of April 2020 were correctly.**

**The vote counting results are as follows:**

<b>Approval</b>	<b>404,912,216</b>	<b>Shares</b>
<b>Disapproval</b>	<b>0</b>	<b>Shares</b>
<b>Abstention</b>	<b>0</b>	<b>Share</b>
<b>No voting slip</b>	<b>0</b>	<b>Shares</b>

**Remark :** During consideration and vote casting in this agenda, there were 1 shareholder attending the Meeting increasing from the beginning of the Meeting. As a result there were 33 shareholders attending the Meeting representing in total amount of 404,912,216 shares

**Agenda 3      To Consider and Approve to Sell Ordinary Shares of National Power Supply Public Company Limited, in total amount of 238,599,994 Shares**

The Chairman of the Meeting requested the Accounting and Finance Director (Miss Wilaiwan Gangamol) and Independent financial advisor from Deloitte Touche Tohmatsu Jaiyos Company Limited (Miss Benchamaporn Piyakulvorawat) to inform the details to the Shareholders.

Miss Wilaiwan Gangamol informed the details of the sale of the ordinary shares of National Power Supply as follows;

Background

Referring to the Meeting of the Board of Directors of the Company No. 5/2020, was held on 9th July 2020, the management proposed for consideration to sell fully paid-up of ordinary shares the Company held in National Power Supply Public Company Limited (“**NPS**”) to non-subsidiary i.e., Double A Holdings (Thailand) Company Limited (“**DAHTH**”). DAHTH is affiliated with the Company by way of shareholding structure, the majority shareholder of the Company and the Executives of the Company has authority to control over

DAHTH. The main purpose is to restructure the Group Company and restructuring of business management to be accorded with its principal activities i.e., the Company shall focus on manufacturing and selling of Pulp and Paper as its principal activities and capital investment fund in other companies conducting business in non-manufacturing and distributing of Pulp and Paper business; or other businesses with no relation with the Company principal activities.

#### Objective and Reason

- To organize the Company's group structure to be more explicit in term of business management by activity and to carrying forward only with the principal business activities which are manufacturing and selling of Pulp and Paper and Capital investment fund in other companies conducting business in non-manufacturing and distributing of Pulp and Paper business; or other business that may not considered relating to the Company principal activities.
- Presently, the Company is planning to go public by registering in the list of the Stock Exchange of Thailand ("SET"). Then, holding of 25.51% of shares in NPS may cause disqualification to the Company by non-compliance as per required under the Notification of SEC No. 39/2559 concerning Application for Approval and Granting of Approval for Offering of Newly Issued Shares, clause 13(2), Sic "...not having any person who may have a conflict of interest with the applicant holding shares in the subsidiary or associate company (In this Case, the Future Energy Holding Limited) at an amount exceeding ten percent of the total voting shares of such subsidiary or associate company unless it can be demonstrated that the arrangement of the shareholding structure of the subsidiary or associate company is for the best interest of the applicant..."

As all above-mentioned, for the Company to comply with the Notification of the SEC, the Company had considered and deem necessary in decreasing of ratio of shares in whole that is holding in NPS.

#### Price and Transaction Conditions

The Company had appointed Deloitte Touche Tohmatsu Jaiyos Company Limited to act as the independent financial advisor to opine the reasonability of this transaction and sale value for the meeting of the shareholder. The independent financial advisor had concluded that the shares of NPS shall be evaluated by Forecasted Cash Flow of NPS and subsidiaries with its value be extenuated under the important principal as following;

- Estimation of Income under the Sale and Purchase Agreements for Electricity, Water Steam and Water supply, including all sources of income that is having from and will have from NPS's businesses and business plans;
- Production Costs, including Operating Cost (selling) and Management's expenses, estimation of Capital Expenditure and Working Capital according to the costs and expenses from the past and business plans;
- Discount Rate (WACC) at 7.00% – 9.00% (depends on each business activity); and
- Terminal Growth Rate at 1.00% – 2.00% (depends on each business activity). Provided; however, the method is only applied to the evaluation of its

subsidiaries at a certain estimated time, but not including Project Life Expectancy under the Electricity Sale and Purchase Agreements.

According to the above evaluation, the fair price of 25.51% of ordinary shares of NPS held by the Company shall be approximated at 4,500 – 5,446 Million Thai Baht; or 19.06 – 22.82 Baht per Share.

After negotiated, the purchaser has confirmed the purchase price of fully-paid up ordinary shares of NPS at 21.00 Baht per Share for the whole of 238,599,994 shares of which amounting to 5,011.60 Million Thai Baht. Therefore, the management has considered and deem necessary to sell due to the purchasing price is evaluated according to the Discounted of Estimated Cash Flow of which is resulting in its present fair value.

In addition, the transaction is also considered as a transaction of disposal of asset. Even though, within the period of past 6(six) months from the Meeting of Board of Directors No. 5/2563, held on 9th July 2020, the Company has no transaction that was considered as the disposal of asset transaction, however considering the transaction proportion itself, NPS's shares selling, by the method that shall result with the highest value of transaction so that the Net Operating Profit of NPS which amounting to 26.45%.the result has shown that NOP higher or equal to 15.00%, but not exceeding 50.0%. Then, the above method is resulting in requirements by disclosure of information of the disposal of asset transaction and an informative letter shall be circulated to the shareholders according the Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets.

#### Opinion of the independent financial advisor

Deloitte Touche Tohmatsu Jaiyos Company Limited, Miss Benchamaporn Piyakulvorawat) informed that the transaction will achieve the Company to restructure of the Company group which not contrary to the qualifications specified for listing in the SET. The Company will have a source of funds from sale of shares in amount of 5,011 million bath to use in the business of the Company and subsidiaries. It also reduces the impact of NPS's business risks if future results not as expected and can cut the burden of providing additional financial support in case of the need for the power plant group to improve machinery which may require NPS to raise additional capital from shareholders.

However, the shareholding structure after the sale of NPS shares may make some investors find that there will be a conflict of interest from pricing and trade conditions that may benefit the majority of shareholders who are related party because the NPS's group is a power and stream supplier to the Company. However, the Company has strictly complied with the Stock Exchange of Thailand rule on transaction with related party and abide by the policy on commercial terms and conditions to be fair to the business partners of the company and subsidiaries and make the Company losing the opportunity to

recognize the profit sharing of NPS investments in the Company's income statement in the future, and there may be a risk factor of not obtaining consent for transactions from the bank and the ability to finance the buyer's source of funds to pay the shares on time.

From the consideration on the favor, advantage and disadvantage. The independent financial advisor has opined that this transaction is reasonable because it will achieve the Company to restructure of the Company group which not contrary to the qualifications specified for listing in the SET. The Company will have a source of funds and reduces the impact of NPS's business risks if future results not as expected.

In addition, the transaction with DAHTH, which is a related party, can be done quickly and reduce the transaction process and reduce the risk of disclosing the Company's trade information. Which will make the NPS's shares can be sold according to the specified objectives and time frame. Thus, The independent financial advisor has opined that this transaction is **reasonable**.

According to the above evaluation, the sale price in amount of 5,011 million bath which in evaluation range of Sun of Parts Approach be approximated at 4,852 – 5,446 million bath. However, the independent financial advisor has remark about payment terms which dividing into 2 times, for 2<sup>nd</sup> payment (30 percent) DAHTH will make payment within 30 days after the Company transfer the sale shares. Thus, the Company should follow up on payment in due time. However, the shares sale and purchase agreement state that if DAHTH fails to make the payment in due time, which is the date of transferring shares of the company to DAHTH, DAHTH agrees to transfer the 71,599,994 shares return to the company.

#### Opinion of the Board of Directors

The Board of Directors of the Company has considered and resolved that the transaction is reasonable and is at the best interest of the Company; and the selling price is rationale, so further resolved that the matter shall be presented before the assembly of the Shareholders of the Company for consideration and approval on capital disposal by selling of 238,599,994 fully paid-up ordinary shares held by the Company in NPS to Double A Holdings (Thailand) Company Limited with its estimated selling price at 21.00 Thai Baht of which amounting to 5,010,599,874 Thai Baht. Provided, however; shall only be subjected to under the Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets and any other applicable rules of the SEC. And then, resolved in further that Miss. Wilaiwun Gangamol, Accounting and Finance Director shall be appointed as the Attorney-in-fact of the Company, to have power to do so regarding completion of this transaction and any related transaction, including to have power to sign on any document relating to this matter.

The Chairman of the Meeting asked the Shareholders whether anyone wanted to amend the said Minutes.

It appeared that there was no Shareholder wanted to amend the Minutes. The Chairman then proposed the Meeting to vote in this agendum.

For the Shareholders who attended the meeting via Zoom Application want to vote no or abstain, please inform your name to the Chairman for sent the information to the officer to record the votes.

**Resolution** **To certify unanimously approved to Sell Ordinary Shares of National Power Supply Public Company Limited, in total amount of 238,599,994 Shares to Double A Holdings (Thailand) Company Limited at a price of approximately 21 Bath per share, total value of 5,010,599,874 bath. In this regard, it shall be in accordance with the conditions and rules on related party transactions and other relevant rules as specified by the Securities and Exchange Commission.**

**Moreover, approved the authorization of Miss Wilaiwan Gangamol, Accounting and Finance Director to be authorize to carry out various related activities with includes the power to sign documents, including any other actions with authorities involved in the transaction.**

**The vote counting results are as follows:**

<b>Approval</b>	<b>3,514,662</b>	<b>Shares</b>
<b>Disapproval</b>	<b>0</b>	<b>Shares</b>
<b>Abstention</b>	<b>0</b>	<b>Share</b>
<b>No voting slip</b>	<b>0</b>	<b>Shares</b>

**Remark :** During consideration and vote casting in this agendum, there were 1 shareholder attending the Meeting increasing from the beginning of the Meeting. As a result there were 34 shareholders attending the Meeting representing in total amount of 404,912,266 shares

**Agenda 4** **Consider of Entire Business Transfer of Advance Paper Mill 3 Company Limited**

The Chairman of the Meeting requested the Accounting and Finance Director (Miss Wilaiwan Gangamol) to inform the details to the Shareholders.

Miss Wilaiwan Gangamol informed the Entire Business Transfer of Advance Paper Mill 3 Company Limited as follows;

#### Background

Referring to the Meeting of the Board of Directors of the Company No. 4/2020, was held on 14<sup>th</sup> May 2020, the management proposed for consideration to Entire Business Transfer of Advance Paper Mill 3 Company Limited which is a subsidiary of Double A (1991) Public Company Limited (“Company”) and APM3 is the sole proprietor of the third factory of the Group Company with its production capacity of paper at 220,000 metric ton per year. APM3 is buying pulp from the Company for its paper manufacturing business and supporting the

Company's paper selling business both domestic and overseas customer by selling the produced paper back to the Company.

