



The 2022 Annual General Meeting of Shareholders
Pacific Pipe Public Company Limited
On Tuesday April 12th, 2022 at 2.00 p.m.
By electronic meeting platform (E-AGM) only

Note

1. Shareholders who wished to attend the meeting. Please study the registration process for attending the shareholders' meeting via electronic media. (Enclosure No.8)
2. The company will hold meeting via electronic platforms only. In addition, the company will not provide onsite for prevent the spread of Coronavirus infection (COVID-19)

March 11th, 2022**Subject:** Invitation to attend the 2022 Annual General Meeting of Shareholders**To:** Shareholders**Enclosure:**

1. Copy of minutes of the 2021 Annual General Meeting of Shareholders (Enclosure No.1)
2. Nomination guidelines and Method to nominate directors. (Enclosure No.2)
3. Curricula vitae of directors that has been proposed to appoint as directors. (Enclosure No.3)
4. Information and compensation of external auditor for the year 2022. (Enclosure No.4)
5. Definition of the Company's Independent directors and names of independent directors to serve as proxy for shareholders. (Enclosure No.5)
6. Conditions to attend the Shareholders' Meeting. (Enclosure No.6)
7. QR Code Downloading Procedures for the Annual Report (Enclosure No.7)
8. The registration process for attending the shareholders' meeting via electronic media. (Enclosure No.8)
9. The Company's Articles of Association concerning the Shareholders' Meeting. (Enclosure No.9)
10. Proxy Form A, Form B, Form C

The Board of Directors of Pacific Pipe Public Company Limited or PAP has resolved to hold the 2022 Annual General Meeting of Shareholders On Tuesday April 12th, 2022 at 2.00 p.m., through electronic meeting platforms only with the following agendas;

Agenda 1**To consider and certify the Minutes the 2021 Annual General Meeting of Shareholders.****Objective and Reason:**

The 2021 Annual General Meeting of Shareholders held on Thursday, April 22nd, 2021 were recorded the minutes and sent to The Stock Exchange of Thailand and Ministry of Commerce within 14 days as the law defined and also upload on company's website. The copy of minutes is shown in Enclosure No.1.

The Board's Opinion:

The Minutes of the 2021 Annual General Meeting of Shareholders was recorded accurately. The Board of Directors recommended the meeting to approve the 2021 Annual General Meeting of Shareholders held on Thursday, April 22nd, 2021.

Voting:

The laws prescribe that this agenda must be approved by the majority vote of shareholders and proxy holders who attend the meeting and vote.

Agenda 2**To acknowledge the Board of Directors' report on the Company results of the Operations of the year 2021.****Objective and Reason:**

The company was summary the report about the Company results of the operations of the year which is shown Annual report 2021 (QR Code, in Notification of meeting) to the shareholders with these notice to acknowledge.

The Board's Opinion:

The Board of Directors recommended the meeting to acknowledge the Board of Directors' report about the Company results of the operations of the year 2021.

Voting:

This agenda is the report to acknowledge. Voting is not required.

Agenda 3**To consider and approve of balance sheets and statement of income of the Company for the year ended December 31st, 2021.****Objective and Reason:**

In compliance with the Public Limited Companies Act, the Company shall prepare a balance sheet and statement of income at the end of the fiscal year of the company and must be audited and certified by the Company's auditor. This process must proceed before submission to the shareholders for approval. The balance sheets and statement of income of the Company and subsidiaries are shown in Annual report 2021 (QR Code, in Notification of meeting).

The Board's Opinion:

The Board of Directors recommended the meeting to approve the balance sheets and statement of income of the Company and subsidiaries for the year ended at December 31st, 2021 and be audited and certified by the Company's auditor EY Office Company Limited.

Voting:

The laws prescribe that this agenda must be approved by the majority vote of shareholders and proxy holders who attend the meeting and vote.

Agenda 4

To consider the dividend payment

Objective and Reason:

The Company has the dividend policy to pay the shareholders at the rate of no less than 40 percent of the net profit after withholding reserves according to the law. Nonetheless, such dividend payment can be changed, depending on the Company's performance, financial status and investment planning of the Company. Then, recommend to shareholder approval except the payment is the interim dividend, the Board of Directors has authorized to approve and acknowledge to the shareholders in the next Annual General Meeting.

Pacific Pipe Public Company Limited had net profit as listed on the 2021 Separate financial statements in the amount of 554.69 million baht. The Board of Directors considered paying dividend to shareholders at the rate 0.84 Baht per share from net profit of separate financial statement or 100% of net profit and dividends tax at 20%.

Comparison of the dividend payment of fiscal year 2018 – 2020 is as follows:

Items		2019	2020	2021
1. Net (Loss) Profit	(million baht)	344.68	203.12	554.69
2. Share	(million shares)	660	660	660
3. Dividend	(baht/share)	0.27	0.18	0.84
4. Proportion of dividend of net profit	(%)	51.92	58.06	100

The Board's Opinion:

The Board of Directors recommend the meeting to approve the dividend payment from the separate financial statements of Pacific Pipe Public Company Limited at 0.84 Baht per share to the shareholders entitled to attend the 2022 Annual General Meeting, receive the dividend and whose name were enlisted in the Record Date by March 11th, 2022. The date of dividend payment is on May 5th, 2022.

Whereas, all rights to receive dividends is uncertain until approved by resolution in 2022 Annual General Meeting.

Voting:

The laws prescribe that this agenda must be approved by majority vote of shareholders and proxy holders who attend the meeting and vote.

Agenda 5

To consider the amendment to the objectives of the company and Article 3 of the Memorandum of Association (Objectives)

Objective and Reason:

- Amendment of the objectives of the Company in the amount of 1 item as follow;

"No. 47 To engage in the business of electronic commerce and internet transactions, E-commerce, and all types of other electronic transactions within the country and abroad"
To be comply and support with online business operation.
- Amendment of Article 3 of the Memorandum of Association (Objectives) to comply with the objectives of the Company as follow;

No.	Original text	Edited to
3	The objectives of the Company are 46 items.	The objectives of the Company are 47 items as follow; "No. 47 To engage in the business of electronic commerce and internet transactions, E-commerce, and all types of other electronic transactions within the country and abroad"

The Board's Opinion:

The Board found it appropriate for the Meeting to approve amendment to the objectives of the company and Article 3 of the Memorandum of Association (Objectives).

Voting:

This agenda shall be determined by a vote of not less than three-fourths (3/4) of the total number of votes of the shareholders attending the meeting.

Agenda 6**To consider and appoint the directors to replace the retiring directors by rotation.****Objective and Reason:**

1. According to the Company's Articles "No.13". One-third of all directors must retire at every annual general's meeting of shareholder. In case, the number of directors cannot be clearly dividend into one-third. Then, the number of directors that nearest to one-third shall retire. For the retirement in the first and second year of becoming as a Listed Company, shall determine by lot. The following year, the directors who have been the longest in the office since their last appointment, shall retire. Nevertheless, directors who required to retiring remain eligible for re-appointment. The directors who are retired by rotation in this year are:

1. Mrs. Udomwara Dechsongjarus Independent director
2. Mrs. Aeimporn Panyasai Executive director

However, Mrs. Udomwara Dechsongjarus does not wish to serve as Company's Director.

2. The Board of Directors has considered in compliance with criteria and procedure regarding to director nomination method with the qualification, knowledge, abilities and experiences. By proposing Mrs. Aeimporn Panyasai to be re-elect as the director for another term and appointed Mr. Bunsak Aphichartanat as a new Independent Director, to replace Mrs. Udomwara Dechsongjarus who retired by rotation. The nomination method and curricula vitae of the two directors was shown in Enclosure No.2 and No.3.

4. The Company had published on the company's website and through the system of Stock Exchange of Thailand, providing minor shareholders an opportunity to propose the agendas and qualified nominees to appoint as directors of the Company in the period of November 1st, 2021 – December 31st, 2021. However, no shareholders proposed agendas, nominees.

The Board's Opinion:

The Board of Directors with exception of directors which having conflict of interest in this matter recommended the meeting to appoint the two directors namely;

1. Mrs. Aeimporn Panyasai Executive director
2. Mr. Bunsak Aphichartanat Independent director

In this regard, the Board of Directors considered that the director No. 2 is proposed to be independent directors since their qualifications in accordance with the definition of Independent Directors of the Company's Article. They also provide opinions independently which details are shown in the Enclosure No.5.

The Board of Directors has considered in compliance with criteria and procedure regarding to director nomination method with the qualification, knowledge, abilities and experiences including the performance, and agreed that all two directors are suitable for the position of director, which can support and provide opinions related to the business of the company. The Board of Directors proposed Mrs. Aeimporn Panyasai and Mr. Bunsak Aphichartanat as the company directors for another term.

Voting:

The laws prescribe that this agenda must be approved by majority vote of shareholders and proxy holders who attend the meeting and vote. The election of directors shall cast the vote individually.

Agenda 7**To consider the directors' remuneration for year 2022.****Objective and Reason:**

The Remuneration Nomination and Corporate Governance Committee considered the 2022 remuneration of directors is set at no more than 5,500,000 Baht and director's bonus is set at 5,500,000 Baht based on duties, responsibilities and considered size of business, the Company's performance and rate of directors' remuneration, which had same type of business in listed company. In this regards, the allocation of remuneration will be delegated to the consideration of Remuneration Nomination and Corporate Governance Committee.

