



**The 2023 Annual General Meeting of Shareholders
Pacific Pipe Public Company Limited**

On Tuesday April 11th, 2023, at 2.00 p.m.
By electronic meeting platform (E-AGM) only

Note

1. Shareholders who wished to attend the meeting. Please check 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.

Subject Invitation to attend the 2023 Annual General Meeting of Shareholders

To: Shareholders

Enclosure:

1. Copy of minutes of the 2022 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 2023. (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. Privacy Notice for Annual General Meeting (Enclosure No.10)
11. Proxy Form A, Form B, Form C

The Board of Directors of Pacific Pipe Public Company Limited or PAP has resolved to hold the 2023 Annual General Meeting of Shareholders on Tuesday April 11th, 2023, at 2.00 p.m., through electronic meeting platforms only with the following agendas.

Agenda 1

To consider and certify the Minutes the 2022 Annual General Meeting of Shareholders.

Objective and Reason:

The 2022 Annual General Meeting of Shareholders held on Thursday, April 12th, 2022, 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 2022 Annual General Meeting of Shareholders was recorded accurately. The Board of Directors recommended the meeting to approve the 2022 Annual General Meeting of Shareholders held on Thursday, April 12th, 2022.

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 2022.

Objective and Reason:

The company was summary the report about the Company results of the operations of the year which is shown Annual report 2022 (QR Code, in Notification of meeting) to the shareholders with this 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 2022.

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, 2022.

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 2022 (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 on December 31st, 2022, 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 omission.

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 lost as listed on the 2022 Separate financial statements in the amount of 334.96 million baht. The Board of Directors considered omitted dividend to shareholders.

Comparison of the dividend payment of fiscal year 2020 – 2022 is as follows:

รายการ		2020	2021	2022
1. Net (Loss) Profit	(million baht)	203.12	554.69	(334.96)
2. Share	(million shares)	660	660	660
3. Dividend	(baht/share)	0.18	0.84	-
4. Proportion of dividend of net profit	(%)	58.06	100	-

The Board's Opinion:

The Board of Directors recommend the meeting to approve the dividend omitted to the shareholders entitled to attend the 2023 Annual General Meeting and whose name were enlisted in the Record Date by March 9th, 2023.

Whereas all rights to receive dividends is uncertain until approved by resolution in 2023 Annual General Meeting.

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 5

To consider the amendment to the Company's Articles of Association.

Objective and Reason:

In order for the Company's current business operations to be flexible and to operate in accordance with the law. The Board of Directors agrees to amend the Company's Articles of Association as follows:

Item	Original text	Edited to
11	<p>The Company shall have a Board of Director which consists of at least 5 persons. The Board of Directors shall provide that at least half (1/2) of the directors shall reside within the Kingdom of Thailand. The directors shall have qualifications as specified by law.</p> <p>No director shall operate any competitive business or become a partner or director in other company which operates the same business as the company does unless he/she have already notified this matter to the shareholders' meeting before the approval of resolution for his/her appointment.</p>	<p>The Company shall have a Board of Director which consists of at least 5 persons and not more than 15 persons. The Board of Directors shall provide that at least half (1/2) of the directors shall reside within the Kingdom of Thailand. The directors shall have qualifications as specified by law.</p> <p>No director shall operate any competitive business or become a partner or director in other company which operates the same business as the company does unless he/she have already notified this matter to the shareholders' meeting before the approval of resolution for his/her appointment.</p>