Since, the price of pulp is decreasing continuously so that the production cost of APM3 has also been significantly reduced and it result in increasing of the net profit of APM3. However, the dividend of profit of APM3 is strictly fall under the long term loan between APM3 and Krung Thai Bank Public Company Limited ("KTB") of which conditioned for Debt Service Coverage Ratio ("DSCR"). The said DSCR ratio is required to refer to the latest audited Account Book of APM3 by a licensed accountant who is authorized for the year to console the profit of APM3. So that, the dividend could only be made after the audited account has duly been issued i.e., the year after. As a result, it obstacles the cash flow of the Group Company. In addition with the current pandemic of Corona virus 2019 – COVID-19, then indeed and it necessary to preserve more of liquidity to inter company.

The Company deem fit to restructure the Company by transferring of APM3 business in whole. By all mean, APM3 is going to dispose all of its assets and debts to the Company by referring and using to the Net Book value. Afterwards, in order for APM3 to completely return its capital to the Company, it shall subject to liquidation processes accordingly. Moreover, as per the tax exemption requirements at corporate level i.e., Transferor and Transferee level, APM3 shall start its liquidation within the same fiscal year that above-said disposal processes has been initiated.

Under the terms of the long-term loan agreement APM3 has with Krung Thai Bank Public Company Limited ("Bank"), the entire APM3 business transfer requires the bank's consent before being able to proceed with the business transfer. Currently, APM3 in the process of requesting bank consent

#### Benefit of Restructuring

1. Increasing of liquidity to the Group Company, the profit gains from APM3's activities could be directly used as operating cost of the Company without dividend at shareholder level.
2. Tax exemption expiry and loss consolidation. As of November 2020, the Investment Promotion Certificate from the Thailand Board of Investment will be expired. As a result, APM3 could not enjoy the corporate tax income relief at reducing rate at 50% of CIT. In order to gain, after the business transfer of APM3, the remaining profit of APM3 could be consolidated with the losses carrying forward by the Company of which is about to be canceled.
3. Loan Negotiation possibility, the Company could also use this opportunity to negotiate with Krung Thai Bank Public Company Limited ("KTB") to release the short-term loan limit of the Company of which currently on hold. Furthermore, as at business transfer will result in the guarantee value of which the ratio will be higher than the available credit under the long-term loan APM3 is having with KTB, the Company could use this circumstance for KTB to waive such condition of DSCR at once.
4. To reduce the complication of the Pulp and Paper sell and purchase transaction of inter group company. And to reduce the operation cost.

Opinion of the Board of Directors

The Meeting of the Board of Directors of the Company No. 4/2020, was held on 14th May 2020, has considered and resolved that the matter to be proposed before the shareholders assembly for consideration of the receiving the transfer of business of APM3. And the Board further approved Ms. Wilaiwan Gangamol to be the Attorney-in-fact of the Company to do so as the Company's shareholders' representative to attending to the shareholders assembly of APM3 and empowered to vote on behalf for the related agendas e.g., the restructuring, sell or transfer of assets, liquidation and winding-up of APM3, including any other as at deem fit and necessary for the finishing of liquidation and winding-up of APM3. In addition, authorized Ms. Wilaiwan Gangamol to be the Attorney-in-fact of the Company as the executive personnel of the Company to have power to sell or receive of assets, any deem fit and necessary action relating to the matter until the completion of acquiring/receiving of assets in whole of APM3.

The Chairman of the Meeting asked the Shareholders whether anyone wanted to amend the said Minutes.

It appeared that there was no Shareholder wanted to amend the Minutes. The Chairman then proposed the Meeting to vote in this agendum.

For the Shareholders who attended the meeting via Zoom Application want to vote no or abstain, please inform your name to the Chairman for sent the information to the officer to record the votes.

**Resolution**     **To certify unanimously approved by two-third of the total voting rights of the Shareholders attending the Meeting for the receiving the transfer of business of APM3. And approved Ms. Wilaiwan Gangamol to be the Attorney-in-fact of the Company to do so as the Company's shareholders' representative to attending to the shareholders assembly of APM3 and empowered to vote on behalf for the related agendas e.g., the restructuring, sell or transfer of assets, liquidation and winding-up of APM3, including any other as at deem fit and necessary for the finishing of liquidation and winding-up of APM3. In addition, authorized Ms. Wilaiwan Gangamol to be the Attorney-in-fact of the Company as the executive personnel of the Company to have power to sell or receive of assets, any deem fit and necessary action relating to the matter until the completion of acquiring/receiving of assets in whole of APM3.**

The vote counting results are as follows:

<b>Approval</b>	<b>404,912,266</b>	<b>Shares</b>
<b>Disapproval</b>	<b>0</b>	<b>Shares</b>
<b>Abstention</b>	<b>0</b>	<b>Shares</b>
<b>No voting slip</b>	<b>0</b>	<b>Shares</b>

**Agenda 5**     **Others (if any)**

The Chairman of the Meeting asked whether any Shareholders wanted to raise a question or suggest any opinion.

It appeared that no Shareholders raise any question or suggest any opinion. The Chairman then proposed the Meeting to prorogue this Meeting.

The Meeting finished at **14.00** P.M.

*- Dr. Somchai Richupan -*

**Dr. Somchai Richupan**

**Chairman of the Board of Directors  
Acted as the Chairman of the Meeting**

---

**Miss Chotika Taweewittayakorn  
Secretary of the Company**

## **Attachment 2**

### **Documents for Consideration in Agenda 3 and 4**

Annual Report for the year 2020 together with financial statement as of 31<sup>st</sup> December, 2020 are stated in Annual Report which be sent together with this Notice.



## **Attachment 3**

**Documents for Consideration in Agenda 6**  
Remuneration fee for the auditing and the details of the  
auditor for the year 2021



## Audit Fees and Details of Auditor Candidates for the Year 2021

For the fiscal year 2021, after the management team had considered the scopes, responsibilities and performances of the auditors for the past fiscal year and also the independence of the auditors, remuneration and other factors together, the management team has contact EY Office Company Limited for its proposal for the auditing fee for the Company and the subsidiaries of the Company in Thailand.

The auditors from EY Office Company Limited namely;

Miss Siraporn Ouaanunkun	CPA No. 3844 and/or
Miss Supanee Triyanantakul	CPA No. 4498 and/or
Miss Waraporn Prapasirikul	CPA No. 4579 and/or
Miss Sutthirak Fakon	CPA No. 7712

EY Office Company Limited has proposed the auditing fee for the Company and the subsidiaries in Thailand of the Company for the year 2021 in the amount of not exceeding THB 8,660,000.

For the auditing fee for the 9 overseas subsidiaries of the Company, the budget of auditing fee of the Company's overseas subsidiaries is set up in an equivalent amount of not exceeding THB 475,000 which decrease from the auditing fee for the year 2020 in the amount of THB 110,000 from the auditing fee of Alizay 1 Shipping Co., Ltd which be non-operated and in the process of liquidation and Tofte 1 Shipping Co., Ltd. and Alizay 1 Shipping S.A which be disposed.

The Details of auditing fee of Company's overseas subsidiaries are as follows;

List of Overseas Subsidiaries	Auditor Candidates	Countries	Auditing Fee of the Year 2020	Estimated Auditing Fee of the Year 2021
Quality Paper Mill Ltd.	Ahmed Zaker & Co.	Bangladesh	USD 1,414	USD 1,414
APC Middle East FZE	Hallmark International Auditing & Management Consultancy	United Arab Emirates	AED 3,000	AED 2,500
APC Egypt LLC	RSM Magdy Hashish	Egypt	EGP 30,319	EGP 32,500
Eastsun International Trading Company Limited	Union Power HK CPA Limited	Hong Kong	HKD 16,300	HKD 16,300
A-Maritime Holding Co.,Ltd.	Gary C. C. Lam & Co.	Hong Kong	HKD 12,000	HKD 12,000
Toftel Shipping Co.,Ltd.	Gary C. C. Lam & Co.	Hong Kong	HKD 8,000	-
NPS Mosa Shipping Co.,Ltd.	Gary C. C. Lam & Co.	Hong Kong	HKD 8,000	HKD 8,000
Alizay1 Shipping Co.,Ltd.	Gary C. C. Lam & Co.	Hong Kong	HKD 8,000	-
NPS Mosa Shipping S.A.	Audit Tech Co., Ltd.	Hong Kong	THB 70,000	THB 70,000
Alizay1 Shipping S.A.	Audit Tech Co., Ltd.	Hong Kong	THB 30,000	-
DA International Capital Holding	Richmond Corporate Advisory Pte. Ltd	Singapore	SGD 1,600	SGD 1,600
Paper Tree Cambodia	VSDK & Partner Co., Ltd.	Cambodia	USD 3,500	USD 3,500

Moreover, the auditors who have been proposed have no relation or interest in the Company and the subsidiaries or be the management, the major shareholder or be the relative of the aforementioned person. The auditors are independent for the auditing and opining on the financial statement of the Company.

The meeting of the Board of Directors of the Company which be held on Thursday 25<sup>th</sup> February, 2010 has considered and opined in accordance with the opinion of the meeting of Audit Committee which be held on Friday 19<sup>th</sup> February, 2021, unanimously to propose to the meeting of the shareholder of the Company for consideration and approval on the auditor appointment namely;

Miss Siraporn Ouaanunkun	CPA No. 3844 and/or
Miss Supanee Triyanantakul	CPA No. 4498 and/or
Miss Waraporn Prapasirikul	CPA No. 4579 and/or
Miss Sutthirak Fakon	CPA No. 7712

form EY Office Company Limited to be the auditors of the Company and the subsidiaries of the Company for the year 2021 by one of the auditor shall be entitled to audit and opine on the financial statement of the Company and the subsidiaries of the Company. The auditing fee shall be in amount of THB 8,660,000.

Furthermore, to propose for acknowledgement the appointment of the auditors for the 9 overseas subsidiaries of the Company as details as stated before and approval for sending the representative of the Company to vote in the meeting of the shareholder of the subsidiaries of the Company afterwards.

## Details of Auditor Candidate of the Company and its Subsidiaries in Thailand

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1) Name : Ms. Siraporn Ouaanunkun  
CPA No. : 3844  
Audit Office : EY Office Company Limited  
Relationship with the Company : None  
Year(s) with the Company : -



2) Name : Ms. Supanee Triyanantakul  
CPA No. : 4498  
Audit Office : EY Office Company Limited  
Relationship with the Company : None  
Year(s) with the Company : 4 Year



3) Name : Ms. Waraporn Prapasirikul  
CPA No. : 4579  
Audit Office : EY Office Company Limited  
Relationship with the Company : None  
Year(s) with the Company : -



4) Name : Ms. Sutthirak Fakon  
CPA No. : 7712  
Audit Office : EY Office Company Limited  
Relationship with the Company : None  
Year(s) with the Company : -



In the event of all of the auditors whose name above cannot perform his/her duties, EY Office Company Limited shall provide other certified auditors from its office to audit and opine the financial statement of the Company instead.