The director's remuneration for the last 3 consecutive years as follow

(UNIT: Baht / Year)	2020	2021	2022
Remuneration of directors	5,500,000	5,500,000	5,500,000
Bonus of directors		2,000,000	5,500,000

Meeting allowance and Monthly remuneration

	Meeting allowance (Baht/Time)	Monthly remuneration (Baht/Year)
The Board of Directors		
- Chairman	20,000	480,000
- Vice Chairman	20,000	360,000
- Member	20,000	240,000
Audit Committee (AC)		
- Chairman	10,000	180,000
- Member	10,000	90,000
Remuneration Nomination and Corporate Governance Committee (RNC)		
- Chairman	10,000	180,000
- Member	10,000	90,000
Executive and Risk Management Committee (ERC)		
- Chairman	10,000	180,000
- Member	10,000	90,000

Note: The executive directors shall not receive the meeting allowance because they have full-time duties in the management.

The Board's Opinion:

The Board of Directors agreed with the remuneration guidelines recommended by the Remuneration Nomination and Corporate Governance Committee and recommended the meeting to approve the directors' remuneration for year 2022 at no more than 5,500,000 Baht and director's bonus at 5,500,000 Baht.

Voting:

The laws prescribe that this agenda requires not less than two-thirds of the total number of votes of the shareholders and proxy holders attending the meeting.

Agenda 8

To consider the appointment of the auditors and the auditor's fee for year 2022.

Objective and Reason:

The Board of Directors agreed with the Audit Committee to consider and select EY Office Company Limited to be the auditor of the Company for the years 2022 because EY Office Company Limited has high professional standards, with expertise in auditing and good performance. In addition, EY Office Company Limited charges an appropriate audit fee, based on a comparison of fees for similar quantities of work charged by other auditing firms at the same professional level.

The proposed auditing firm and auditors have no relationship or conflict of interest with the Company or the managerial staff of the Company or majority shareholders, or person related to the said person. Thus EY Office Company Limited has an independent audit and gives the opinions for the Company's financial statement. The details are provided as Enclosure No.4

The Board's Opinion:

The Board of Directors agrees with the Audit Committee to select EY Office Company Limited to be the auditing firm and recommends the 2022 Annual General Meeting of Shareholders to consider and approve the appointment of the auditors and audit fee as follows:

1. Ms. Wilai Sunthonwanee Certified Public Accountant No. 7356, or (Never sign on the financial statements of the company)
2. Ms. Chonlaros Suntiasvaraporn Certified Public Accountant No. 4523, or (She had signed on the financial statements of the company for year 2013-2016)
3. Mr. Chatchai Kasemsrithanawat Certified Public Accountant No. 5813 (Never sign on the financial statements of the company)

As the Company' auditors for the accounting period in 2022 and the auditing fee is 1,540,000 Baht. One of the above has the authority to certify the auditors' report. In the case that auditors as in the

above list cannot work, EY Office Company Limited has a power to appoint other auditors be an auditor who can authorize to certify the auditors' report instead. However, should there be extraordinary auditing, excluding quarterly auditing and ordinary annual auditing, The Board of Directors will be responsible for considering and approving special remuneration on case-by-case basis.

Voting:

The laws prescribe that this agenda must be approved by majority vote of shareholders and proxy holders who attend the meeting and vote.

Agenda 9

To consider any other business (if any)

We greatly appreciate your attendance the E-AGM on the date and time and place as specified. In case shareholders cannot attend the meeting, please give a proxy to a person to attend and vote on your behalf by using one of Proxy Form. The shareholder and proxy must send the documents that confirm the right to attend the meeting according to conditions to attend the shareholders' meeting.

Yours sincerely

..... - *Signed by* -

(Mr. Kriengkrai Rukkulchon)

Chairman

-Translate -

**The 2021 Annual General Meeting of Shareholders
Pacific Pipe Public Company Limited
Thursday, April 22nd, 2021**

The Meeting was held at Crowne Ballroom at Crowne Plaza Bangkok Lumpini Park, 21st Floor, no. 952, Rama4 Rd., Suriyawong, Bangrak, Bangkok 10120.

The Meeting started at 02.00 p.m

Mr. Kriengkrai Rukkulchon is a Chairman of the meeting.

The directors and auditors who attended the meeting as follows:

- | | |
|-------------------------------------|---|
| 1. Mr. Kriengkrai Rukkulchon | Independent Director, Chairman and Chairman of Remuneration Nomination and Corporate Governance Committee |
| 2. Dr. Vicharn Aramvareekul | Independent Director, Vice Chairman and Chairman of Audit Committee |
| 3. Mr. Somchai Lekapojpanich | Non-Executive Director and Chairman of Executive and Risk Management Committee |
| 4. Mrs. Udomwara Dechsongjarus | Independent Director |
| 5. Ms. Piyanus Chaikajornwat | Independent Director |
| 6. Mrs. Aeimporn Punyasai | Executive Director and Chief Executive Officer |
| 7. Ms. Viriya Ampornnapakul | Executive Director and Company Secretary |
| 8. Ms. Thitima Vatanasakdakul | Chief Financial Director |
| 9. Mr. Thitakorn Ussayaporn | Chief Marketing Director |
| 10. Mr. Pert Leevilaikunratt | Deputy Director of Accounting & Financial |
| 11. Ms. Wilai Sunthonwanee | Auditor from EY Corporate Services Company Limited |
| 12. Ms. Sirarom Cheungsophonvitawas | The legal advisor at Dragon Tree Service Company Limited |

Absent Director

- None -

There were 7 directors from 7 directors or 100% from total of all directors that attended the 2020 AGM and there were a total of 44 shareholders which accounted for 528,157,274 shares or 80.02% of 660,000,000 total ordinary shares, achieving the quorum according to the Company's articles.

Before the meeting, the company informed for the precautionary measures and guideline in situation to the outbreak of the Coronavirus Disease (COVID-19).

Before the meeting, all attendees must cooperate and follow the instructions of the hotel staff at the health check point and fill in the COVID-19 screening form. The attendee refrain from attending the meeting. In the Case of the attendee shows symptoms of a fever or has a body temperature of 37.5 degrees Celsius and higher or who is in a high-risk condition. During Meeting, all attendees must follow as;

1. All attendees must keep a distancing of 1.5 meters and sit in the seats provided.
2. In case of any questions, to write down their questions on the provided paper instead of using microphones.
3. Wear a facemask at all times and wash your hands with alcohol gel provided.
4. Eating and drinking are not allowed in the meeting room and nearby.

The meeting will be sufficiently held within 2 hours. For the questions that are not addressed during the meeting, The Company will post the answers in the website soonest.

To show transparency and good governance, Khun Anan Theerabun (a minority shareholder) is the representative of the shareholders in monitoring the vote counting in each agenda.

For consensual understanding about voting in each agenda, the company informed the shareholders the voting methods stated as follows;

1. Each shareholder was entitled to vote equaling to the number of shares held.

2. In casting vote, Chairman asked for votes whether there were disapproved or abstained. Shareholders who wished to vote as said should raise their hands and gave the ballot paper to the company's officer so that votes would then be deducted from the total number of votes cast by shareholders presenting at the meeting and having voting rights. The remained votes after the deducting would be included as agreed.
3. To collect voting cards rapidly, the officers would collect only disapproved and abstained voting cards.
4. For continuity of the meeting, the Chairman was proposed the shareholder to consider next agenda and then back to inform the result of the previous agenda while authority was gathering a score for each agenda.
5. Shareholders could ask questions related to items on the agenda. If questions were not related to any agenda, please ask in agenda of other matters. Shareholders shall inform their names before asking any question.

The Company had published on the company's website and through the system of Stock Exchange of Thailand, providing minor shareholders an opportunity to propose the agendas and qualified nominees to appoint as directors of the Company in the period of November 1st, 2020 – December 31st, 2020 and send questions in advance before AGM meeting date since March 22nd, 2021 to April 19th, 2021. However, no shareholders proposed agendas, nominees and any question. The meeting proceeded according to following agendas:

Agenda 1 **To consider and certify the Minutes of the 2020 Annual General Meeting of Shareholders**

The company informed to shareholders that the Company sent a copy of the minute of the 2020 Annual General Meeting of Shareholders which held on April 24th, 2020 to shareholders in advance.

There were no questions; the assistant company secretary asked the shareholders to vote.

Resolution

The meeting considered and resolved unanimously to approve the Minutes of the 2020 Annual General Meeting of Shareholders. The votes are as follows;

Vote	Share (s)	Percentage (%)
Approved	528,157,274	100.0000
Disapproved	0	0.0000
Abstained	0	
Invalid ballot	0	
Total vote (s)	528,157,274	100.0000

Agenda 2 **To acknowledge the Board of Directors' report on the Company results of the operations of the year 2020.**

The Company results of the operations of the year 2020 are as follows;

Revenues

The company had total revenue of 7,386 million baht, which was a decrease from the year 2019 of 20.88%. Because of the Covid-19 impact has reduced the Thai economy by 6.4% and steel consumption in Thailand decreased from year 2019 of 10.44%. As a result, the company's operation decreased from 2019 of 9.53% coupled with the world steel price is downtrend.