Item	Original text	Edited to
	<p>The Board of Director has the duties to manage the Company in compliance with law, company's objective, and company's article as well as the resolution of shareholders' meeting with honesty and carefully preserve of the company.</p> <p>Notified to the Board of Director immediately in case of the director has the conflict of interest both of direct or indirect in any contract which made by the Company during the fiscal year or holding shares or debenture in company and subsidiary by specifying total number increasing or decreasing during the fiscal year.</p>	<p>The Board of Director has the duties to manage the Company in compliance with law, company's objective, and company's article as well as the resolution of shareholders' meeting with honesty and carefully preserve of the company.</p> <p>Notified to the Board of Director immediately in case of the director has the conflict of interest both of direct or indirect in any contract which made by the Company during the fiscal year or holding shares or debenture in company and subsidiary by specifying total number increasing or decreasing during the fiscal year.</p>
25	<p>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 <u>a newspaper</u> not less than 3 days prior to the date of the meeting for 3 consecutive days.</p> <p>The shareholders' meeting can be held at the locality where the company's head office is located or in other provinces throughout the Kingdom.</p>	<p>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 <u>a newspaper or electronic media, or any other media as permitted by the law</u> not less than 3 days prior to the date of the meeting for 3 consecutive days.</p> <p>The shareholders' meeting can be held at the locality where the company's head office is located or in other provinces throughout the Kingdom.</p>
36	<p>Dividends shall not be paid other than out of profits. If the Company remains to have the accumulated loss, no dividends shall be distributed.</p> <p>Unless a case of preferred stock that other are specified by the company's article. Dividends shall be distributed according to the number of shares on an equal basis.</p> <p>Payment of dividends shall be approved by the shareholders' meeting.</p> <p>The Board of Directors may pay interim dividends to the shareholders from time to time as it deems appropriate in view of the Company's profit. Such payment shall be</p>	<p>Dividends shall not be paid other than out of profits. If the Company remains to have the accumulated loss, no dividends shall be distributed.</p> <p>Unless a case of preferred stock that other are specified by the company's article. Dividends shall be distributed according to the number of shares on an equal basis.</p> <p>Payment of dividends shall be approved by the shareholders' meeting.</p> <p>The Board of Directors may pay interim dividends to the shareholders from time to time as it deems appropriate in view of the Company's profit. Such payment shall be</p>

Item	Original text	Edited to
	<p>reported to the shareholders at the next shareholders' meeting.</p> <p>Payment of dividends shall be made within one (1) month of the date of the resolution rendered by the shareholders' meeting or the Board of Directors' meeting. A written notice of the dividend payment shall be given to the shareholders and published in <u>a newspaper</u>. Not charge interest to the company if the dividend payment is done under the law's period.</p> <p>In case of the Company has yet to issue of all its registered shares or has registered the increase of capital, it shall make dividend payments in full or in part by way of issuing new ordinary shares to the shareholders, with the approval of the shareholders' meeting.</p>	<p>reported to the shareholders at the next shareholders' meeting.</p> <p>Payment of dividends shall be made within one (1) month of the date of the resolution rendered by the shareholders' meeting or the Board of Directors' meeting. A written notice of the dividend payment shall be given to the shareholders and published in <u>a newspaper or electronic media, or any other media as permitted by the law</u>. Not charge interest to the company if the dividend payment is done under the law's period.</p> <p>In case of the Company has yet to issue of all its registered shares or has registered the increase of capital, it shall make dividend payments in full or in part by way of issuing new ordinary shares to the shareholders, with the approval of the shareholders' meeting.</p>

The Board's Opinion:

The Board of Directors recommend the Meeting to approve amendment to the Company's Articles of Association.

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 divided 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. Dr. Vicharn Aramvareekul Independent director
 2. Ms. Thitima Vatanasakdakul Executive director
2. The Remuneration Nomination and Corporate Governance Committee has proposing two directors to be re-elect as the director for another term. The nomination method and curricula vitae of the directors was shown in Enclosure No.2 and No.3.
3. The nominated persons are considered according to the Company's process, who are qualified according to relevant criteria and suitable for the Company's business operations.
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 December 1st, 2022 – December 31st, 2022. 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. Dr. Vicharn Aramvareekul Independent director
2. Ms. Thitima Vatanasakdakul Executive director

The Board of Directors considered that the nominated independent directors are qualified according to the laws related to the independent director requirements 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 two directors are suitable for the position of director, which can support and provide opinions related to the business of the company. And agreed to propose to the shareholders to consider re-elected as a director 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 increase of the number of directors and the appointment of new directors.

Objective and Reason:

To increase the potential of business operation and the diversity of the board structure. The Remuneration Nomination and Corporate Governance Committee has considered proposing to increase the number of directors from 7 to 9 and propose the appointment of new directors namely.

- | | | |
|----------------|---------------|----------------------|
| 1. Dr. Somchai | Harnhirun | Independent director |
| 2. Mr. Kanin | Lekapojpanich | Executive director |

The nominated persons are considered according to the Company's process, who are qualified according to relevant criteria and suitable for the Company's business operations. The nomination method and curricula vitae of the directors was shown in Enclosure No.2 and No.3.