## Details of Auditor Candidate of the Company and its Subsidiaries in Thailand

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### Quality Paper Mill Ltd.

Name : Mr. Shafigul Alam, FCA  
CPA No. : 509  
Audit Office : Ahmed Zaker & Co.  
Relationship with the Company : Outsource auditor  
Year(s) with the Company : 2 years

### APC Middle East FZE

Name : Naji Ahmad Mohamed Alagbari  
CPA No. : 813  
Audit Office : Ahmed Alagbari Chartered Accountants  
Relationship with the Company : -  
Year(s) with the Company : 1 year

### APC Egypt LLC

Name : Ihab Hashish  
CPA No. : R.A.A. 8596  
Audit Office : Magdy Hashish & Co  
Relationship with the Company : -  
Year(s) with the Company : 4 years

### Eastsun International Trading Company Limited

Name : Mr. Yuen Shu Tong  
CPA No. : P02140  
Audit Office : Union Power HK CPA Limited  
Relationship with the Company : -  
Year(s) with the Company : 6 years

### A-Maritime Holding Company Limited

### NPS Mosa Shipping Company Limited

Name : Mr. Lam Chin Chiu  
CPA No. : P02170  
Audit Office : Gary C C Lam & Co.  
Relationship with the Company : -  
Year(s) with the Company : 5 years

### NPS Mosa Shipping S.A.

Name : Mr. Tosapol Aunguranun  
CPA No. : 11395  
Audit Office : Audit Tech Co., Ltd.  
Relationship with the Company : -  
Year(s) with the Company : 4 years

### Paper Tree Cambodia

Name : Sopheak Pel  
Audit Office : VSDK & Partner Co., Lyd.  
Relationship with the Company : -  
Year(s) with the Company : 2 years

## **Attachment 4**

### **Documents for Consideration in Agenda 7**

Name and Profile of the nominated directors who shall replace the directors who retired by the rotation



**Profiles of Candidates Nominated for Election of Directors in Replacement of  
Those who Retired by Rotation**

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1)

<b>Name</b>	Dr.Somchai Richupan	
<b>Age</b>	82 years old	
<b>Nationality</b>	Thai	
<b>Education</b>	<ul style="list-style-type: none"> <li>- Bachelor of Economics, Thammasat University</li> <li>- Master of Economics, University of Florida, USA.</li> <li>- Doctoral of Economics, University of Florida, USA.</li> </ul>	
<b>Position in the Company</b>	<ul style="list-style-type: none"> <li>- Chairman of Board of Directors of Double A (1991) Public Company Limited</li> <li>- Chairman of Audit Committee of Double A (1991) Public Company Limited</li> </ul>	
<b>Special Training Courses</b>	<ul style="list-style-type: none"> <li>- Director Certification Program (DCP) No. 6/2001, Thai Institute of Directors</li> <li>- Role of the Chairman Program (RCP) No. 6/2001, Thai Institute of Directors</li> <li>- Role of the Chairman Program (RCP) No. 6/2001, Thai Institute of Directors</li> </ul>	
<b>Year with the Company</b>	21 years	
<b>Position in other companies</b>	<ul style="list-style-type: none"> <li>- Chairman of Siam Development Institute</li> <li>- Chairman of Samitivej Public Company Limited</li> <li>- Director of Standard Chartered Bank (Thai) Public Limited Company</li> <li>- Commissioner of Council of State of Thailand</li> <li>- Member of National Reform Steering Assembly, Announcer of National Reform Steering Commission on Economy and Chairman of National Reform Steering Subcommittee on Finance, National Reform Steering Assembly</li> <li>- Commissioner of the Public Sector Development Commission and Chairman of the Subcommittee of National Financing Development</li> </ul>	
<b>Meeting Attendance in the Year 2020</b>	<ul style="list-style-type: none"> <li>- The meeting of the board of Director, from 10 times, attended 10 times</li> <li>- The meeting of the board of Audit Committee, from 8 times, attended 8 times</li> </ul>	

2)

**Name** Mrs. Phisamai Supanuntareuk

**Age** 63 years old

**Nationality** Thai

**Education**

- Bachelor of Accounting, Ramkhamhaeng University
- Bachelor of Law, Ramkhamhaeng University
- Master of Business Administration (International Marketing), National Institute of Development Administration)

**Special Training Courses**

- Director Accreditation Program (DAP) No. 52/2006, Thai Institute of Directors

**Position in the Company** - Director of Double A (1991) Public Company Limited

**Year with the Company** 18 years

**Position in other companies**

- President of The Rayong Juvenile and Family Court Foundation
- Advisor of Red Cross Rayong
- Director of Rayong Star Company Limited
- Director of Star OT Center Company Limited
- Director of Star Fitness Rayong Company Limited
- Director of Chester Grill Rayong Company Limited
- Honorary Advisor, Rayong Tourist Association
- Chairman of Rayong Tourism Council
- Director of Rayong Provincial Education Office

**Meeting Attendance in the Year 2020** - The meeting of the board of Director, from 10 times, attended 9 times



3)

**Name** Mr. Yothin Dumnernchanvanit

**Age** 59 years old

**Nationality** Thai

**Education**

- Honorary Doctorate Degree of Management, Logistics and Supply Chain Management, Suan Sunandha Rajabhat University
- Honorary Doctorate Degree of Arts, International Business Management, University of the Thai Chamber of Commerce
- Bachelor of Engineering, Chulalongkorn University

**Special Training Courses**

- Director Certificate Program (DCP), Thai Institute of Directors
- The Joint State – Private Sector Course No. 20 National Defense College No. 50
- Advance Senior Executive Program, Sasin Graduate Institute of Business Administration No. 13
- Capital Market Leader Program No. 9, Capital Market Academy (CMA)
- Top Executive Program No. 1, Urban Green Development Institute
- The Executive Program in Energy Literacy for a Sustainable Future, Thailand Energy Academy
- Top Executive Program in Commerce and Trade: TEPCoT No. 6
- ASEAN Executive Management Program No. 1
- Executive Program on Rule of Law and Development (RoLD3)
- Digital CEO No. 3

**Position in the Company**

- Executive Director of Double A (1991) Public Company Limited
- Director of Double A (1991) Public Company Limited
- Managing Director of Double A (1991) Public Company Limited
- Chairman of Risk Board of Double A (1991) Public Company Limited

**Year with the Company** 32 years

**Position in other companies**

- Regional Advisor (Middle East and Africa), Department of International Trade Promotion, Ministry of Commerce, Thailand
- President of Thailand Energy Academy Club



- Director of National Power Supply Public Company Limited
- Senior Executive Advisor of Executive Board of The Royal Automobile Association of Thailand under Royal Patronage
- Director of Thailand Business Council for Sustainable Development (TBCSD)

**Meeting Attendance in the Year 2020**

- The meeting of the board of Director, from 10 times, attended 10 times
- The meeting of the Risk Management Committee, from 6 times, attended 6 times
- The meeting of the Executive Board, from 24 times, attended 23 times

## **Attachment 5**

### **Documents for Consideration in Agenda 8 Directors' Remuneration**



### **Detail of Remuneration for Directors**

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According to the Annual General Meeting of Shareholders for the Year 2020 resolution, The Meeting was resolved by majority vote to approve on the remuneration for the Board of Directors for the year 2020 in the total amount of not exceeding Baht 40,000,000 as follows:

<b>The Remuneration for Directors</b>	<b>Number of Director s</b>	<b>Amount (Bath)</b>
<b>1. The total amount of remuneration for the Board of Directors</b>	<b>9</b>	<b>25,100,000</b>
<b>2. The attending Fee</b>		
<b>2.1 Board of Directors</b>	<b>9</b>	<b>2,360,000</b>
<b>2.2 Executive Committee</b>	<b>5</b>	<b>1,960,000</b>
<b>2.3 Audit Committee</b>	<b>3</b>	<b>580,000</b>
<b>2.4 Risk Management Committee</b>	<b>3</b>	<b>420,000</b>
<b>Total Amount</b>		<b>30,420,000</b>



## **Attachment 6**

Proxy Forms A, B and C



**PROXY FORM A**  
**(GENERAL FORM)**

Issued at: .....

Date: .....

(1) I / We, the undersigned, .....,  
Nationality: ....., residing at .....  
.....,  
Postcode: ..... (the “**Proxy Grantor**”)

(2) being a shareholder of Double A (1991) Public Company Limited, holding the total amount of ..... share(s) with the voting right of ..... votes as follows:

- Ordinary Share: ..... shares with the voting right of .....votes.
- Preference Share: ..... shares with the voting right of .....votes.

(3) hereby appoint

- 1. Mr./Mrs./Miss....., Age: ..... years old, residing at....., or
- 2. Mr./Mrs./Miss....., Age: ..... years old, residing at.....; or
- 3. Mr./Mrs./Miss....., Age: ..... years old, residing at.....

or appoint the independent directors as follows:

- Mr. Somchai Richupan, Independent Director, Age: 82 years old, residing at 671 Soi Ladpraw 48 (Phiboon-Upatham), Ladpraw Road, Samsane-nok, Huay-kwang, Bangkok; or
- Mr. Sirichai Sakornratanakul, Independent Director, Age: 71 years old, residing at 24 , Soi Chaiyapruk, Chiyapruk Road, Taling Chan, Bangkok, or
- General Chetta Thanajaro, Independent Director, Age: 82 years old, residing at 39, Bang Sue, Bang Sue, Bangkok (individually referred to as the “**Proxy Holder**”)

Only one of all of the Proxy Holders can be my/our proxy holder to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2021 of Double A (1991) Public Company Limited, which will be held at Auditorium Room 2115, Double A Business Park located at 187/3 Bangna-Trad Road (k.m. 42), Bangwau, Bang Pakong, Chachoengsao and Zoom Application at 11.00 a.m. of Thursday, 22<sup>nd</sup> April 2021 or on any adjournment and at the place as may be postponed or changed.

Any act performed by the Proxy Holder in the meeting shall be deemed as such acts had been done by me/us in all respect.

Signed ..... Proxy Grantor  
(.....)

Signed ..... Proxy Holder  
(.....)

Signed ..... Proxy Holder  
(.....)

Signed ..... Proxy Holder  
(.....)

**Remark:**  
A shareholder appointing a proxy holder must appoint only one proxy holder to attend the meeting and vote and shall not allocate the number of share to several proxy holders to vote separately.

**PROXY FORM B**  
(SPECIFIC DETAILS FORM)

Issued at .....

Date: .....

(1) I / We, the undersigned, .....

Nationality: ....., residing at .....

Postcode: ..... (the “**Proxy Grantor**”)

(2) being a shareholder of Double A (1991) Public Company Limited, holding the total amount of ..... share(s) with the voting right of ..... votes as follows:

Ordinary Share: ..... shares with the voting right of ..... votes.

Preference Share: ..... shares with the voting right of ..... votes.