Gross profit and Net profit

The company had gross profit of 725 million baht or 9.82% of total revenue compare the last year gross profit margin of 6.54% of total revenue. The company had net profit of 203.1 million baht or 2.75% of total revenue, which decreased from year 2019 of 0.79%. Because of a recovery in domestic steel consumption of year 2020, resulting in an increase in steel prices in Thailand and the world markets.

Revenue from sales

Revenue structure divided by type of customer group, (1) Dealer is 76% (2) Construction project is 15% and (3) Industrial is 9%. The proportion of construction project and industrial decreased due to the impact of the economic slowdown.

Asset

The company had asset of 4,540 million baht, which increased from year 2019 of 3.42% due to the increasing in inventory and advance payment for raw material. The company had liabilities of 2,050 million baht, which increased from year 2019 of 6.16% due to short-term loan from finance institutions increased from year 2019.

ROE and ROA

In year 2020, ROE was 8.15% and ROA was 4.47% %, which increases following the net profit margin for the year 2019.

Liquidity

The debt-to-equity ratio was 0.82, which increased from year 2019 due to short-term loan from finance institutions increased. Current Ratio was 1.47, which increased from year 2019. In summary, liquidity remains in good condition.

Inventory day & AR Day

In year 2020, Average Collection Period was 42 days, and year 2019 was 39 days which the collection period slightly increased from year 2019 but still in accordance with the company's credit policy which is between 30-60 days according to the type of customers. Average inventory period 76 days which increased from year 2019 was 59 days. Because of the end of year 2020. The demand for steel began to recover in accordance with the economic situation, so the Company had a policy to store more products.

Important events in 2020

In 2019, the company was certified by the Collective Action against Corruption (CAC). And year 2020 the company complies with the policy by public relations such as No Gift Policy on company's website. Most of which the company received good cooperation from stakeholders. And the company received an excellent CG score for the second year in a row.

Mr. Songpol Sukhonpong, representative proxy holder from Thai Investors Association had been asking inquiries as per below;

1. Which customer group in product "cut sheet" provides high feedback to the company? And in 2021, what is the plan to expand the market in the business?

Mr. Thitakorn Ussayaporn, Chief marketing officer informs that the product "cut sheet" received the best response from industrial customers. The Company's strategic plan in 2021, the Company plans to expand into industrial customers.

2. According to the company gather more raw materials in 2020. Please clarify at what level the demand signal for the product. And what is the inventory risk in production?

Ms. Thitima Vatanasakdakul, Chief financial officer informs that after the start of the COVID-19 epidemic, the company saw signs of shortage of raw materials in various countries such as mines and coal, as well as the closure of factories of electrical appliances and automobiles. That have good scrap which is a mixture of steel. While China has been able to control the situation of COVID-19 and there is a COVID-19 vaccine, especially in America, Europe resulting in increased demand. As mentioned, at the end of 2020, the company has gathered more raw materials. And in 2021, steel prices began to rise which is in accordance with the world market price. The company pays attention to the management of the inventory volume to suit the production and can take risks

There were no questions; the assistant company secretary asked the meeting to acknowledge the Board of Directors' report on the Company results of the operations of 2020.

Agenda 3**To consider and approve of balance sheets and statement of income of the Company for the year ended December 31st, 2020.**

The company, informed to the meeting that the company The company has sent the financial statements with the invitation letter for the 2020 Annual General Meeting of Shareholders in QR Code (Enclosure no. 8). The financial statement of the company ended December 31st, 2019 was audited by Mr.

Watoo Kayankarnavee, an auditor from EY Office Company Limited. The auditor reported that the financial statement was accurate in accordance with significance of Financial Reporting Standards.

Mr. Songpol Sukhonpong, representative proxy holder from Thai Investors Association had been asking. Where is the land that has been appraised to 748.1 million baht (according to note 12 in the financial statements) and will there be further adjustments this year?

Ms. Wilai Sunthonwanee auditor from EY Corporate Services Company Limited informs that it was the land at Phra Pradaeng and evaluated by independent assessors. It will be assessed every 3 years.

There were no questions; the assistant company secretary asked the shareholders to consider and vote.

Resolution

The meeting considered and approve of balance sheets and statement of income of the Company and subsidiaries for the year ended December 31st, 2020 by majority votes as follows:

Vote	Share (s)	Percentage (%)
Approved	528,157,274	100.0000
Disapproved	0	0.0000
Abstained	0	
Invalid ballot	0	
Total vote (s)	528,157,274	100.0000

Agenda 4

To consider and approve the dividend payment

The company announced the Company's dividend policy of paying the shareholders at the rate of no less than 40 percent of the net profit after withholding reserves according to the law. Nonetheless, such dividend payment can be changed, depending on the Company's performance, financial status and investment planning of the Company. After the Board of directors approves the dividend annual payment, the payment shall be proposed to the shareholder's meeting, except for the interim dividend, that board of director is authorized to approve before reported to the shareholders in the next meeting.

According to the Company's operating results ended 31 December 2020, The Company had 203.12 million baht net profit from separated financial statement, dividend tax credit at 20% and full legal reserve.

The Board of directors proposes the shareholder to pay the dividend payment at the rate of 0.18 baht per share or 58.06 of net profit to the shareholders entitled to attend the 2021 Annual General Meeting, receive the dividend and whose names were listed in the record date in March 15th, 2021. The date of dividend payment is May 12th, 2021.

There were no questions; the assistant company secretary asked the shareholders to consider and vote.

Resolution

The meeting considered and resolved unanimously to approve dividend payment in the rate at 0.18 baht per share or 58.06 of net profit to the shareholders entitled to attend the 2021 Annual General Meeting, receive the dividend and whose names were listed in the record date in March 15th, 2021. The date of dividend payment is May 12th, 2021. The votes are as follows;

Vote	Share (s)	Percentage (%)
Approved	528,157,274	100.0000
Disapproved	0	0.0000
Abstained	0	
Invalid ballot	0	
Total vote (s)	528,157,274	100.0000

Agenda 5

To consider and approve the appointment of directors to replace the retiring directors by rotation

The company, informed the shareholders that according to the Company's Articles no.13 "One third of directors are requested to resign at every Annual Shareholder's Meeting. In the event that the number of directors cannot be clearly divided into one third, the closet number of directors to one third is required to resign. A draw will be held to identify directors required to resign from their positions in the first and second year after the Company becoming a listed company. After that, directors who have

remained in the position for the longest will be required to resign. However, directors required to resign due to expiration of their term remain eligible for re-appointment". In this year, there were 3 directors who retired by rotation;

- | | | |
|-------------------|---------------|------------------------|
| 1. Mr. Somchai | Lekapojpanich | Non-Executive Director |
| 2. Mr. Kriengkrai | Rukkulchon | Independent Director |
| 3. Ms. Piyanus | Chaikajornwat | Independent Director |

The Board of Directors considered the appropriateness of company structure with the qualification, knowledge, abilities and experiences of the nominees considered proposing Mr. Somchai Lekapojpanich, Mr. Kriengkrai Rukkulchon and Ms. Piyanus Chaikajornwat as the company director for another term. The Company had attached the curricula vitae of the nominees with the invitation to shareholders consideration in advance.

This time, consider and offer opinions directly from the Board of Directors. Which is not considered by the Remuneration Nomination and Corporate Governance Committee because the directors No.2 and No.3 retiring directors are members of the Remuneration Nomination and Corporate Governance Committee which was a stakeholder. The total of Remuneration Nomination and Corporate Governance Committee had 3 people, so the consideration cannot be done because not complete a quorum

Therefore, the Board of Directors (excluding the 3 stakeholders) has considered in compliance with criteria and procedure regarding to director nomination method with the qualification, knowledge, abilities and experiences including the performance, and agreed that all three directors are suitable for the position of director, which can support and provide opinions related to the business of the company. The directors No. 2 and No.3 are proposed to be independent directors since their qualifications in accordance with the definition of Independent Directors of the Company's Article. The Board of Directors proposed 3 directors who retired by rotation as the company directors for another term.

The Company had published on the company's website and through the system of Stock Exchange of Thailand, providing minor shareholders an opportunity to propose any qualified person as a company director since November 1st, 2020 to December 31st, 2020. However, no shareholders proposed any nominee.

There were no questions; the assistant company secretary asked the shareholders to consider and vote.

Resolution

The meeting considered and resolved to appoint the directors individually as follows;

- The meeting considered and approved the re-appointment of Mr. Somchai Lekapojpanich as Non-Executive Director for another term by majority votes as follows

Vote	Share (s)	Percentage (%)
Approved	528,157,274	100.0000
Disapproved	0	0.0000
Abstained	0	
Invalid ballot	0	
Total vote (s)	528,157,274	100.0000

- The meeting considered and approved the re-appointment of Mr. Kriengkrai Rukkulchon as Independent Director for another term by majority votes as follows

Vote	Share (s)	Percentage (%)
Approved	528,156,274	99.9998
Disapproved	1,000	0.0002
Abstained	0	
Invalid ballot	0	
Total vote (s)	528,157,274	100.0000

- The meeting considered and approved the re-appointment of Ms. Piyanus Chaikajornwat as Independent Director for another term by majority votes as follows

Vote	Share (s)	Percentage (%)
Approved	528,156,274	99.9998
Disapproved	1,000	0.0002
Abstained	0	
Invalid ballot	0	
Total vote (s)	528,157,274	100.0000

Agenda 6

To consider the directors' remuneration for year 2021

The company secretary, informed the shareholders that the Compensation for the Board of Directors includes meeting allowance, gratuity, training fee to support the increase in the performance of the directors and Medical treatment fee and Executive Directors will receive only gratuity.