The Board's Opinion:

The Board of Directors with exception of directors which having conflict of interest in this matter recommended the meeting to increase the number of directors from 7 to 9 persons and appoint of new directors namely.

- | | | |
|----------------|---------------|----------------------|
| 1. Dr. Somchai | Harnhirun | Independent director |
| 2. Mr. Kanin | Lekapojpanich | Executive director |

The Board of Directors considered that the nominated independent directors are qualified according to the laws related to the independent director requirements 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 two directors are suitable for the position of director, which can support and provide opinions related to the business of the company. And agreed to propose to the shareholders to consider appointing as a director.

As a result, Dr. Somchai Harnhirun will appointed as Independent Director and the member of Audit Committee, if he is nominated to be independent Director by the 2023 Annual General Meeting of Shareholders. Regarding to the Company's Board of Director Meeting No.2/2023 held on February 23rd, 2023.

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 8

To consider the directors' remuneration for year 2023.

Objective and Reason:

In accordance with Article 14 of the Articles of Association of the Company, the Directors shall be entitled to receive remuneration from the Company by means of award, meeting allowance, pension, bonus, or any other benefits in accordance with these Articles or as approved by the shareholders' meeting. The Directors shall also have the right to receive allowances and fringe benefits in accordance with the Company's regulations.

The Remuneration Nomination and Corporate Governance Committee considered the 2023 remuneration of directors is set at no more than 6,800,000 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 regard, 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)	2021	2022	2023
Remuneration of directors	5,500,000	5,500,000	6,800,000
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	25,000	480,000
- Vice Chairman	20,000	360,000
- Executive Director	-	240,000
- Non-Executive Director	20,000	240,000
Audit Committee (AC)		
- Chairman	20,000	300,000
- Member	15,000	150,000
Remuneration Nomination and Corporate Governance Committee (RNC)		
- Chairman	15,000	240,000
- Executive Director	-	90,000
- Non-Executive Director	10,000	120,000
Executive and Risk Management Committee (ERC)		
- Chairman	15,000	240,000
- Executive Director	-	90,000
- Non-Executive Director	10,000	120,000

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

Other benefits

- None -

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 2023 at no more than 6,800,000 Baht.

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 9

To consider the appointment of the auditors and the auditor's fee for year 2023.

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 2023 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 shareholders' Meeting to consider and approve the appointment of the auditors and audit fee namely.

- Ms. Wilai Sunthonwanee Certified Public Accountant No. 7356, or
 - She has been an auditor for the Company for 1 year since 2022.
 - She had signed on the financial statements of the company since 2022
- Ms. Chonlaros Suntiasvaraporn Certified Public Accountant No. 4523, or
 - She has been an auditor for the Company for 1 year since 2022.
 - She had signed on the financial statements of the company from 2013 to 2016

3. Mr. Chatchai Kasemsrithanawat Certified Public Accountant No. 5813
 - He has been an auditor for the Company for 1 year since 2022.
 - Never sign on the financial statements of the company

As the Company' auditors for the accounting period in 2023 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 the majority vote of shareholders and proxy holders who attend the meeting and vote.

Agenda 10

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 (Enclosure No.6). And information of independent directors that the Company proposed to be a proxy, details are shown in enclosure No. 5.

Yours sincerely

..... - Signed by -
(Mr. Kriengkrai Rukkulchon)
Chairman

– Translate –

**The 2022 Annual General Meeting of Shareholders
Pacific Pipe Public Company Limited
Tuesday, April 12th, 2022**

Meeting electronic means pursuant to the Emergency Decree on Electronic Meetings B.E. 2563 (2020) by broadcasting from the live at Meeting room, 24th Floor, Lumpini Tower, Rama4 Rd., Thungmahamek, Sathorn, Bangkok.

The Meeting started at 02.00 p.m.

Mr. Kriengkrai Rukkulchon is a chairman of the meeting and assign Ms. Khanatsawan Phoowattanadilokkoon as the moderator of the meeting.