(3) hereby appoint

1. Mr./Mrs./Miss ....., Age: ..... years old, residing at .....,  
or

2. Mr./Mrs./Miss ....., Age: ..... years old, residing at .....,  
or

3. Mr./Mrs./Miss ....., Age: ..... years old, residing at .....

or appoint the independent directors as follows:

Mr. Somchai Richupan, Independent Director, Age: 82 years old, residing at 671 Soi Ladpraw 48 (Phiboon-Upatham), Ladpraw Road, Samsane-nok, Huay-kwang, Bangkok; or

Mr. Sirichai Sakornratanakul, Independent Director, Age: 71 years old, residing at 24 , Soi Chaiyapruk, Chiyapruk Road, Taling Chan, Bangkok, or

General Chetta Thanajaro, Independent Director, Age: 82 years old, residing at 39, Bang Sue, Bang Sue, Bangkok (individually referred to as the “**Proxy Holder**”)

Only one of all of the Proxy Holders can be my/our proxy holder to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2019 of Double A (1991) Public Company Limited, which will be held at Auditorium Room 2115, Double A Business Park located at 187/3 Bangna-Trad Road (k.m. 42), Bangwau, Bang Pakong, Chachoengsao and Zoom Application at 11.00 a.m. of Thursday, 22<sup>nd</sup> April 2021 or on any adjournment and at the place as may be postponed or changed.

(4) I/We empower the Proxy Holder to consider and vote on my/our behalf at the meeting to the following extents:

**Agenda 1 Message from the Chairman to the Shareholders**

**Agenda 2 Certification of the Minutes of Extraordinary General Meeting of Shareholders No.1/2020 held on Thursday, 13th August 2020.**

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:
  - Approve
  - Disapprove
  - Abstain

**Agenda 3 Report on Company Performance for the Year 2020.**

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:
  - Approve
  - Disapprove
  - Abstain

**Agenda 4 Consideration for Approval of the Balance Sheet and Profit and Loss Statements for the Year 2020.**

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:
  - Approve
  - Disapprove
  - Abstain

**Agenda 5 Consideration inappropriate the profit and not distribute the dividend of the Year 2020 and Report on the Interim Dividend of the Year 2020.**

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:
  - Approve
  - Disapprove
  - Abstain

**Agenda 6 Consideration for Appointment of the Auditor(s) for the Year 2021**

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:
  - Approve
  - Disapprove
  - Abstain

**Agenda 7      Consideration for Election of Directors in Replacement of Those who Retired by Rotation**

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:

Approve the election and appointment of the Directors as follows:

(1) Mr. Somchai Richupan

- Approve                       Disapprove                       Abstain

(2) Mrs. Phisamai Supanuntaroek

- Approve                       Disapprove                       Abstain

(3) Mr. Yothin Dumnernchanvanit

- Approve                       Disapprove                       Abstain

**Agenda 8      Consideration of Directors' Remuneration**

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:

- Approve                       Disapprove                       Abstain

**Agenda 9      Others (if any)**

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:

- Approve                       Disapprove                       Abstain

(5) Declaration or documents of the Proxy Holder (if any)

-----  
-----  
(6) The Proxy Holder has the voting right under the scope of this proxy. Any vote which is against this proxy shall be deemed incorrect and not be considered as the vote casted by the Proxy Grantor.

(7) If I/we do not herein specify the intention for voting in any specific agendum or do not mention such intention clearly or the meeting is requested to consider or vote in any other agenda apart from the abovementioned agenda; including, but not limited to, amendment, change or modification to any matter; the Proxy Holder can duly consider and vote on my/our behalf as the Proxy Holder deems appropriate.

Any transaction undertaken by the Proxy Holder in the meeting shall be deemed to be undertaken by myself/ourselves.

Signed ..... Proxy Grantor  
(.....)

Signed ..... Proxy Holder  
(.....)

Signed ..... Proxy Holder  
(.....)

Signed ..... Proxy Holder  
(.....)

**Remarks**

- 1. A shareholder appointing a proxy holder must appoint only one proxy holder to attend the meeting and vote and shall not allocate the number of share to several proxy holders to vote separately.
- 2. In the agendum for election of directors, directors may be elected as a whole or individually.
- 3. If there is any other agenda to be considered in the meeting other than those specified above, the Attachment to Form B shall be used.

**Attachment to the Form B**

**Authorization on behalf of the Shareholder of Double A (1991) Public Company Limited**

In the Annual General Meeting of Shareholders for the year 2021 of Double A (1991) Public Company Limited, which will be held at Auditorium Room 2115, Double A Business Park located at 187/3 Bangna-Trad Road (k.m. 42), Bangwau, Bang Pakong, Chachoengsao and Zoom Application at 11.00 a.m. of Thursday, 22<sup>nd</sup> April 2021 or on any adjournment and at the place as may be postponed or changed.

---

Agenda: ..... Subject: .....

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:
  - Approve                       Disapprove                       Abstain

Agenda: ..... Subject: .....

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:
  - Approve                       Disapprove                       Abstain

Agenda: ..... Subject: .....

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:
  - Approve                       Disapprove                       Abstain

Agenda: ..... Subject: .....

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:
  - Approve                       Disapprove                       Abstain

I/We certified that the details in this Attachment to the Form B are completely correct and totally true.

Signed ..... Proxy Grantor  
(.....)

Signed ..... Proxy Holder  
(.....)

Signed ..... Proxy Holder  
(.....)

Signed ..... Proxy Holder  
(.....)

**PROXY FORM C**

(FOR FOREIGN SHAREHOLDERS WHO HAVE CUSTODIANS IN THAILAND ONLY)

Issued at: .....

Date: .....

(1) I / We, the undersigned, .....  
having its business located at .....

Postcode: ..... (the “Proxy Grantor”)

being the custodian of ....., who is a shareholder  
of ..... share(s) in Double A (1991) Public Company Limited with the  
voting right of ..... votes as follows:

- Ordinary Share: ..... shares with the voting right of  
..... votes.
- Preference Share: ..... shares with the voting right of  
..... votes.

(2) hereby appoint

- 1. Mr./Mrs./Miss ..... age ..... years old  
residing at ..... or
- 2. Mr./Mrs./Miss ..... age ..... years old  
residing at ..... or
- 3. Mr./Mrs./Miss ..... age ..... years old  
residing at .....

or appoint the independent directors as follows:

- Mr. Somchai Richupan, Independent Director, Age: 82 years old,  
residing at 671 Soi Ladpraw 48 (Phiboon-Upatham), Ladpraw Road, Samsane-nok,  
Huay-kwang, Bangkok; or
- Mr. Sirichai Sakornratanakul, Independent Director, Age: 71 years old,  
residing at 24 , Soi Chaiyapruk, Chiyapruk Road, Taling Chan, Bangkok, or
- General Chetta Thanajaro, Independent Director, Age: 82 years old,  
residing at 39, Bang Sue, Bang Sue, Bangkok  
(individually referred to as the “Proxy Holder”)

Only one of all of the Proxy Holders can be my/our proxy holder to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2021 of Double A (1991) Public Company Limited, which will be held at Auditorium Room 2115, Double A Business Park located at 187/3 Bangna-Trad Road (k.m. 42), Bangwau, Bang Pakong, Chachoengsao and Zoom Application at 11.00 a.m. of Thursday, 22<sup>nd</sup> April 2021 or on any adjournment and at the place as may be postponed or changed.

(3) I/We hereby authorize the Proxy Holder to vote on my/our behalf in the meeting as follows:

- To grant to the Proxy Holder the total number of shares held by me/us and have the right to vote.
- To grant to the Proxy Holder a part of
  - Ordinary Share: ..... shares, and having the right to vote equal to .....votes.
  - Preference Share: .....shares, and having the right to vote equal to .....votes.

**Total number of right to vote: .....votes.**

(4) I/We empower the Proxy Holder to consider and vote on my/our behalf at the meeting to the following extents:

**Agenda 1 Message from the Chairman to the Shareholders**

**Agenda 2 Certification of the Minutes of Extraordinary General Meeting of Shareholders No.1/2020 held on Thursday, 13<sup>th</sup> August 2020.**

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder’s requirement as follows:
  - Approve                       Disapprove                       Abstain

**Agenda 3 Report on Company Performance for the Year 2020**

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder’s requirement as follows:
  - Approve                       Disapprove                       Abstain

**Agenda 4 Consideration for Approval of the Balance Sheet and Profit and Loss Statements for the Year 2020**

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder’s requirement as follows:
  - Approve                       Disapprove                       Abstain

**Agenda 5      Consideration unappropriate the profit and not distribute the dividend of the Year 2020 and Report on the Interim Dividend of the Year 2020.**

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:
  - Approve                       Disapprove                       Abstain

**Agenda 6      Consideration for Appointment of the Auditor(s) for the Year 2021**

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:
  - Approve                       Disapprove                       Abstain

**Agenda 7      Consideration for Election of Directors in Replacement of Those who Retired by Rotation**

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:

Approve the election and appointment of the Directors as follows:

  - (1) Mr. Somchai Richupan
    - Approve                       Disapprove                       Abstain
  - (2) Mrs. Phisamai Supanuntaroek
    - Approve                       Disapprove                       Abstain
  - (3) Mr. Yothin Dumnernchanvanit
    - Approve                       Disapprove                       Abstain

**Agenda 8      Consideration of Directors' Remuneration**

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:
  - Approve                       Disapprove                       Abstain

**Agenda 9      Others (if any)**

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:
  - Approve                       Disapprove                       Abstain

(5) The Proxy Holder has the voting right under the scope of this proxy. Any vote which is against this proxy shall be deemed incorrect and not be considered as the vote casted by the Proxy Grantor.

(6) If I/we do not herein specify the intention for voting in any specific agendum or do not mention such intention clearly or the meeting is requested to consider or vote in any other agenda apart from the abovementioned agenda; including, but not limited to, amendment, change or modification to any matter; the Proxy Holder can duly consider and vote on my/our behalf as the Proxy Holder deems appropriate.

All acts undertaken by the Proxy Holder at the meeting, except where the Proxy Holder does not vote according to my/our intention as specified herein, shall be deemed as if they have been undertaken by myself/ourselves in all respects.

Signed ..... Proxy Grantor  
(.....)

Signed ..... Proxy Holder  
(.....)

Signed ..... Proxy Holder  
(.....)

Signed ..... Proxy Holder  
(.....)

**Remarks**

1. Proxy Form C shall be used only for shareholders whose names are shown in the share registration book as foreign investors and appoint a custodian in Thailand.
2. Evidence required to be attached to this proxy includes:
  - (1) Power of Attorney by the shareholder authorizing the custodian to sign this proxy on his/her behalf; and
  - (2) Confirmation letter indicating that the person signing this proxy on his/her behalf is permitted to operate the business of custodian.
3. A shareholder appointing a proxy holder must appoint only one proxy holder to attend the meeting and vote and shall not allocate the number of share to several proxy holders to vote separately.
4. In the agendum for election of directors, directors may be elected as a whole or individually.
5. If there is any other agenda to be considered in the meeting other than those specified above, the Attachment to the Form C shall be used.