The Board of Directors proposed the compensation of director for year 2021 within the amount 5,500,000 baht to the shareholders' consideration and bonus 2,000,000 baht to the Remuneration Nomination and Corporate Governance Committee' consideration. The Company had sent the details of the directors' remuneration 2021 and the previous year in Enclosure No.6 of the invitation 2021 Annual General Meeting to the shareholders in advance.

There were no questions; the assistant company secretary asked the shareholders to consider and vote.

Resolution

The meeting approved the directors' remuneration for year 2021 in the amount not exceeding 5,500,000 baht and bonus 2,000,000 baht by majority vote as follows:

Vote	Share (s)	Percentage (%)
Approved	528,157,274	100.0000
Disapproved	0	0.0000
Abstained	0	
Invalid ballot	0	
Total vote (s)	528,157,274	100.0000

Agenda 7

To consider the appointment of the auditors and the auditor's fee for year 2021

The company, informed the shareholders that EY Office Company Limited had expertise and good experienced in auditing including the independent that appropriate for the duty. The Board of Directors proposed that meeting appoint EY Office Company Limited as an auditor of the Company for year 2021. The auditor's name was:

1. Ms. Watoo Kayankannawee Registration No. 5423
(She had signed on financial statement of the Company for year 2017).
2. Ms.Supanee Triyanantakul Registration No. 4498
(Never signed on financial statement of the Company)
3. Mr.Preecha Arunnara Registration No. 5800
(Never signed on financial statement of the Company)

One of the above has the authority to audit and express opinion towards the Company's financial statement. In the case that the auditors cannot work, EY Office Company Limited has a power to appoint other auditors to complete the task instead.

The Board of Directors then asked the meeting to approve the auditor's compensation of 2021 at 1,545,000 Baht which has the details from 2019-2021 are as follows;

	2562	2563	2564
Company audit fee	1,200,000	1,540,000	1,540,000
2 Subsidiaries audit fee	630,000	-	-
Others	-	-	-
Total	1,830,000	1,540,000	1,540,000

In case of other task beyond quarterly and yearly financial statement audit, the Board of Directors is entitled to consider specific compensation for each case.

There were no questions; the assistant company secretary asked the shareholders to consider and vote.

Resolution

The meeting considered and resolved as follows;

1. Approved the appointment of the auditors from EY Office Company Limited as the Company's auditors by majority votes as follows,

Vote	Share (s)	Percentage (%)
Approved	528,157,274	100.0000
Disapproved	0	0.0000
Abstained	0	
Invalid ballot	0	
Total vote (s)	528,157,274	100.0000

2. Approved with majority vote the auditor's fee of 2021 in the amount of 1,540,000 baht

Vote	Share (s)	Percentage (%)
Approved	528,157,274	100.0000
Disapproved	0	0.0000
Abstained	0	
Invalid ballot	0	
Total vote (s)	528,157,274	100.0000

Agenda 8 To consider any other business (if any)

- None -

Mr. Songpol Sukhonpong, representative proxy holder from Thai Investors Association had been asking. Does the company have an Investment Promotion Certificate of BOI for tax privilege? Has the company reduced energy costs from Solar Roof? And what are the investment plans to save energy costs?

Mrs. Aeimporn Panyasai, Chief Executive Officer informs that the company can apply for Investment Promotion Certificate of BOI. And the Company is in the process of evaluating, studying in Solar Roof energy.

No addition question was raised; the reporter of the meeting thanked all shareholders for attention and adjourned the meeting at 3.00 pm.



Name



Chairman

(Kriengkrai Rukkulchon)

Name



Company Secretary

(Viriya Ampornnapakul)

/ Minute Taker

Nomination guidelines and Method to nominate directors position

The Board of Directors agreed with nomination guidelines recommended by the Remuneration Nomination and Corporate Governance Committee to consider based on maximum benefit of the Company's business. There are 1 retiring director by rotation who are re-elected as the Directors for another term and 1 new director to replace the one who retired by rotation. The directors have qualified as specified in the Public Company Limited Act B.E. 2535 (as amended in B.E. 2544), have knowledge, abilities, and experience in the Company's business. Beside, their different expertise can help improve the Company. As such, all of them shall be elect to serve as directors of the Company.

The name lists of retiring directors by rotation in year 2022

1. Mrs. Aeimporn Panyasai Executive director

The name lists of new director by replace the one who retired by rotation in year 2022

1. Mr. Bunsak Aphichartanat Independent director

**Curricula vitae of directors who are retired
By rotation and nomination as directors for another term**



Mrs. Aeimporn Punyasai

Age: 54 years

Proposed Position: Executive director

Tenure: 2 years 3 months (from January 1st, 2010 to the date of 2022 Annual General Meeting of Shareholder)

Number of Meeting Attendance in Year 2021:

- PAP Board of Directors : 7/7 time (100%)
- Executive and Risk Management Committee : 12/12 time (100%)
- Shareholder Meeting : 1/1 time (100%)

Number of Shares includes spouse and minor children: -None- (As of December 30th, 2021)

Family Relationship among Management : -None-

Education Qualifications :

- Master of Economics, Chulalongkorn University
- Bachelor of Sciences, Thammasat University

Training from IOD :

- Director Leadership Certification Program (DLCP Online)
- 2020 Director Certification Program (DCP 298/2020)
- 2015 Director Accreditation Program (DAP 2015)

Work Experience in the past 5 years :

2020 – Present	Chief Executive Officer, Pacific Pipe Public Company Limited
Sep. 2019 – Dec. 2019	Assistant Chief Executive Officer, Pacific Pipe Public Company Limited
Aug. 2014 – Aug.2019	Director & Chief Executive Officer, ARIP Public Company Limited
Jan. 2014 – July 2014	Deputy Executive Director of IT Project Business Unit, SVOA Public Company Limited

Current Director Position in Other Organization

In listed companies :: -None-

In non-listed companies :: -None-

In listed companies or other organizations that may cause any conflict of interest to PAP : -None-

Criminal offence record during the past 10 years

1. Never been sentenced by a judgment in criminal offence
2. Never been sentenced by a judgment to be bankrupt or insolvent
3. Never been sentenced by a judgment as management or authorized person in the bankrupt or insolvent company.

Curricula vitae of new director to replace the one who retired by rotation



Mr. Bunsak Aphichartanat

Age: 49 years

Proposed Position: Independent director

Tenure: -None-

Number of Meeting Attendance in Year 2021: -None-

Number of Shares includes spouse and minor children: -None- (As of December 30th, 2021)

Family Relationship among Management : -None-

Education Qualifications :

- Master of Management Program in Management Innovation, Suan Sunandha Rajabhat University
- Bachelor of Cost Accounting, University of the Thai Chamber of Commerce

Training from IOD : -None-

Work Experience in the past 5 years :

- 2013 – Present Managing Director, VPB Audit Company Limited
- 2018 – 2020 Chief Financial Officer, MECT Company Limited.

Current Director Position in Other Organization

In listed companies : -None-

In non-listed companies :

- 2010 – Present Director, Paiboon Baanpim Company Limited

In listed companies or other organizations that may cause any conflict of interest to PAP : -None-

Criminal offence record during the past 10 years

1. Never been sentenced by a judgment in criminal offence
2. Never been sentenced by a judgment to be bankrupt or insolvent
3. Never been sentenced by a judgment as management or authorized person in the bankrupt or insolvent company.

Information and compensation of external auditor for the year 2022

Name of Auditors from EY Office Company Limited



Ms. Wilai Sunthonwanee
Certified Public
Accountant No.7356

- Ms. Wilai has worked with audit firm for 20 years approximately. She had positioned as partner and has supervised audit works for many large companies which covering a variety of business categories, of listed company in the Stock Exchange of Thailand and foreign business that branched worldwide with expertise especially in the manufacturing and trading, industrial products, service, real estate, hotel and construction.
- Ms. Wilai works as consultancy in management and monitoring in a special case for takeover or registered in listed company in the Stock Exchange of Thailand.
- Ms. Wilai graduated with bachelor degree in accountancy from Chulalongkorn University. She is an auditor who has certified public accountant of Thailand (SET) and Securities and Exchange Commission Thailand (SEC)
- The auditing firm and auditor have no relationship and/or conflict of interest with the Company / major shareholders or person relates to the said person.



Ms. Chonlaros Suntasvaraporn
Certified Public
Accountant No. 4523

- Ms. Chonlaros has worked with audit firm for 25 years approximately and 12 years of experience as auditor of public companies. She had positioned as partner and has supervised audit works for many large companies which covering a variety of business categories, of listed company in the Stock Exchange of Thailand and foreign business that branched worldwide with expertise especially in the manufacturing, distribution of consumer and industrial products, real estate, construction, hotel and other service business.
- Ms. Chonlaros works as consultancy in management and monitoring in a special case for takeover or registered in listed company in the Stock Exchange of Thailand.
- Ms. Chonlaros graduated with bachelor degree in accountancy from Chulalongkorn University. She is an auditor who has certified public accountant of Thailand (SET) and Securities and Exchange Commission Thailand (SEC)
- The auditing firm and auditor have no relationship and/or conflict of interest with the Company / major shareholders or person relates to the said person.