The directors who attended the meeting at meeting room 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. Thitima | Vatanasakdakul | Executive Director and Chief Financial Officer |
| 8. Ms. Viriya | Ampornnapakul | Company Secretary |
| 9. Mr. Thitakorn | Ussayaporn | Chief Marketing Director |
| 10. Mr. Pert | Leevilaikunratt | Deputy Director of Accounting & Financial |

The auditor and advisor who attended the meeting on electronic meeting as follows:

- | | | |
|-----------------|----------------------|--|
| 11. Watoo | Kayankarnavee | Auditor from EY Corporate Services Company Limited |
| 12. Ms. Sirarom | Cheungsonphonvitawas | 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 2022 AGM and there was a total of 44 shareholders which accounted for 528,604,300 shares or 80.0916% of 660,000,000 total ordinary shares, achieving the quorum according to the Company's articles.

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 on the website soonest.

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. 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.
4. 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 can type the question in chat box.

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, and send questions in advance before AGM meeting date

since March 11th, 2022, to March 31st, 2022. Shareholders submitted 1 question in advance which would be answered in the relevant agenda.

However, no shareholders proposed agendas, nominees. The meeting proceeded according to following agendas:

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

The company informed to shareholders that the Company sent a copy of the minute of the 2021 Annual General Meeting of Shareholders which held on April 22nd, 2021, to shareholders in advance.

There were no questions; the moderator asked the shareholders to vote.

Resolution

The meeting considered and resolved unanimously to approve the Minutes of the 2021 Annual General Meeting of Shareholders. The votes are as follows:

Vote	Share (s)	Percentage (%)
Approved	528,603,300	100.0000
Disapproved	0	0.0000
Abstained	0	
Invalid ballot	0	
Total vote (s)	528,603,300	100.0000

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

The Company results of the operations of the year 2021 are as follows:

Revenue

The company had total revenue of 9,716 million baht, which was an increase from the year 2020 of 2,330 million baht or 31.55%. Because of the Steel prices have been rising steadily throughout the year. Including the increase in domestic steel consumption from the previous year. Despite the ongoing situation of the spread of the COVID-19 virus

Gross profit and net profit

The company had gross profit of 1,174 million baht or 12.07% of total revenue compare the last year gross profit margin of 9.82% of total revenue. The company had net profit of 555 million baht or 5.71% of total revenue, which decreased from year 2020 of 2.75%. Because of steel prices in the Thai market and the world market continue to increase.

Revenue structure

Revenue structure divided by type of customer group (1) Dealer is 76.34% (2) Construction project is 13.25% and (3) Industrial is 10.40%. The industrial group has an increase from the previous year. Meanwhile, the construction projects group has decreased due to the impact of lock down and closure of construction workers' camps.

Financial position

The company had asset of 5,420 million baht, which increased from year 2020 of 19.37% due to the increasing in inventory and accounts receivable from higher steel prices. The company had liabilities of 2,494 million baht, which increased from year 2020 of 17.79% due to short-term loan from finance institutions increased.

ROE & ROA

ROE was 19% and ROA was 10%, which increases following the net profit margin for the year 2020.

Liquidity

D/E ratio was 0.85, which increased from year 2020 but still less than 1 times which is in accordance with the company policy. Current Ratio was 1.59, which increased from year 2020. In summary, liquidity remains in good condition.

Inventory & AR Day

The average collection period is 33 days, decreasing from 42 days in the previous year. The faster collection period from the previous year is mainly based on the structure of the customer group that is the dealer group. It is in accordance with the company's credit policy. Average inventory sales period is 80 days, an increase from 2020 to 76 days. Since the market still has demand for steel and the price continues to increase, the company has a policy to store products to suit the situation.

Customer Engagement & Partnership

Build a relationship with stakeholders by joining as a member in each association. Including the company had training and seminars to disseminate knowledge about steel pipe products and construction work. There were over 1,670 participants.

Human Resource Development

The Company provides internal training for executives and employees to develop their potential and knowledge in various areas such as safety, promotion of competency in specific fields and human resource management.

Care and prevention of COVID-19 for employees

The company has allocated 2 vaccinations to each employee and built a field hospital (FAI) totaling 80 beds.

Digital Transformation

The company has applied technology to use in operations. Such as IOT (Internet of Things) for application and development of production processes, CRM system (Customer Relationship Management) for managing customer data and complaints systematically, as well as e-Document and online document approval systems to increase work efficiency and reduce the use of paper.