**Attachment to the Form C**

**Authorization on behalf of the Shareholder of Double A (1991) Public Company Limited**

In the Annual General Meeting of Shareholders for the year 2021 of Double A (1991) Public Company Limited, which will be held at Auditorium Room 2115, Double A Business Park located at 187/3 Bangna-Trad Road (k.m. 42), Bangwau, Bang Pakong, Chachoengsao and Zoom Application at 11.00 a.m. of Thursday, 22<sup>nd</sup> April 2021 or on any adjournment and at the place as may be postponed or changed.

---

Agenda: ..... Subject: .....

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:
  - Approve
  - Disapprove
  - Abstain

Agenda: ..... Subject: .....

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:
  - Approve
  - Disapprove
  - Abstain

Agenda: ..... Subject: .....

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:
  - Approve
  - Disapprove
  - Abstain

Agenda: ..... Subject: .....

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:
  - Approve
  - Disapprove
  - Abstain

Agenda: ..... Subject: .....

- (A) The Proxy Holder shall vote independently as to his/her consideration.
- (B) The Proxy Holder shall vote in accordance with the shareholder's requirement as follows:

Approve                       Disapprove                       Abstain

I/We certified that the details in this Attachment to the Form C are completely correct and totally true.

Signed ..... Proxy Grantor

(.....)

Signed ..... Proxy Holder

(.....)

Signed ..... Proxy Holder

(.....)

Signed ..... Proxy Holder

(.....)



## **Attachment 7**


Information for Shareholders Wishing to Appoint  
Independent Directors to be Their Proxy Holders



Information for Shareholders Wishing to Appoint  
Independent Directors to be Their Proxy Holders

Chairman of Board of Directors      Chairman of Audit Committee      Independent Director

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Name	➤	Mr. Somchai Richupan	
Age	➤	82 years old	
Nationality	➤	Thai	
Resident	➤	671 Soi Ladpraw 48 ( Phiboon-Upatham), Ladprao Road, Samsane-nok, Huay-kwang, Bangkok	
Education	➤	<ul style="list-style-type: none"> <li>↵ Bachelor's degree, Economics, Thammasat University</li> <li>↵ Master's degree, Economics, University of Florida, USA.</li> <li>↵ Doctoral degree, Economics, University of Florida ,USA</li> </ul>	
Position in Company	➤	<ul style="list-style-type: none"> <li>↵ Chairman of Board of Directors of Double A (1991) Public Company Limited</li> <li>↵ Chairman of Audit Committee of Double A (1991) Public Company Limited</li> </ul>	
Duration	➤	21 Years	
Position in other companies	➤	<ul style="list-style-type: none"> <li>↵ Chairman of Siam Development Institute</li> <li>↵ Chairman of Samitivej Public Company Limited</li> <li>↵ Director of Standard Chartered Bank (Thai) Public Limited Company</li> <li>↵ Commissioner of Council of State of Thailand</li> <li>↵ Member of National Reform Steering Assembly, Announcer of National Reform Steering Commission on Economy and Chairman of National Reform Steering Subcommittee on Finance, National Reform Steering Assembly</li> <li>↵ Commissioner of the Public Sector Development Commission and Chairman of the Subcommittee of National Financing Development</li> </ul>	
Work Experience	➤	<ul style="list-style-type: none"> <li>↵ Chairman and Member of Committee on Economic, Monetary and Financial Reform of National Reform Council</li> <li>↵ Chairman of Audit Committee of King Prajadhipok's Institute</li> <li>↵ Chairman of Audit Committee of Ministry of Finance of Thailand</li> <li>↵ Member of the Constitution Society</li> <li>↵ Chairman of TRIS Rating Company Limited</li> <li>↵ Appeal Commissioner of the Securities and Exchange Commission of Thailand</li> <li>↵ Chairman of the Electricity Generating Authority of Thailand</li> </ul>	

- ↻ Chairman of Export-Import Bank of Thailand
- ↻ Economist of International Monetary Fund (IMF)
- ↻ Commissioner of Board of Directors of the Agricultural Futures Exchange of Thailand
- ↻ Disbursement Committee of the Bank of Thailand
- ↻ Chairman of Government Housing Bank
- ↻ Director of Excise Department of Ministry of Finance of Thailand
- ↻ Director of Fiscal Policy Office, Ministry of Finance of Thailand

Meeting Attendance in 2020      ➤      Attending 10 meetings out of 10 Board of Directors Meetings  
Attending 8 meetings out of 8 Board of Audit Committee Meetings

Audit Committee Member

Independent Director

Audit Committee Member	Independent Director
Name	➤ Mr. Sirichai Sakornratanakul
Age	➤ 71 years old
Nationality	➤ Thai
Resident	➤ 24, Soi Chaiyapruk, Chiyapruk Road, Taling Chan, Bangkok
Education	<ul style="list-style-type: none"> <li>➤ ✎ Master Degree of Economics, Saarland University, Germany</li> <li>✎ Diploma, the Joint State – Private Sector Course (Class 13), National Defence College</li> <li>✎ Non-degree study as a Hubert H.Humphrey Fellow, Boston University &amp; American University, USA</li> </ul>
Position in Company	<ul style="list-style-type: none"> <li>➤ ✎ Director of Double A (1991) Public Company Limited</li> <li>✎ Audit Committee Member of Double A (1991) Public Company Limited</li> </ul>
Duration	➤ 19 Years
Position in other companies	<ul style="list-style-type: none"> <li>➤ ✎ Director of Local Development Foundation, Thainess Promotion Fund Foundation and Fund for Monkhood Education at Praram 9 Temple</li> <li>✎ Advisor of the Resources Management for Sustainability Foundation (3R Foundation)</li> <li>✎ Advisor of the National Parks Association of Thailand</li> <li>✎ Advisor of the Old German Students Association under Royal Patronage</li> <li>✎ Subcommittee of Logistics and Supply Chain Promotion, the Federation of Thai Industries</li> <li>✎ Chairman of Sustainable Development Network Committee, Thaipat Institute</li> <li>✎ Chairman of Subcommittee of Broadcasting, NBTC Inspection and Evaluation Commission</li> <li>✎ Subcommittee of Social Responsibility Promotion of the Corporate Sector, the Ministry of Social Development and Human Security</li> <li>✎ Director of Thai Credit Retail Bank Public Company Limited</li> <li>✎ Director of Jutha Maritime Public Company Limited</li> </ul>
Work Experience	<ul style="list-style-type: none"> <li>➤ ✎ Chairman and Director of the Policy Committee of Thai Public Broadcasting Service (TPBS)</li> <li>✎ Advisor on Organization Management and Development, Internal Management Section, Thai Health Promotion Foundation</li> <li>✎ Senior Executive Vice President of Export Import Bank of Thailand</li> <li>✎ President of Bangchak Petroleum Public Company Limited</li> </ul>



- ↻ Deputy General Manager Industrial Finance Corporation of Thailand
- ↻ Assistant Economist, Director of the Bank of Thailand
- ↻ Director of Stock Exchange of Thailand
- ↻ Vice president of the directors of Thai Bond Market Association
- ↻ Qualified committee of Government Pension Fund (GPF)
- ↻ Chairman of Subcommittee of Investment Management, Social Security Fund
- ↻ Vice Chairman of the Board of Finance Business and Investment of Thai Chamber of Commerce
- ↻ President of Thai Institute of Banking and Finance Association
- ↻ Advisor of the Cooperative League of Thailand
- ↻ Advisor of the Federation of Savings and Credit Cooperatives of Thailand Limited
- ↻ Qualified Director of Committee of National Health System Reform Office
- ↻ Qualified Director of the Committee on Dumping and Subsidies
- ↻ Advisor of Corporate Social Responsibility Institute of the Stock Exchange of Thailand

Meeting Attendance  
in 2020



Attending 10 meetings out of 10 Board of Directors Meeting  
Attending 8 meetings out of 8 Board of Audit Committee Meeting

## Audit Committee    Independent Director

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Name	➤ General Chettha Thanajaro	
Age	➤ 82 years old	
Nationality	➤ Thai	
Resident	➤ 39, Bang Sue, Bang Sue, Bangkok	
Education	➤ ↻ Bachelor's degree, Science, Chulachomkhalo Royal Military Academy 9 <sup>th</sup> Generation ↻ Master's degree, Arts (Political Science), Ramkhamhaeng University ↻ The Joint State – Private Sector Course B.E. 2536 (WorPorRorOr. 336), National Defense College	
Position in the company	➤ ↻ Director of Double A (1991) Public Company Limited ↻ Independent Director of Double A (1991) Public Company Limited	
Year with the company	➤ 22 years	
Position in other company	➤ President of Advisory Board, the development projects under the Royal Initiative Project	
Attend the Meeting In 2020	➤ Attending 10 meetings out of 10 Board of Directors Meeting Attending 7 meetings out of 8 Board of Audit Committee Meeting	



## **Attachment 8**

Conditions and Procedures for Meeting Attendees'  
Registration, Appointment of Proxy Holders, and  
Voting



Conditions and Procedures for  
Meeting Attendees' Registration, Appointment of Proxy Holders, and Voting

---

**1. Registration of Attendees**

- 1.1 The persons intending to join the meeting of shareholders shall appear in person to identify themselves for the registration at the place of the meeting as specified in the meeting invitation letter. The registration can be done from the commencement time of registration until the time of the meeting.
- 1.2 A shareholder, either being a Thai or a foreign individual person, attending the meeting by himself or through his proxy holder, shall, for identification and inspection procedure, show his identity card, passport, or other form affixed with his photo, issued by a responsible government authority.
- 1.3 The person authorized by a Thai or a foreign juristic entity shareholder to attend the meeting shall show, for inspection, the certificate or other proof of corporate registration or the copy thereof certified by the registrar (which is issued not over than 3 months), proof of his authority to act for and on behalf of such juristic entity and a form of identification as described under clause 1.2.
- 1.4 For a shareholder who attend the meeting via Zoom Application, please conform as the following:
  - 1.4.1 Scan QR Code



Or go to <http://corp.doublepaper.com/queue/request.aspx>

- 1.4.2 The system will lead you to enter the system, press the queue card to register for the shareholders' meeting.
- 1.4.3 In the queue card receiving system page, click on the button "Get a queue card" then the system will show the current and your queue.
- 1.4.4 Please waiting for the staff to call your queue.
- 1.4.5 The documents that are required for the registration of shareholders are as follows:
  1. In case a shareholder attends the meeting in person, must show his / her original ID card to the staff.
  2. In case a shareholder gives a proxy to another person to attend the meeting, the following documents must be presented.