Mr. Chatchai Kasemsrithanawat
Certified Public
Accountant No.5813

- Mr. Chatchai has worked with audit firm for 20 years approximately. He had positioned as partner and has supervised audit works for many large companies which covering a variety of business categories, of listed company in the Stock Exchange of Thailand and foreign business that branched worldwide with expertise especially in the manufacturing and trading, service, real estate, construction and power sectors.
- Mr. Chatchai works as consultancy in management and monitoring in a special case for takeover or registered in listed company in the Stock Exchange of Thailand.
- Mr. Chatchai graduated with bachelor degree in accountancy from Thammasat University and master degree in business administration from Chulalongkorn University. He is an auditor who has certified public accountant of Thailand (SET) and Securities and Exchange Commission Thailand (SEC)
- The auditing firm and auditor have no relationship and/or conflict of interest with the Company / major shareholders or person relates to the said person.

Details of the audit fee for the past 3 years are as follows

Items	2020	2021	2022
Pacific Pipe Public Company Limited	1,540,000	1,540,000	1,540,000
2 Subsidiaries ¹	-	-	-
Other	-	-	-
Total	1,540,000	1,540,000	1,540,000

Note : 1. The two subsidiaries have already registered for the dissolution on 4th December, 2019.

Definition of the Company's Independent Director

An Independent Director is qualified and independent person according to the definition established by the Stock Exchange of Thailand, which are as follows:

1. Holding not more than 1 percent of paid-up shares of the Company, affiliated company, associated company or any juristic person who may have a conflict of interest. These include shares held by individuals associated with it.

2. Not participate in business, not being an employee, staff member of advisor who receives a regular salary from the Company or controlling person of the Company, affiliated company, associated company or any juristic person who may have a conflict of interest for at least 2 years before the date of filing the request is allowed by Securities and Exchange Commission Thailand.

3. No business relation, benefit or conflict of interest whether directly or indirectly both in finance and business management of the Company, affiliated company, associated company or any person who has conflict of interest in a way that will cause loss of independence such as purchasing or selling raw material/ products/ service/ lending and loan amount.

4. Not being a person who has a blood relation or legal registered relationship in the way of fatherhood, motherhood, spouse, brother, sister, son or daughter, including spouse of son or daughter or executives, major shareholder, controlling person or person who are about to be nominated an executives or controlling person of the Company.

5. Be a director who is not appointed as a nominee of the Company's directors, majority shareholders or shareholders who are related to the Company's majority shareholders. In addition, an independent director must feel free to provide a commentary on work performance as required by his duties, free of any personal interest, benefit or position and free of the control of any party and does not act under the influence of any person or group of person including any circumstance by which pressure may be exerted and make an independent opinion impossible.

6. Not being or used to be auditor for the Company, affiliated company, associated company or any juristic person who may have a conflict of interest. Also not being a major shareholder, non-independent director, management or being part of manager of audit firm which has the auditor of the Company, affiliated company, associated company or any juristic person who may have a conflict of interest unless at least 2 year before the date of filing the request is allowed by Securities Exchange Commission Thailand.

7. Not being or used to be Consultant including legal consultant or financial consultant who earns consultant fee for more than 2 million Baht per annum for the Company, affiliated company, associated company or any juristic person who may have a conflict of interest. In case of the Consultant operates under juristic person, the Independent director shall not be the major shareholder, Nondependent director, Management or being a part of any juristic person who may have a conflict of interest for at least 2 years before the date of filing the request is allowed by Securities Exchange Commission Thailand.

Curricula vitae of Independent Directors to serve as proxy for shareholders



Dr. Vicharn Aramvareekul
Independent Director
Vice Chairman
Chairman of Audit Committee
Age 73 Years

Tenure: 8 years (from April 24th, 2014 to the date of 2022 Annual General Meeting of Shareholder)

Number of Meeting Attendance in Year 2021:

- PAP Board of Directors : 7/7 time (100%)
- Audit Committee : 7/7 time (100%)
- Shareholder Meeting : 1/1 time (100%)

Number of Shares includes spouse and minor children: -None- (As of December 30th, 2021)

Family Relationship among Management: - None -

Conflict of Interest: -None-

Address: Pacific Pipe PCL, 1168/74 Floor 26th Lumpini Tower Building, Rama IV Rd., Bangkok 10120

Education Qualifications:

- Doctor of Business Administration, California Coast University, USA
- Master of Business Administration, Chulalongkorn University
- Bachelor of Business Administration, Sukhothai Thammathirat Open University

Training from IOD:

- Advance Audit Committee Program (AACP 34/2019)
- Board that Make Difference (BMD 6/2018)
- Role of Compensation Committee (RCC 19/2014)
- The Director Diploma Award (Director Diploma Examination No.37/2013)
- Director Certification Program (DCP 107/2013)

Work Experience in the past 5 years:

2010 – Present Chairman – Advisory Board, Daika (Thai) Incorporation Limited

Position in Other Organization:

In listed companies :

2012 – 2021 Independent Director, Member of the Audit Committee, Member of Corporate Governance And Risk Management Committee, Chairman of Nomination and Remuneration Committee:
CK Power Public Company Limited

In non-listed companies : - None-

In listed companies or other organizations that may cause any conflict of interest to PAP : - None -

Criminal offence record during the past 10 years:

1. Never been sentenced by a judgment in criminal offence
2. Never been sentenced by a judgment to be Bankrupt or insolvent
3. Never been sentenced by a judgment as management or authorized person in the bankrupt or insolvent company.

Curricula vitae of Independent Directors to serve as proxy for shareholders



Ms. Piyanus Chaikajornwat
Independent Director
Audit Committee
Remuneration Nomination and
Corporate Governance Committee
Age 46 Years

Tenure: 13 years 10 months (from June 12th, 2008 to the date of 2022 Annual General Meeting of Shareholder)

Number of Meeting Attendance in Year 2021:

- PAP Board of Directors : 7/7 time (100%)
- Audit Committee : 7/7 time (100%)
- Remuneration Nomination and Corporate Governance Committee : 5/5 time (100%)
- Shareholder Meeting : 1/1 time (100%)

Number of Shares includes spouse and minor children: -None- (As of December 30th, 2021)

Family Relationship among Management: - None -

Conflict of Interest: -None-

Address: Pacific Pipe PCL, 1168/74 Floor 26th Lumpini Tower Building, Rama IV Rd., Bangkok 10120

Education Qualifications:

- Master of Science (Management), Assumption University
- Bachelor of Business Administration (Marketing Management), Assumption University

Training from IOD:

- Director Accreditation Program (DAP 77/2009)

Work Experience in the past 5 years:

- | | |
|----------------|---|
| 2006 – Present | General Manager, Victory Industrial Company Limited |
| 2006 – 2015 | Director, Clover Enterprises Company Limited |

Position in Other Organization:

In listed companies : -None-

In non-listed companies : -None-

In listed companies or other organizations that may cause any conflict of interest to PAP: - None -

Criminal offence record during the past 10 years:

1. Never been sentenced by a judgment in criminal offence
2. Never been sentenced by a judgment to be Bankrupt or insolvent
3. Never been sentenced by a judgment as management or authorized person in the bankrupt or insolvent company.

Conditions to Attend the Shareholders' Meeting

At present, the COVID-19 pandemic is spreading throughout the country. The Company has been concerned and focuses on the importance to the health and hygiene of all parties attending the meeting. The Board of Directors of Pacific Pipe Public Company Limited or PAP has resolved to hold the 2022 Annual General Meeting of Shareholders On Tuesday April 12th, 2022 at 2.00 p.m., through electronic meeting platforms only.

In this regard, the Company has hired Quidlab Co., Ltd to arrange E-AGM. Please note that Quidlab Co., Ltd has been certified for electronic conference control system by Electronic Transactions Development Agency ("ETDA").

Meeting Attendance

In the case that any shareholders register to attend the meeting after the Chairman declares the meeting open according to the timetable stipulated in the invitation letter, the Company would reserve the right to restrict that such shareholders refrain from voting for the agenda that had been considered and the voting result had already been announced. Such shareholders are able to provide their votes only on the remaining agendas. The Company hereby reserves its right to waive any of these requirements for some of the shareholders or a representative of the shareholders entitled to attend the meeting on a case-by-case basis at the Company's sole discretion.

Documents Required Prior to Attending the Meeting

For Natural Person

1. Self-Attending

Valid evidence issued by governmental authorities which not expire, e.g. the identification card, governmental identification card, driver license or passport, including the evidence of name or last name's change (if any).

2. Proxy

- 2.1 **One of the Proxy** Forms as attached to the Notice to Shareholders, completely filled in and signed by the Shareholder and the Proxy.
- 2.2 Certified true copy of valid evidence of the Shareholder as specified in Item 1.
- 2.3 Valid evidence of the Proxy as specified in Item 1.

For Juristic Person

1. Representative of Shareholder (Authorized Director) Attending the Meeting

- 1.1 Valid evidence of the authorized director(s) issued by governmental authorities similar to those of natural person specified in Item1.
- 1.2 Copy of Shareholder's Affidavit certified by the authorized director(s) showing that the authorized director(s) has the authority to act on behalf of the Shareholder.