Important events in 2021

In 2019, the company was certified by the Collective Action against Corruption (CAC). And year 2021 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. The company has been certified by the Federation of Thai Industries, registering products manufactured in Thailand, Made in Thailand (MiT), as well as being considered by the Ministry of Industry to receive the Green Industry Award Level 3. The company received an excellent CG score for the third year in a row. In addition, the company was ranked among the "A sustainable company worth investing in 2021" and the company has been certified as "CFO SCOPE II" by Thailand Greenhouse Gas Management Organization (Public Organization).

In this regard, the Company gave the shareholders an opportunity to ask questions and offer additional opinions on the aforementioned agenda. Mr. Thanin Ngamwittayapong, a shareholder, asking if considering the weight of the steel sold, the quantity of steel sold increases or decreases.

Mr. Thitakorn Ussayaporn, Chief Marketing Officer informs that if comparing the amount of steel sold in 2021 and 2020, it was found that the amount of steel sold decreased.

There were no questions; the moderator asked the meeting to acknowledge the Board of Directors' report on the Company results of the operations of 2021.

Resolution

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.

The company has sent the financial statements with the invitation letter for the 2021 Annual General Meeting of Shareholders in QR Code. The financial statement of the company was audited by auditor from EY Office Company Limited.

And this meeting Ms. Watoo Kayankarnavee, an auditor from EY Office Company Limited, attended the meeting. to answer questions on related issues with the balance sheet and income statement of the Company for the year 2021

In this regard, the Company gave the shareholders an opportunity to ask questions and offer additional opinions on the aforementioned agenda. There were no questions; the moderator asked the shareholders to consider and vote.

Resolution

The meeting considered and approved of balance sheets and statement of income of the Company and subsidiaries for the year ended December 31st, 2021, by majority votes as follows:

Vote	Share (s)	Percentage (%)
Approved	528,604,300	100.0000
Disapproved	0	0.0000
Abstained	0	
Invalid ballot	0	
Total vote (s)	528,604,300	100.0000

Note: In this agenda, there were more shareholders attending the meeting, amounting to 1,000 shares.

Agenda 4 To consider 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 2021, The Company had 555-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 0.84 baht per share or 100% of net profit to the shareholders entitled to attend the 2022 Annual General Meeting, receive the dividend and whose names were listed in the record date in March 11th, 2022. The date of dividend payment is May 5th, 2022.

The right to receive such dividend is not certain until it is approved by the 2022 Annual General Meeting of Shareholders.

In this regard, the Company gave the shareholders an opportunity to ask questions and offer additional opinions on the aforementioned agenda. The Company received an advance question via email from a shareholder, Mr. Thanin Ngamwittayapong, asking about the reason for the dividend payment from the operating results of 2021 at 100% of the net profit, while the operating results of the 4th quarter of 2021 returned a loss. The company should set aside some profits to pay dividends in the following year. In case of bad results or not.

Ms. Thitima Vatanasakdakul, Chief of Financial Officer informs that the company considers the ability to make profits, with a D/E ratio of 0.8 times, which is liquidity and has the ability to borrow, including being sufficient for investment in creating other dimensions in the future. Therefore, consider paying dividends at the rate of 100%.

There were no questions; the moderator asked the shareholders to consider and vote.

Resolution

The meeting considered and resolved unanimously to approve dividend payment in the rate at 0.84 baht per share or 100% of net profit to the shareholders entitled to attend the 2022 Annual General Meeting, receive the dividend and whose names were listed in the record date on March 11th, 2022. The date of dividend payment is May 5th, 2022. The votes are as follows:

Vote	Share (s)	Percentage (%)
Approved	528,604,300	100.0000
Disapproved	0	0.0000
Abstained	0	
Invalid ballot	0	
Total vote (s)	528,604,300	100.0000

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

To be comply and support with online business operation. The Company therefore added the Company's objectives in the amount of 1 item with the message that "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."

And in accordance with the increasing objectives therefore amended Clause 3 of the Memorandum of Association (Objectives) from 46 items to 47 items.

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).

In this regard, the Company gave the shareholders an opportunity to ask questions and offer additional opinions on the aforementioned agenda. There were no questions; the moderator asked the shareholders to consider and vote.