- 2.1 Proxy form and
- 2.2 A copy of the identification card of the grantor and
- 2.3 The original ID card of the proxy.

1.4.6 After the shareholders have registered, the staff will inform the number of Zoom or Link for entering the meeting.

## **2. Proxy Appointment**

- 2.1 In the event that the proxy grantor is a natural person residing in Thailand, his proxy holder shall submit the following documents:
  - 2.1.1 the proxy appointment made out by the proxy form provided herein; and
  - 2.1.2 a certified photocopy of an identity card, as specified under clause 1.2, of the proxy grantor.
- 2.2 In the event that a proxy grantor is a natural person living overseas, his proxy holder shall submit the following documents:
  - 2.2.1 the proxy appointment made out by the proxy form provided herein;
  - 2.2.2 a certified photocopy of an identity card, as specified under clause 1.2, of the proxy grantor; and
  - 2.2.3 the signatures on the documents specified under clause 2.2.1 and clause 2.2.2 shall be certified as genuine by the Royal Thai Consulate, Notary Public or the persons authorized to notarize signatures under the law of the country of origin.
- 2.3 In case where the proxy grantor is a juristic entity being registered in Thailand, its proxy holder shall submit the following documents:
  - 2.3.1 the proxy appointment made out by the form provided herein;
  - 2.3.2 a certificate of incorporation issued by the registrar of Ministry of Commerce of Thailand not over than 3 months from its issuance date; and
  - 2.3.3 a certified photocopy of an identity card, as specified under clause 1.2, of the person who is authorized to sign the proxy form.
- 2.4 In the event that the proxy grantor is a juristic entity, registered overseas, its proxy holder shall submit the following documents:
  - 2.4.1 proxy appointment made out by the proxy form provided herein;
  - 2.4.2 the original or the photocopy of a certificate of incorporation or proof of corporate status and identification of the person(s) authorized to sign the proxy form;
  - 2.4.3 a certified photocopy of an identity card, as specified under clause 1.2, of the person who is authorized to sign the proxy form;
  - 2.4.4 the signatures on the documents under clause 2.4.1 and the photocopied documents under clause 2.4.2 and clause 2.4.3 shall be certified as genuine by the Royal Thai

Consulate, Notary Public or the persons authorized to notarize signatures under the law of the country of origin.

- 2.5 The proxy appointment, made out by any of the proxy forms provided herein, shall be made according to the terms and conditions specified in a respective proxy form.
- 2.6 The proxy holder has to present his identity card, passport, or other form affixed with his photo, issued by a responsible government authority in accordance with clause 1.2 as well.
- 2.7 Appointment of a sub-proxy can be made only when the shareholder expressly states on the executed proxy form that that appointment of the sub-proxy is allowed.
- 2.8 The proxy holder of a foreign shareholder should be presence for registration since the commencement time of registration so that a document inspector can have sufficient time for document inspection.
- 2.9 Inspection of document for registration shall be from 10.00 a.m. to 11.00 a.m. After such period, no registration shall be accepted. Extension of time shall be solely subject to the decision of the Chairman of the Company.

### **3. Voting**

In each voting, each and every shareholder shall have the number of votes as equal as the number of shares that he holds. (Each one share represents the right for one vote.)

**The shareholders should verify your rights for the correctness. If you have any question, please do not hesitate to contact us at the Head Office, No.1 Moo 2 Thatoom, Sri-Mahaphote, Prachinburi 25140.**

- **Mr. Boonnam Glinboonruang**      **Tel. +668 5835 2405**
- **Miss Chotika Taweewittayakorn**      **Tel. +668 5835 5029**
- **Miss Pattamon Promthong**      **Tel. +668 5835 3032**

**Fax +662 659 1322**



## **Attachment 9**

Articles of Association of the Company relating to  
the Shareholders' Meeting



**(Translation)**

**Articles of Association  
of  
Double A (1991) Public Company Limited  
Chapter 5  
Shareholder Meeting**

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- Article 29. The Board of Directors shall call a shareholder meeting which is an annual ordinary general meeting of shareholders within four months of the last day of the fiscal year of the Company. Other shareholder meetings shall be called extraordinary general meetings. The Board of Directors may call an extraordinary general meeting of shareholders any time the Board considers it expedient to do so.
- Article 30. Shareholders holding shares amounting to not less than one-fifth of the total number of shares sold or shareholders numbering not less than twenty-five persons holding shares amounting to not less than one-tenth of the total number of shares sold may submit their names in a request directing the Board of Directors to call an extraordinary general meeting at any time, but the reasons for calling such meeting shall be clearly stated in such request. The Board of Directors shall proceed to call a shareholder meeting to be held within one month of the date of receipt of such request from the said shareholders.
- Article 31. In calling a shareholder meeting, the Board of Directors shall prepare a written notice calling the meeting that states the place, date, time, agenda of the meeting and the matters to be proposed to the meeting with reasonable detail by indicating clearly whether it is the matter proposed for information, for approval or for consideration, as the case may be, including the opinions of the Board of Directors in the said matter, and the said notice shall be delivered to the shareholders and the Registrar for their information at least seven days prior to the date of the meeting. The notice calling for the meeting shall also be published in newspaper at least three days prior to the date of the meeting.
- The place of the meeting referred to in the first paragraph shall be in the province in which the head office or branch office of the Company is located or in a province nearby the head office or branch office of the Company or as per the resolution of the meeting of the Board of Directors stipulating the place of the meeting as it deems suitable.
- The shareholder meeting can be held through the Electronic conferencing according to the condition, procedures, and methods of the Law.
- Article 32. Unless otherwise stipulated by the laws in order to constitute a quorum, there shall be shareholders and proxies (if any) attending at a shareholder meeting amounting to not less than twenty-five persons or not less than one half of the total number of shareholders and in either case such shareholders shall hold shares amounting to not less than one-third of the total number of shares sold of the Company.
- At any shareholder meeting, if one hour has passed since the time specified for the meeting and the number of shareholders attending the meeting is still inadequate for a specified quorum, and if such shareholder meeting was called as a result of a request by the shareholders, such meeting shall be cancelled. If such meeting was not called as a result of a request by the shareholders, the meeting shall be called once again and the notice calling such meeting shall be delivered to shareholders not less than seven days prior to the date of the meeting. In the subsequent meeting a quorum is not required.
- Article 33. Unless otherwise stipulated by the Articles of Association or the laws the decision or resolution of the shareholder meeting shall require the majority vote of the shareholders who attend the meeting and cast their votes.

In voting, one share equals to one vote. Any shareholder who has special interest in any matter to be resolved by the meeting shall not be entitled to vote for such matter except for the vote to elect the director.

In case of a tie vote, the chairman of the meeting shall have a casting vote.

- Article 34. The business to be conducted in an annual ordinary general meeting of shareholders are as follows:
- (1) To consider an annual report of the Board of Directors with respect to the performance made during the past one year and comments or further actions.
  - (2) To consider approval of the balance sheet and the statement of profit and loss.
  - (3) To consider approval on appropriation of profit.
  - (4) To consider appointment of a director who shall replace the director retiring by rotation.
  - (5) To consider selection and determination of remuneration of an auditor.
  - (6) To discuss and consider other businesses.
- Article 35. The chairman of the Board shall be the chairman of shareholder meetings. If the chairman of the Board is not present at a meeting or cannot perform his duty, and if there is a vice-chairman, the vice-chairman present at the meeting shall be the chairman of the meeting. If there is no vice-chairman or there is a vice-chairman who cannot perform his duty, the shareholders present at the meeting shall elect one shareholder to be the chairman of the meeting.
- Article 36. The chairman of the shareholder meeting has the duty to conduct the meeting in compliance with the Articles of Association of the Company relating to meetings and to follow the sequence of the agenda specified in the notice calling for the meeting, provided that the meeting may pass a resolution allowing a change in the sequence of the agenda with a vote of not less than two-third of the number of the shareholders present at the meeting.
- Article 37. A shareholder may appoint any other person to attend the meeting and vote on his or her behalf. An instrument appointing the proxy shall be submitted to the chairman of the Board or a person assigned by the chairman of the Board at the place of the meeting before such proxy attend the meeting. The instrument appointing the proxy shall be made in a form prescribed by the Registrar.

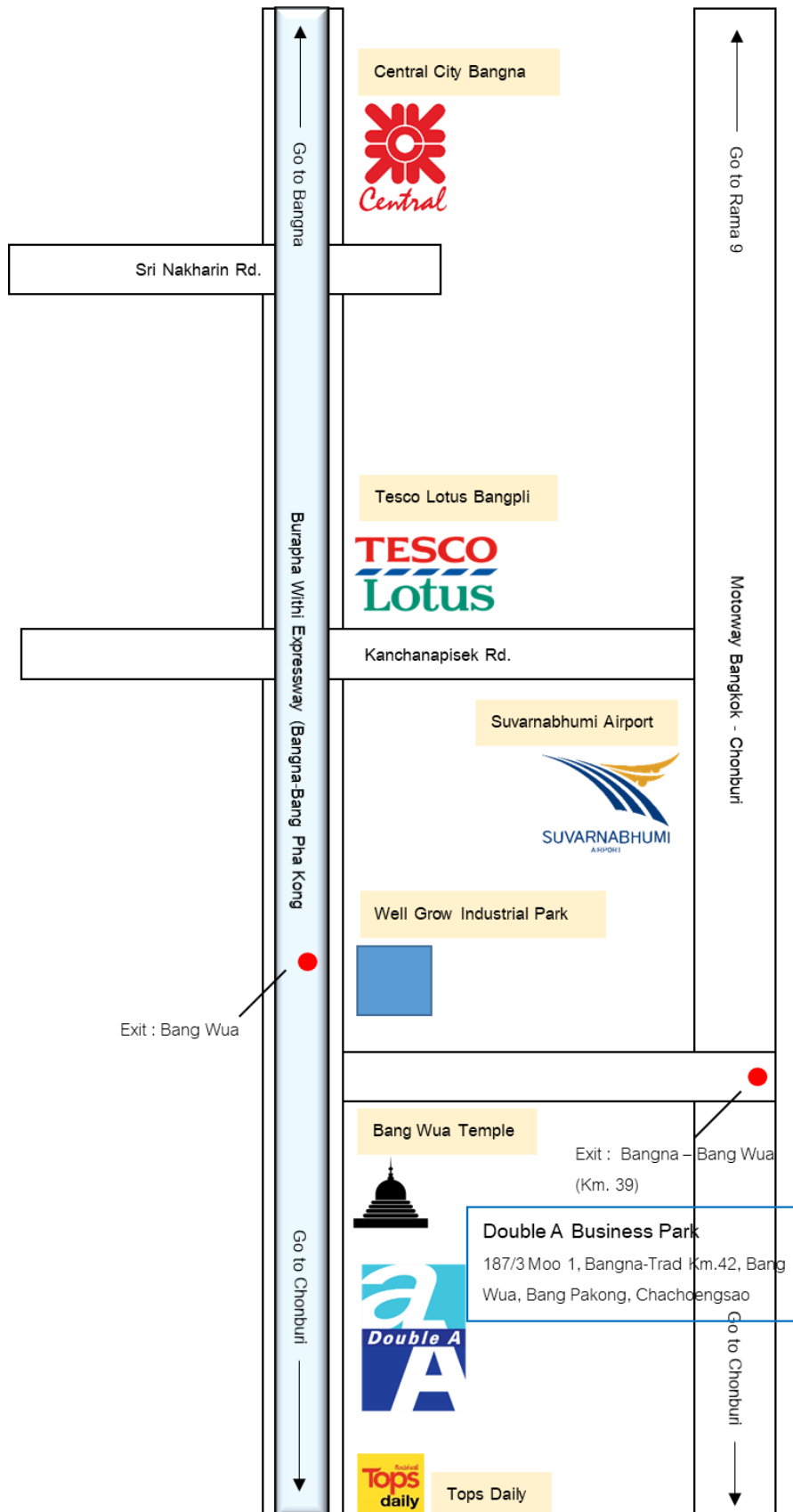
## **Attachment 10**

Map of Venue of the Annual General Meeting of  
Shareholders for the year 2021



Map of Venue of the Annual General Meeting of Shareholders for the year 2021

Auditorium Room 2115, Double A Business Park located at 187/3 Bangna-Trad Road (k.m. 42), Bangwau, Bang Pakong, Chachoengsao