2. Proxy

- 2.1 One of the Proxy Forms as attached in the Notice to Shareholders, completely filled in and signed by the authorized director(s) of the Shareholder and the Proxy.
- 2.2 Copy of Shareholder's Affidavit certified by the authorized director(s) showing that such authorized director(s) signing the Proxy Form has the authority to act on behalf of the Shareholder.
- 2.3 Certified true copy of valid evidence issued by governmental authorities of the authorized director(s) signing the Proxy Form.
- 2.4 Valid evidence of the Proxy issued by governmental authorities similar to those of natural person specified in Item1.

3. For foreign investor appointing the custodian in Thailand

- 3.1 To prepare and show all evidences similar to those of the Juristic Person as specified in Items 1 or 2.
- 3.2 In case the Foreign Investor authorizes the Custodian to sign the Proxy Form on its behalf, the following documents are required:
 - 1) Power of Attorney by Foreign Investor authorizing Custodian to sign the Proxy Form on its behalf.
 - 2) Letter certifying that the person signing the Proxy Form is authorized to engage in custodian business. In case the original documents are not in English, the English translation shall be prepared and certified true and correct translation by the Shareholder (in case of natural person) or the authorized representative(s) of the Shareholder (in case of juristic person).

Proxy

The Company has sent Proxy Form in 3 Types such Proxy Form A, Form B and Form C which are attached herewith. According to Regulation of the Department of Business Development, Ministry of Commerce Re: Form of Proxy (No. 5) B.E. 2550, there are three Proxy Forms as follows:

- > Form A: General Proxy Form (Simple Form)
- > Form B: Specific Proxy Form
- > Form C: Proxy Form for the Foreign Investor appointing the Custodian in Thailand.

Shareholder not be able to attend the Meeting may appoint a person as your Proxy as follows:

1. Complete **only one** of above Proxy Forms as follows:
 - 1.1 General Shareholder shall select only one of either Form A or Form B.
 - 1.2 Shareholders listed in the share register book as Foreign Investor appointing the Custodian in Thailand can select only one of three Proxy Forms (Form A, Form B or Form C).
2. Authorize a person or an Independent Director to attend and vote at the Meeting on your behalf by specifying the name with details of a person to be your Proxy.
3. Affix the 20 Baht stamp duty and specify the date of Proxy Form across such stamp duty. For your convenience, the Company will facilitate in affixing the stamp duty when registering to attend the Meeting.
4. Submit the completed Proxy Form in register program and send Original document to the company. Allocation of shares to several Proxies to vote in the Meeting is not allowed. The Shareholder shall authorize the Proxy to cast the votes by all the shares held by it. Authorization of less than the total number of shares is not allowed except for the Custodian appointed by the Foreign Investor in accordance with Proxy Form C.

Meeting Registration

The E-request submission system will be available from April 1st, 2022 onwards. The Company will open E-AGM registration 2 hours prior to the meeting, or from 12.00 p.m. on Tuesday April 12th, 2022 onwards.

Voting, counting, and announcement of the vote

Voting guidelines

General Agenda:

1. A voting by show of hand, which one share will count as one vote, will be made in each Agenda where the shareholder or proxy shall make only one vote for approval, disapproval or abstention. The allocation of voting is not allowed except for the vote by the Custodian.

2. In Case of Proxy

- 2.1 The Proxy shall solely vote in accordance with the authorization by the Shareholder as specified in the Proxy Form. Any vote not in accordance with the Proxy Form is invalid and shall not be counted as the vote of the Shareholder.
- 2.2 In case the Shareholder does not specify the authorization or the authorization is unclear, or the Meeting considers any agenda other than that specified in the Proxy Form, or there is any change of fact, the Proxy shall be authorized to consider and vote such matter as he or she may deem appropriate.

Agenda on Election of Directors:

Agenda for the election directors, the shareholder or proxy shall have one vote for one share and shall cast the vote individually.

Voting Procedures

The Chairman shall inform the Meeting details of voting procedures as follows:

1. The Chairman will propose the Meeting to have the vote in each Agenda by asking time by time whether there is any shareholder approve, disapprove or abstain.
2. When the Chairman asks as above, a voting by show of hand will be made (except for Secret vote) and the shareholder or proxy shall vote for either approval, disapproval or abstention (except for the vote of Custodian, which the allocation of the vote is allowed as specified in the Proxy Form).

Resolution of the Meeting

General case: majority vote of the Meeting.

Other case: which the law or the Company's Articles of Association provided otherwise: the vote shall be in accordance with the law or the Company's Articles of Association. The Chairman shall inform the Meeting before voting each Agenda.

1. In case a tie of votes, the Chairman of the Meeting shall have a deciding vote.
2. Any Shareholder or the Proxy having any special interest in a matter shall not be permitted to vote on such matter and may be invited by the Chairman of the Meeting to temporarily leave from the Meeting, except for voting on election of the directors.
3. A voting on poll may be made upon request of at least 5 Shareholders and the Meeting resolves accordingly. The method for the vote on poll shall be specified and informed to the Meeting before voting by the Chairman.

Counting and Announcement of the Vote

Prior to the Meeting, the Chairman shall inform that the counting of votes for each agenda shall be made from the voting of Shareholder or Proxy attending the Meeting and having right to vote and the vote result of all Agenda shall be informed to the Meeting before the Meeting is adjourned.

QR Code Downloading Procedures for the Annual Report

The Thailand Securities Depository Co., Ltd. (TSD) under the Stock Exchange of Thailand, has developed a system which allows SET Listed Companies to send to the shareholders documents regarding the General Meeting of Shareholders and the Annual Report in the form of Electronic accessible through QR Code, thus allow the shareholders to access the information conveniently. Shareholders can download the aforementioned documents from the QR Code by following the steps below.

1. Turn on the mobile camera.
2. Focus the mobile camera to QR Code to scan it.
3. The notification will appear on the screen. Click on the notification to access documents regarding the meeting.

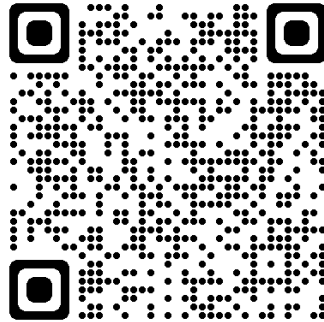
Remark: In case the notification does not appear on the screen of mobile phone, the QR Code can also be scanned with other applications such as QR CODE READER, Facebook or Line.

Scan QR Code with Line application

1. Open Line application then click icon "QR" in searching box or click on "Add friend" and choose icon "QR"
2. Focus the mobile camera to QR Code to scan it
3. The notification will appear on the screen. Click on the notification to access documents regarding the meeting.

Electronic Registration to attend the meeting

1. Scan QR Code or go to website <https://pap.foqus.vc/registration/>



2. Fill your shareholder’s registration number and ID card number. And click a check mark in the Accept Terms box, then click on Submit.

3. If information is correct you will be allowed upload documents and a screen as below will be presented.
 - 3.1 **Email address** : For receive username & password to joining E-meeting.
 - 3.2 **Phone Number** : In case company wants to get in touch with you.
 - 3.3 **Upload files** : Upload documents as specified in topic "Documents Required Prior to Attending the Meeting" and send original document to the Company

Pacific pipe PLC (Investor relation)

ที่อยู่ No. 1168/74, 26th Floor, Lumpini Tower, Rama IV Road,
Thungmahamek, Sathorn, Bangkok 10120

** Upload maximum 5 documents each time with each document not more than 5MB. Only jpg, png, gif & pdf files are allowed.*

- 3.4 **Attend meeting** : Select the type of attendance.

การประชุมและ-การลงคะแนนเสียงออนไลน์ของบริษัทควิดแลบ
Quidlab Company Limited

การประชุมสามัญผู้ถือหุ้นประจำปี 2564 ในวันอังคารที่ 14 กันยายน 2564 เวลา 10.00 น.
Annual General Meeting of the Company's shareholders which will be held on Tuesday, 14th September 2021, at 10:00 hrs.

คู่มือภาษาไทย English Manual

อีเมล (Email address)

หมายเลขโทรศัพท์ (Phone Number)

อัปโหลดไฟล์ (Upload files):

เข้าร่วมประชุม (Attend meeting): มาด้วยตนเอง (Person) รับมอบอำนาจ (Proxy)

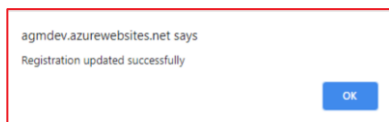
หมายเหตุ : เอกสารลงทะเบียนที่ต้องทำการอัปโหลดไฟล์ กรณีมาด้วยตนเองหรือรับมอบอำนาจ: สามารถดูรายละเอียด ตามที่ระบุไว้ในหนังสือเชิญประชุม
 Note: Please refer to invitation letter for meeting to get a list of document to be uploaded in case of coming in person or proxy
 หมายเหตุ : หากต้องการความช่วยเหลือในการส่งเอกสาร กรุณาติดต่อ บริษัท ควิดแลบ จำกัด เบอร์โทร 02-0134322 อีเมล info@quidlab.com
 Note: If you need assistance submitting document please contact Quidlab at Phone: 02-013-4322 อีเมล : info@quidlab.com
[Quidlab Information Security Management and Data Protection Policy](#)

FoQus version 2.3.0 Served from Singapore

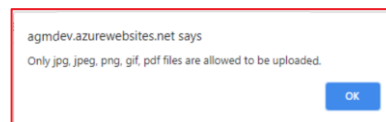
4. Click on Submit button, you will get an alert for successful submission or rejection as shown below:

Or with error message indicating reason

Successful submission



in case you get an error message



5. After successful submission following screen will be presented in case you need to add more documents clicking on Browse files button and then click Submit Document button.