Resolution

The meeting considered and resolved unanimously to approve added the Company's objectives in the amount of 1 item with the message that "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". And in accordance with the increasing objectives therefore amended Clause 3 of the Memorandum of Association (Objectives) from 46 items to 47 items. The votes are as follows:

Vote	Share (s)	Percentage (%)
Approved	528,604,300	100.0000
Disapproved	0	0.0000
Abstained	0	
Invalid ballot	0	
Total vote (s)	528,604,300	100.0000

Agenda 6

To consider and appoint the 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 2 directors who retired by rotation:

- | | | |
|------------------|---------------|----------------------|
| 1. Mrs. Udomwara | Dechsongjarus | Independent Director |
| 2. Mrs. Aeimporn | Punyasai | Executive Director |

The director No. 1 Mrs. Udomwara Dechsongjarus, Independent Director would not to be nominated for another appointed term as a director.

Board of Directors Consider the suitability for the maximum benefit of the Company's operations along with the qualifications and diversity in terms of skills, knowledge, abilities, and professional experience which from considering the history and experience including past performance of directors.

Board of Directors proposing Mrs. Aeimporn Punyasai as the company director for another term and proposing Mr. Bunsak Aphichartanat as Independent Director replace director who instead of directors who do not wish to renew their terms. The curriculum vitae has been attached to the invitation letter to the meeting for shareholders in advance.

Board of Directors (excluding stakeholders) have carefully considered and scrutinized their qualifications, knowledge, abilities and experiences including performance and agree that both directors are suitable for the position of director who able to support and give opinions and consider various aspects of the company's business. The director No.2 has qualifications according to the definition of an independent director of the Company.

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, 2021, to December 31st, 2021. However, no shareholders proposed any nominee.

In this regard, the Company gave the shareholders an opportunity to ask questions and offer additional opinions on the aforementioned agenda. There were no questions; the moderator asked the shareholders to consider and vote.

Resolution

- The meeting considered and approved the re-appointment of Mrs. Aeimporn Punyasai as Executive Director for another term by unanimous votes as follows:

Vote	Share (s)	Percentage (%)
Approved	528,604,300	100.0000
Disapproved	0	0.0000
Abstained	0	
Invalid ballot	0	
Total vote (s)	528,604,300	100.0000

- The meeting considered and approved the appointment of Mr. Bunsak Aphichartanat as Independent Director by unanimous votes as follows:

Vote	Share (s)	Percentage (%)
Approved	528,604,300	100.0000
Disapproved	0	0.0000
Abstained	0	
Invalid ballot	0	
Total vote (s)	528,604,300	100.0000

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

The Compensation for the Board of Directors includes meeting allowance, gratuity, training fee, bonus and medical treatment fee and Executive Directors will receive only gratuity. The Company had sent the details of the directors' remuneration 2022 and the previous year in the invitation 2022 Annual General Meeting to the shareholders in advance.

The Board of Directors agreed with the remuneration guidelines recommended by the Remuneration Nomination and Corporate Governance Committee 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. It was agreed that 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. In this regard, the allocation of remuneration will be delegated to the consideration of Remuneration Nomination and Corporate Governance Committee.

In this regard, the Company gave the shareholders an opportunity to ask questions and offer additional opinions on the aforementioned agenda. There were no questions; the moderator asked the shareholders to consider and vote.

Resolution

The meeting approved the directors' remuneration for year 2022 in the amount not exceeding 5,500,000 baht and director's bonus 5,500,000 baht by unanimous vote as follows:

Vote	Share (s)	Percentage (%)
Approved	528,604,300	100.0000
Disapproved	0	0.0000
Abstained	0	
Invalid ballot	0	
Total vote (s)	528,604,300	100.0000

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

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. The names of the auditors are as follows:

- | | | |
|------------------|------------------|--|
| 1. Ms. Wilai | Sunthonwanee | Certified Public Accountant No. 7356 |
| 2. Ms. Chonlaros | Suntiasvaraporn | Certified Public Accountant No. 4523 and |
| 3. Mr. Chatchai | Kasemsrithanawat | Certified Public Accountant No. 5813 |

(Ms. Chonlaros Suntiasvaraporn had signed on the financial statements of the company for year 2013-2016)

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.

As the Company' auditors for the accounting period in 2022 and the auditing fee is 1,540,000 Baht. which has the details from 2020-2022 are as follows:

	2020	2021	2022
Company audit fee	1,540,000	1,540,000	1,540,000
Others	-	-	
Total	1,540,000	1,540,000	1,540,000

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.