## **Attachment 11**

**Guidelines for the Meeting Attendees during the  
Outbreak of Coronavirus Disease (COVID-19)**



## **Guidelines for the Meeting Attendees during the Outbreak of Coronavirus Disease (COVID-19)**

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With respect to the Coronavirus Disease (COVID-19) outbreak, to support the measures of the Department of Disease Control, Ministry of Public Health, the Company would like to inform guidelines for attending the Meeting as follows:

1. At-risk shareholder, e.g. any shareholder returning from an at-risk country according to the Notification of the Ministry of Public Health Re: Territories outside the Kingdom of Thailand defined as Disease Infected Zones less than 14 days or any shareholder with fever (has a body temperature of more than 37.5 degrees Celsius) or showing any respiratory symptoms such as cough, sneezing, runny nose, sore throat or breathing difficulties, can exercise voting rights by proxy an independent director or other person to vote on his/her behalf.
2. The Company will have a screening point for checking every attendee's temperature at the entrance to the meeting room. If there is any suspect case, the Company reserves the rights to restrict the entry of such person into the meeting room. The Company would like to ask for coordination from every at-risk shareholder to vote by proxy an independent director or other person to attend and vote in the Meeting on his/her behalf.
3. The Company requests that every shareholder who passed through the screening point and would like to attend the Annual General Meeting of Shareholders for the year 2021 to follow these recommendations:
  - Wear a facemask
  - Wash your hands with soap or hand sanitizer
  - Avoid touching your face (eyes, nose and lips) whenever possible
  - Avoid touching or sharing personal items with others
  - Please leave the Meeting if you develop a fever, cough, runny nose, sore throat or breathing difficulties

Your cooperation in strictly adhering to the above guidelines would be highly appreciated.



## **Attachment 12**

Usage Manual of Zoom Meeting Application, for attending the Meeting via Electronics Platform





# Zoom User Manual



# Zoom User Manual

## How to Join a Meeting

- [Via Desktop \(Windows or Mac\)](#)
- [Via Mobile Phone \(iOS or android\)](#)

## Zoom Meeting Tool Bar

- [Via Desktop \(Windows or Mac\)](#)
- [Via Mobile Phone \(iOS or android\)](#)

# Join a Meeting - Via Desktop (Windows or Mac)

## 1. Join a meeting using one of these methods:

Way 1: Join by clicking “Meeting URL” that has been provided by organizer, or copying “Meeting URL” to open in Web Browser.

Or

Way 2: Join by entering your meeting ID and Password provided by host/organizer via <https://zoom.us/join> and click **Join**.



Enter Meeting ID →

Join a Meeting

Meeting ID or Personal Link Name

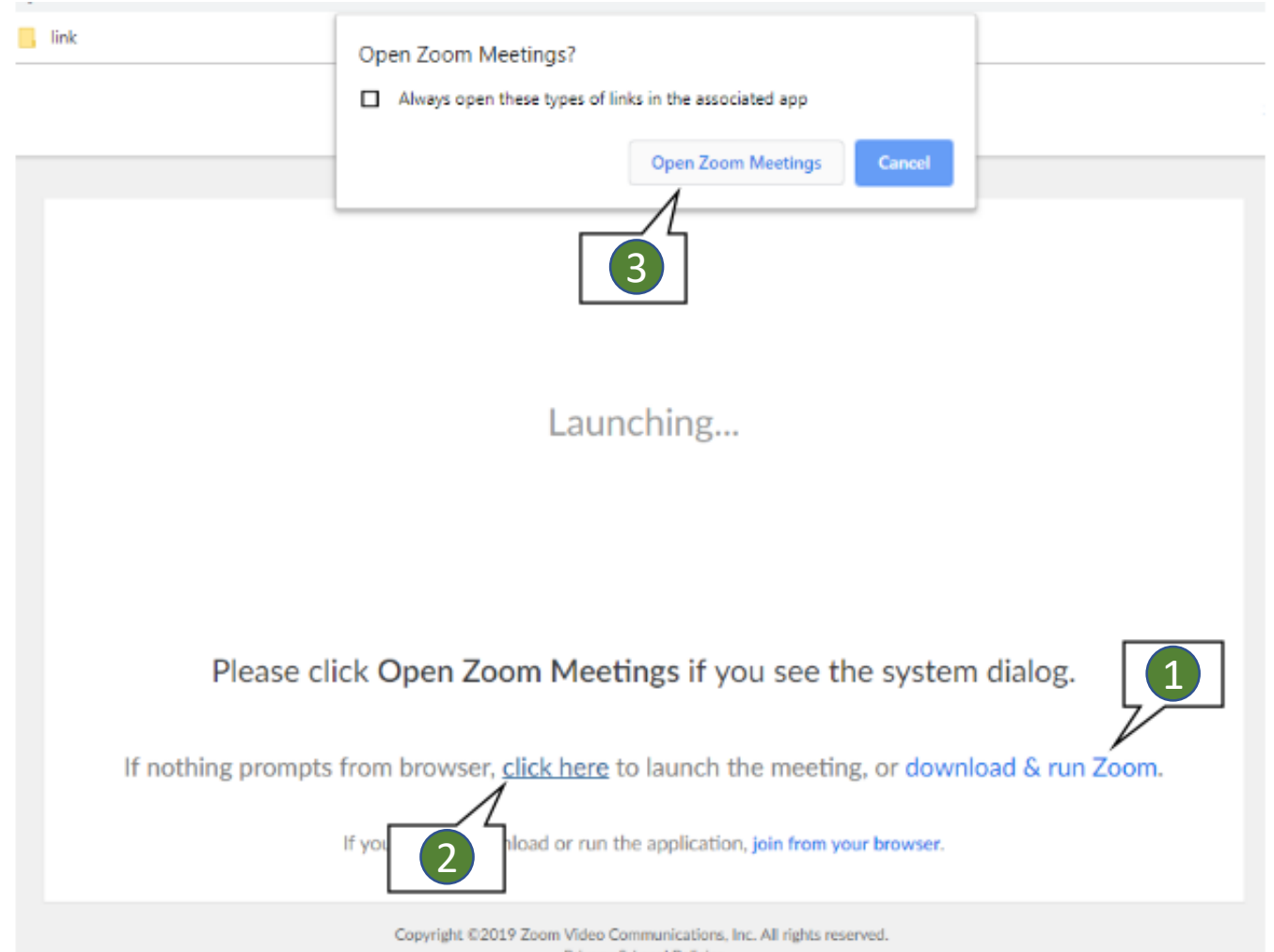
Join

[Join a meeting from an H.323/SIP room system](#)

# Join a Meeting - Via Desktop (Windows or Mac)

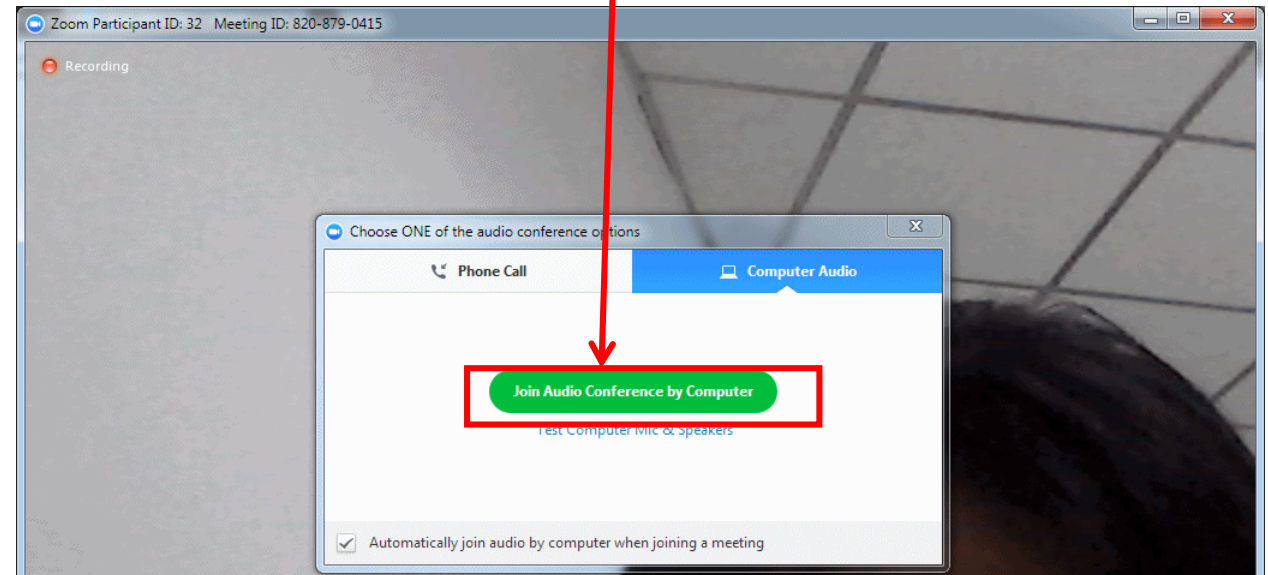
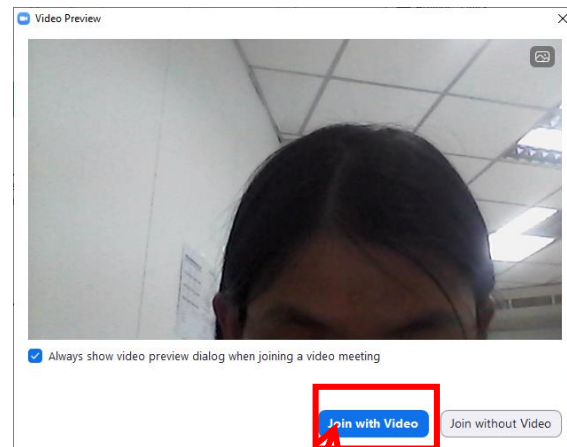
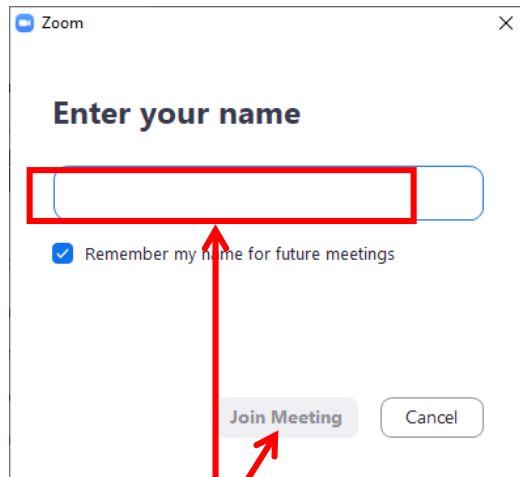
2. Then you will be navigated to launch Zoom program.