การประชุมและ-การลงคะแนนเสียงออนไลน์ของบริษัทควิดแลบ
Quidlab Company Limited

การประชุมสามัญผู้ถือหุ้นประจำปี 2564 ในวันอังคารที่ 14 กันยายน 2564 เวลา 10.00 น.
Annual General Meeting of the Company's shareholders which will be held on Tuesday, 14th September 2021, at 10:00 hrs.

คู่มือภาษาไทย English Manual

เอกสารของคุณอยู่ระหว่างการพิจารณา โปรดตรวจสอบอีกครั้งในภายหลัง
Your documents are under consideration. Please check again later.

คุณได้ส่งเอกสารแล้วคุณสามารถเพิ่มเอกสารเพิ่มเติมได้หากต้องการ
You have already submitted documents, you can add more documents if you wish.

อัปโหลดไฟล์ (Upload files):

หมายเหตุ : เอกสารลงทะเบียนที่ต้องทำการอัปโหลดไฟล์ กรณีมาด้วยตนเองหรือรับมอบอำนาจ: สามารถดูรายละเอียด ตามที่ระบุไว้ในหนังสือเชิญประชุม
 Note: Please refer to invitation letter for meeting to get a list of document to be uploaded in case of coming in person or proxy
 หมายเหตุ : หากต้องการความช่วยเหลือในการส่งเอกสาร กรุณาติดต่อ บริษัท ควิดแลบ จำกัด เบอร์โทร 02-0134322 อีเมล info@quidlab.com
 Note: If you need assistance submitting document please contact Quidlab at Phone: 02-013-4322 อีเมล : info@quidlab.com
[Quidlab Information Security Management and Data Protection Policy](#)

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6. Once finished click on Logout button to exit. You will also receive an email confirming successful submission.

7. In case your documents are approved you will receive a separate email with

- 7.1 Username and password. (Please keep your username and password confidential. Do not disclose it to others.)
- 7.2 WebLink for attending E-AGM system
- 7.3 User manual

** Please contact us in case you do not receive username & password 24 hours before meeting time or April 11th, 2022.*

8. In case documents are not approved you will receive an email with reason from company. You can login again to document registration portal and upload additional documents to rectify cause.

9. For the voting method during the E-AGM meeting, you can vote on each agenda by voting "Agree" or "Disagree" or "Abstain". In case you do not vote for any agenda, your vote will be counted as "Agree" automatically.

10. In case you encounter technical problems while using the E-AGM meeting system before the meeting or during the meeting, please contact Quidlab, the E-AGM conference system provider of the Company. The channel to contact Quidlab can be found in the email that has sent username and password to you.

The Company's Articles of Association Concerning the Shareholders' Meeting

1. Director Election

Article 12. The directors shall be appointed by the annual general meeting of shareholders in accordance with the following rules and procedures:

- (1) Each shareholder shall have one vote per share.
- (2) Each shareholder may cast his/her vote(s) for each of the candidates, one by one.
- (3) The candidates receiving the highest number of votes in the respective order of the votes shall be elected at such time. In the event that a number of candidates receive an equal number of votes for the last directorship exceed the number of directors the Company required or to be elected at such time, the chairman of the meeting shall have a second and casting vote.

2. Calling Meeting

Article 24. The Board of Directors shall hold an annual general meeting of shareholders within 4 months from the end of the fiscal year of the Company.

One or more shareholders holding shares amounting to not less than ten percent of the total number of shares sold may, by subscribing their names, makes a written request to the Board of Directors to call an extraordinary general meeting at any time, but the subjects and reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call a meeting of shareholders to be held within forty-five days as from the date of receipt of such request from the shareholders.

In case the Board of Directors does not hold the meeting within the period as prescribed under paragraph one, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call such meeting within forty-five days as from the completion of such period. In this regard, the meeting shall be considered as the shareholders' meeting called by the Board of Directors. The company shall be responsible for necessary expenses arising from such meeting and reasonably provide facilitation.

In case the quorum of the shareholders' meeting called by the shareholders as prescribed under paragraph two is not formed according to Section 103, the shareholders as prescribed under paragraph two shall be collectively responsible to the company for expenses arising from such meeting.

Article 25. In summoning a shareholders' meeting, the Board of Directors shall prepare a notice specifying the place, date, time, agendas and matters to be proposed to the meeting together with adequate details and clearly indicating whether such matters are proposed for acknowledgement, for approval or for consideration, as the case may be, as well as the board's opinions on such matters and send to the shareholders and the registrar not less than 7 days prior to the date of the meeting. In this respect, the Company shall advertise the notice in a newspaper not less than 3 days prior to the date of the meeting for 3 consecutive days.

3. Quorum

Article 32. At a shareholders' meeting, there shall be not less than twenty five shareholders and the shareholders' proxies (if any) or not less than half of the total number of shareholders and in either case holding altogether not less than one-third of the of the total issued shares attending the meeting to constitute a quorum. In case it appears at any shareholders' meeting that within one hour after the time appointed for the meeting the number of shareholders attending the meeting does not constitute the quorum as mentioned above, if that shareholders' meeting is summoned upon the request of shareholders, it shall be cancelled. If the meeting had not been summoned upon the request of shareholders, another meeting shall be summoned and a notice summoning the meeting shall be sent to the shareholders not less than 7 days prior to the date of the meeting and at such subsequent meeting no quorum will be necessary.

4. Votes

Article 28. In casting vote, one share for one vote and the resolution of shareholders' meeting shall require by the following votes;

- (2) In ordinary case, it shall be adopted by a simple majority vote of the shareholders who attend the meeting and cast the votes. In case of equality of votes, the chairman of the meeting shall have a second and casting vote. One share shall count as one vote.
- (3) In the following cases, it shall be adopted by the votes of not less than three fourths of the total votes of the shareholders who attend and have the right to vote:

- (a) The sale or transfer of the whole or a material part of the Company's business to others;
- (b) The purchase or acceptance of transfer to the Company of business of another entity or private company;
- (c) The execution, amendment or termination of a contract in relation to the leasing of the whole or a material part of the Company's business, assignment to other person to manage the Company's business or consolidation of the business with other persons for the purpose of sharing profit and loss;
- (d) The amendment of Memorandum or Articles of Association;
- (e) The increase or decrease in the Company's capital or the issuance of debentures;
- (f) The amalgamation or dissolution of the Company.

5. Agenda

Article 29. The business to be transacted at the annual general meeting is as follows:

- (1) Reviewing the report of the Board of Directors submitted to the meeting concerning the operation of the company during the previous year;
- (2) Considering and approving the balance sheet and profit and loss statement as at the end of fiscal year;
- (3) Considering the appropriation of profits and of reserved fund;
- (4) Electing directors in place of those retiring by rotation and consider the director's remuneration;
- (5) Appointing an auditor and consider auditing fee
- (6) Other business.

6. Meeting Document

Article 34. The Board of Directors shall send the following documents to the shareholders together with the notice summoning the annual general meeting:

- (1) Copies of the audited balance sheet and profit and loss statement together with the report of the auditor thereon;
- (2) The annual report of the Board of Directors.

PROXY FORM A (SIMPLE FORM)
According to Regulation of Department of Business Development
Re: Form of Proxy (No.5) B.E. 2550

Duty Stamp
20 Baht

Written at

Date Month Year

(1) I/We Nationality
with address at Road Sub-district
District Province Postal Code

(2) Being a shareholder of **Pacific Pipe Public Company Limited (PAP)**,

Holding the total amount of shares with the voting right of votes as follow:

Ordinary share shares with the voting right of votes

Preferred share - shares with the voting right of - votes

(3) Do hereby appoint either one of the following person:

(1) Age Year
with address at Road Sub-district
District Province Postal Code or

(2) Age Year
with address at Road Sub-district
District Province Postal Code or

(3) Age Year
with address at Road Sub-district
District Province Postal Code

As only one of my/our proxy to attend and vote on my/our behalf at **The 2022 Annual General Meeting of Shareholders to be held on Tuesday April 12th, 2022 through electronic meeting platforms only** or at any adjournment thereof to any other date, time and venue.

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me/us in all respect.

Signed Shareholder

(.....)

Signed Proxy

(.....)

Signed Proxy

(.....)

Signed proxy

(.....)

Remark: The shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.

PROXY FORM B (SPECIFIC DETAILS FORM)
According to Regulation of Department of Business Development
Re: Form of Proxy (No.5) B.E. 2550

Duty Stamp
20 Baht

Written at
Date Month Year

(1) I/We Nationality
with address at Road Sub-district
District Province Postal Code

(2) Being a shareholder of **Pacific Pipe Public Company Limited (PAP)**,

Holding the total amount of shares with the voting right of votes as follow:

Ordinary share shares with the voting right of votes

Preferred share - shares with the voting right of - votes

(3) Do hereby appoint either one of the following person:

(1) Age Year
with address at Road Sub-district
District Province Postal Code or

(2) Age Year
with address at Road Sub-district
District Province Postal Code or

(3) **Dr. Vicharn Aramvareekul (Independent Director)** Age **73** Year,
Pacific Pipe PCL., 1168/74 FL26th Lumpini Tower Building, Rama IV Road, Sathorn, Bangkok 10120 or

(4) **Ms. Piyanus Chaikajornwat (Independent Director)** Age **46** Year,
Pacific Pipe PCL., 1168/74 FL26th Lumpini Tower Building, Rama IV Road, Sathorn, Bangkok 10120

As only one of my/our proxy to attend and vote on my/our behalf at **The 2022 Annual General Meeting of Shareholders to be held on Tuesday April 12th, 2022 through electronic meeting platforms only** or at any adjournment thereof to any other date, time and venue.

(4) I/We authorize my/our Proxy to cast the votes according to my/our intentions as follows:

Agenda 1 To consider and certify the Minutes the 2021 Annual General Meeting of Shareholders.

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda 2 To acknowledge the Board of Directors' report on the Company results of the Operations of the year 2021.

- This agenda is for acknowledgement, no vote -

Agenda 3 To consider and approve of balance sheets and statement of income of the Company for the year ended December 31st, 2021.

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda 4 To consider the dividend payment.

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda 5 To consider the amendment to the objectives of the company and Article 3 of the Memorandum of Association (Objectives)

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda 6 To consider and appoint the directors to replace the retiring directors by rotation.

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:

6.1 Name of Director Mrs. Aeimporn Panyasai
 Approve Disapprove Abstain

6.2 Name of Director Mr. Bunsak Aphichartanat
 Approve Disapprove Abstain

Agenda 7 To consider the directors' remuneration for year 2022.

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 Approve Disapprove Abstain

Agenda 8 To consider the appointment of the auditors and the auditor's fee for year 2022.

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:

8.1 To elect auditors
 Approve Disapprove Abstain

8.2 To consider the auditors' remuneration
 Approve Disapprove Abstain

Agenda 9 To consider any other business (if any)

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 Approve Disapprove Abstain

(5) Vote of the proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the shareholders.

(6) In case I/We do not specify the authorization or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorize to consider and vote the matter on my/our behalf as the Proxy deems appropriate.

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me/us in all respect except for vote of the Proxy which is not in accordance with this Proxy Form.

Signed Shareholder
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Remark

1. The shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
2. In the agenda relating the election of Directors, it is applicable to elect either nominated directors as a whole or elect each nominated director individually.
3. In case there are agenda other than the agenda specified above, the additional statement can be specified by the shareholder in the Regular Continued Proxy Form B as enclosed.

REGULAR CONTINUED PROXY FORM B

Authorization on behalf of the Shareholders of **Pacific Pipe Public Company Limited (PAP)**

For **The 2022 Annual General Meeting of Shareholders to be held on Tuesday April 12th, 2022 through electronic meeting platforms only** or at any adjournment thereof to any other date, time and venue.

 Agenda No. **Subject**

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda No. **Subject**

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda No. **Subject**

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda No. **Subject**

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda No. **Subject**

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda No. **To elect directors (continued)**

Name of Director

Approve Disapprove Abstain

Name of Director

Approve Disapprove Abstain

Name of Director

Approve Disapprove Abstain

Name of Director

Approve Disapprove Abstain

Name of Director

Approve Disapprove Abstain

PROXY FORM C
(FOR FOREIGN SHAREHOLDER APPOINTING CUSTODIAN IN THAILAND)
According to Regulation of Department of Business Development
Re: Form of Proxy (No.5) B.E. 2550

Duty Stamp
20 Baht

Written at _____
Date _____ Month _____ Year _____

(1) I/We _____ Nationality _____
with address at _____ Road _____ Sub-district _____
District _____ Province _____ Postal Code _____
being a shareholders of **Pacific Pipe Public Company Limited (PAP)**,

Holding the total amount of _____ shares with the voting right of _____ votes as follow:
Ordinary share _____ shares with the voting right of _____ votes
Preferred share _____ - shares with the voting right of _____ - votes

(2) Do hereby appoint either one of the following person:

(1) _____ Age _____ Year
with address at _____ Road _____ Sub-district _____
District _____ Province _____ Postal Code _____ or

(2) _____ Age _____ Year
with address at _____ Road _____ Sub-district _____
District _____ Province _____ Postal Code _____ or

(3) **Dr. Vicharn Aramvareekul (Independent Director)** Age **73** Year,
Pacific Pipe PCL, 1168/74 FL26th Lumpini Tower Building, Rama IV Road, Sathorn, Bangkok 10120 or

(4) **Ms. Piyanus Chaikajornwat (Independent Director)** Age **46** Year,
Pacific Pipe PCL, 1168/74 FL26th Lumpini Tower Building, Rama IV Road, Sathorn, Bangkok 10120

As only one of my/our proxy to attend and vote on my/our behalf **The 2022 Annual General Meeting of Shareholders to be held on Tuesday April 12th, 2022 through electronic meeting platforms only** or at any adjournment thereof to any other date, time and venue.

(3) I/We authorize my/our Proxy to cast the votes according to my/our intentions as follows:

- The voting right in all the voting shares held by us is granted to the proxy.
 The voting right in part of the voting shares held by us is granted to the proxy as follows:
 Ordinary shares: _____ shares in total, which are entitled to cast _____ votes
 Preferred shares: _____ - shares in total, which are entitled to cast _____ - votes
Total _____ votes

(4) I/We authorize my/our Proxy to cast the votes on our behalf at the above meeting in the follows:

Agenda 1 To consider and certify the Minutes the 2021 Annual General Meeting of Shareholders.

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
 (b) The Proxy must cast the votes in accordance with my/our following instruction:
 Approve _____ Votes Disapprove _____ Votes Abstain _____ Votes

Agenda 2 To acknowledge the Board of Directors' report on the Company results of the Operations of the year 2021.

- This agenda is for acknowledgement, no vote -

Agenda 3 To consider and approve of balance sheets and statement of income of the Company for the year ended December 31st, 2021.

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
 (b) The Proxy must cast the votes in accordance with my/our following instruction:
 Approve _____ Votes Disapprove _____ Votes Abstain _____ Votes

Agenda 4 To consider the dividend payment.

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
 (b) The Proxy must cast the votes in accordance with my/our following instruction:
 Approve _____ Votes Disapprove _____ Votes Abstain _____ Votes

- Agenda 5 To consider the amendment to the objectives of the company and Article 3 of the Memorandum of Association (Objectives)**
- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 Approve.....Votes Disapprove.....Votes Abstain.....Votes
- Agenda 6 To consider and appoint the directors to replace the retiring directors by rotation.**
- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
- 6.1** Name of Director Mrs. Aeimporn Panyasai.....
 Approve.....Votes Disapprove.....Votes Abstain.....Votes
- 6.2** Name of Director Mr. Bunsak Aphichartanat.....
 Approve.....Votes Disapprove.....Votes Abstain.....Votes
- Agenda 7 To consider the directors' remuneration for year 2022.**
- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 Approve.....Votes Disapprove.....Votes Abstain.....Votes
- Agenda 8 To consider the appointment of the auditors and the auditor's fee for year 2022.**
- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
- 8.1 To elect auditors**
 Approve.....Votes Disapprove.....Votes Abstain.....Votes
- 8.2 To consider the auditors' remuneration**
 Approve.....Votes Disapprove.....Votes Abstain.....Votes
- Agenda 9 To consider any other business (if any)**
- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 Approve.....Votes Disapprove.....Votes Abstain.....Votes

(5) Vote of the proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the shareholders.

(6) In case I/We do not specify the authorization or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorize to consider and vote the matter on my/our behalf as the Proxy deems appropriate.

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me/us in all respect except for vote of the Proxy which is not in accordance with this Proxy Form.

Signed Shareholder
 (.....)

Signed Proxy
 (.....)

Signed Proxy
 (.....)

Signed Proxy
 (.....)

Remark:

1. This Proxy Form C shall be applicable only for the Shareholders listed in the share register book as the foreign investors appointing the Custodian in Thailand.
2. The following documents shall be attached with this Proxy Form:
 - (1) Power of Attorney from a shareholder authorizing a custodian to sign the Proxy Form on behalf of the shareholder.
 - (2) Letter certifying that the person signing the Proxy Form is authorized to engage in custodian business.

3. The shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
4. In the agenda relating the election of Directors, it is applicable to elect either nominated directors as a whole or elect each nominated director individually.
5. In case there are agenda other than the agenda specified above, the additional statement can be specified by the shareholder in the Regular Continued Proxy Form C as enclosed.

REGULAR CONTINUED PROXY FORM C

Authorization on behalf of the Shareholders of **Pacific Pipe Public Company Limited (PAP)**

For **The 2022 Annual General Meeting of Shareholders to be held on Tuesday April 12th, 2022 through electronic meeting platforms only** or at any adjournment thereof to any other date, time and venue.

-
- Agenda No.** **Subject**
- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 Approve Votes Disapprove Votes Abstain Votes

- Agenda No.** **Subject**
- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 Approve Votes Disapprove Votes Abstain Votes

- Agenda No.** **Subject**
- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 Approve Votes Disapprove Votes Abstain Votes

- Agenda No.** **Subject**
- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 Approve Votes Disapprove Votes Abstain Votes

- Agenda No.** **Subject**
- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
 Approve Votes Disapprove Votes Abstain Votes

Agenda No. **To elect directors (continued)**

Name of Director

Approve Disapprove Abstain

Name of Director

Approve Disapprove Abstain

Name of Director

Approve Disapprove Abstain

Name of Director

Approve Disapprove Abstain

Name of Director

Approve Disapprove Abstain