- If not installed Zoom before, please click "**download & run Zoom**" (number 1) to download and install Zoom. After installation, please click "**click here**" (number 2) and "**Open Zoom Meetings**" (number 3) respectively.
- If already been installed Zoom, please click "**Open Zoom Meetings**" (number 3).



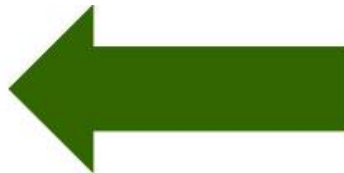
# Join a Meeting - Via Desktop (Windows or Mac)

- Once Zoom app has completed installation, you'll see the pop-up box asked to enter your name (it will be shown to all participants while meeting) and click **Join**.
- Click **"Join with Video"** to show your video on the meeting.
- After joining or starting a meeting, click **"Join Audio by Computer"** to connect your computer's speaker and microphone to the Zoom Meeting.
- Finally, you can participate a Zoom Meeting now!!



# Join a Meeting - Via Mobile Phone (iOS or android)

For Android, visit Google Play and search "zoom".  
Click **Install**.




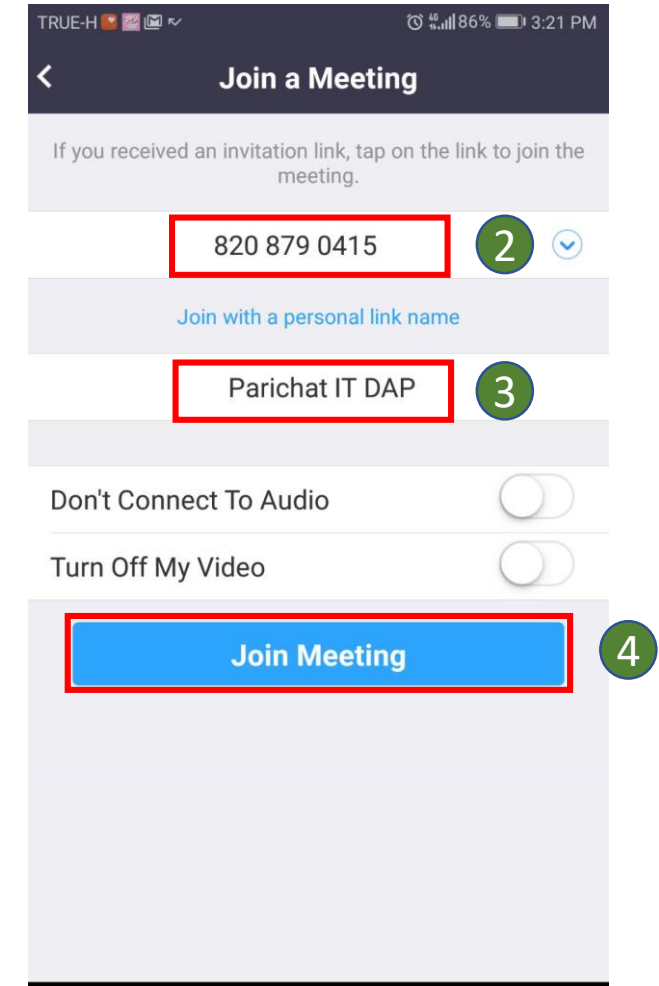
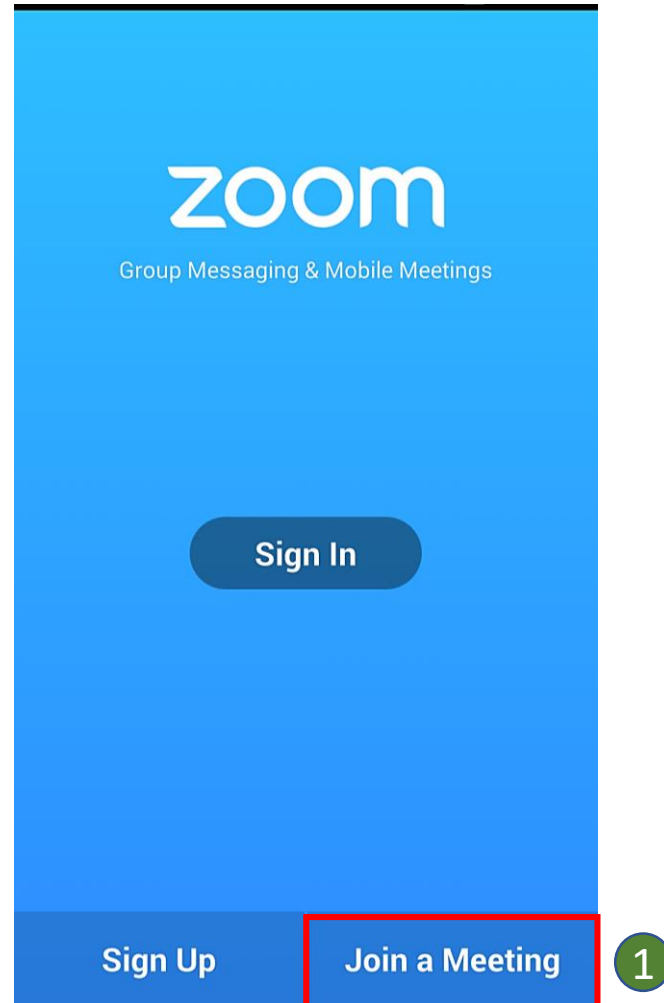
For iOS, visit the Apple App Store and search "zoom".  
Click to download. Click **Join**.



# Join a Meeting - Via Mobile Phone (iOS or android)

## Getting Started with Mobile Phone

1. Open the Zoom app , click **Join a Meeting**.
2. Enter the Meeting ID of the meeting you want to join.
3. Enter your name
4. Click **Join Meeting**.

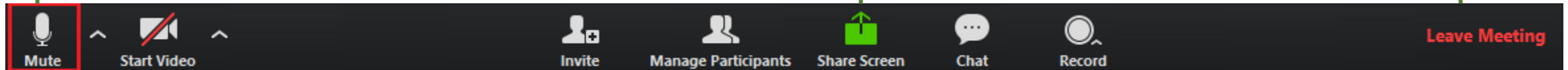


# Zoom Meeting Tool Bar - Via Desktop (Windows or Mac)

You can **Mute and Unmute** yourself by clicking on **the microphone** icon.

To start "**Screen Sharing**" select **the Share Screen** icon.

To leave the meeting, select **Leave Meeting** icon.



You can **Turn on and Turn off your video** by clicking on **the video** icon.

When you click the **Chat** icon, you can **start a new chat or start or establish a new group chat.**

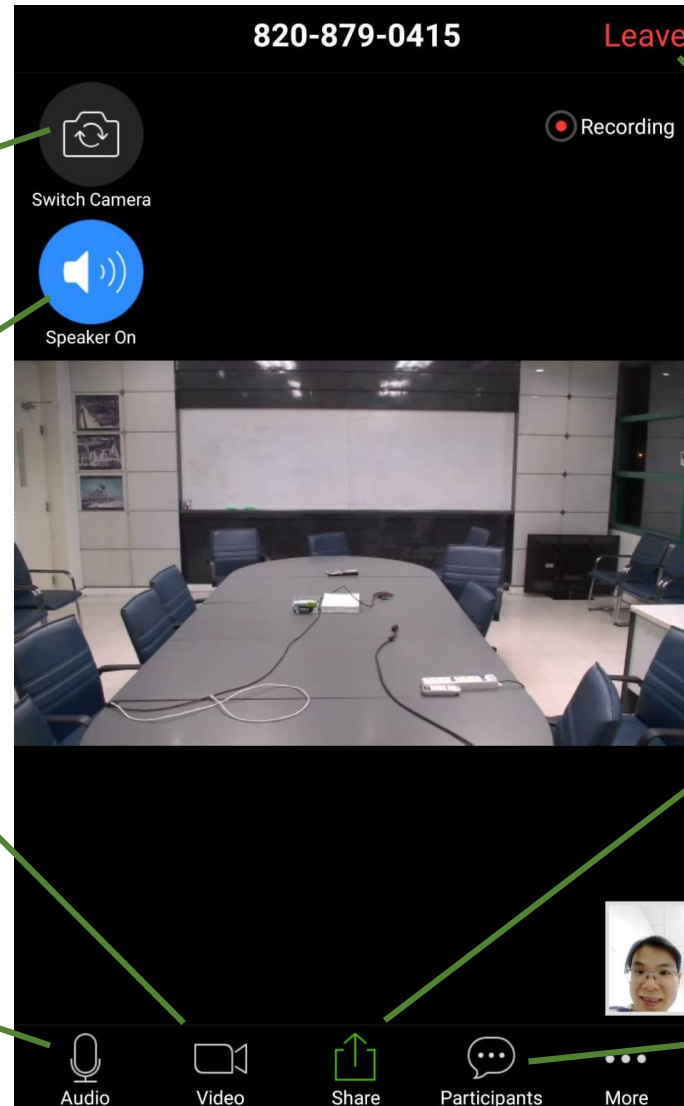
# Zoom Meeting Tool Bar - Via Mobile Phone (iOS or android)

You can **Switch your front/rear camera** by clicking on **the Switch Camera** icon.

You can **Turn on and Turn off your speaker** by clicking on **the Speaker** icon.

You can **Turn on and Turn off your video** by clicking on **the video** icon.

You can **Mute and Unmute** yourself by clicking on **the microphone** icon.



To leave the meeting, select **Leave Meeting** icon.

To start "**Screen Sharing**" select **the Share Screen** icon.

When you click the **Chat** icon, you can **start a new chat or start or establish a new group chat**.