In this regard, the Company gave the shareholders an opportunity to ask questions and offer additional opinions on the aforementioned agenda. There were no questions; the moderator 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 unanimous votes as follows:

Vote	Share (s)	Percentage (%)
Approved	528,604,300	100.0000
Disapproved	0	0.0000
Abstained	0	
Invalid ballot	0	
Total vote (s)	528,604,300	100.0000

2. Approved with unanimous vote the auditor's fee of 2022 in the amount of 1,540,000 baht as follows:

Vote	Share (s)	Percentage (%)
Approved	528,604,300	100.0000
Disapproved	0	0.0000
Abstained	0	
Invalid ballot	0	
Total vote (s)	528,604,300	100.0000

Agenda 9 To consider any other business (if any)

- None -

More questions from shareholders as follows:

Mr. Thanin Ngamwittayapong (shareholder)

- Does the company have an idea to enter the bitcoin business or not?

Mrs. Aeimporn Punyasai, Chief Executive Officer informs that the company's core value is focused on steel products, so in the short to medium term, the company has no plans to enter the Bitcoin mining business.

Mr. Winai Rungtivasuwan (shareholder)

- As the executive has set a target of 400,000 tons of steel sales for the company opportunity day in 2022, could you please provide more information on the strategy, specifically which products or sales channels will receive the most focus?

Mr. Thitakorn Ussayaporn, Chief Marketing Officer informs that for 2022, the company's main marketing priority will be promoting its steel sheet products, which will include services like cutting, drilling, and welding, to maintain quality control that meets the needs of its customers.

Over the previous year, the company has integrated various technologies into its business operations, including the use of IoT in its production processes and placing greater emphasis on customer satisfaction as a key aspect of its branding strategy. This has been achieved through the implementation of a CRM system that enables the management of customer requirements and tracks satisfaction levels.

The company's marketing channels consist of dealers, contractors, construction, and industrial projects. For the upcoming year, the company will concentrate on the construction project group, as the government is investing more in public infrastructure and basic structures. In addition, the industrial customer group has shown continuous growth since 2020, and the company has identified their purchasing behavior and requirements through its CRM system, which has helped to drive its growth.

In this regard, the Company gave the shareholders an opportunity to ask questions and offer additional opinions. No addition question was raised; the moderator of the meeting thanked all shareholders for attention and adjourned the meeting at 3.00 pm.

Name _____ -Sign- _____ Chairman
(Mr. Kriengkrai Rukkulchon)

Name _____ -Sign- _____ Company Secretary
(Ms. Viriya Ampornapakul) / 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. In year 2023, there are 2 retiring director by rotation who are re-elected as the Directors for another term and appoints 2 new directors. 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. Besides, 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 2023.

- | | | |
|----------------|----------------|----------------------|
| 1. Dr. Vicharn | Aramvareekul | Independent director |
| 2. Ms. Thitima | Vatanasakdakul | Executive director |

The name lists of new directors in year 2023.

- | | | |
|----------------|---------------|----------------------|
| 1. Dr. Somchai | Harnhirun | Independent director |
| 2. Mr. Kanin | Lekapojpanich | Executive director |

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



Dr. Vicharn Aramvareekul

Age: 74 years

Proposed Position: Independent director.

Tenure: 9 years (from April 24th, 2014, to the date of 2023 Annual General Meeting of Shareholder)

Number of Meeting Attendance in Year 2022:

- PAP Board of Directors: 8/8 time (100%)
- Audit Committee: 8/8 time (100%)
- Shareholder Meeting: 1/1 time (100%)

Number of Shares includes spouse and minor children: -None- (As of December 30th, 2022)

Family Relationship among Director and Management: -None-

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 Makes 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 Co., Ltd.
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

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 directors who are retired
by rotation and nomination as directors for another term.**



Ms. Thitima Vatanasakdakul

Age: 42 years

Proposed Position: Executive director.

Tenure: 9 years (from April 23rd, 2013, to December 31st, 2019, and December 1st, 2021, to the date of 2023 Annual General Meeting of Shareholder)

Number of Meeting Attendance in Year 2022:

- PAP Board of Directors: 7/8 time (87.50%)
- Executive and Risk Management Committee: 17/17 time (100%)
- Shareholder Meeting: 1/1 time (100%)

Number of Shares includes spouse and minor children: -None- (As of December 30th, 2022)

Family Relationship among Director and Management: -None-

Education Qualifications:

- Master of E-Commerce with Distinction Award, University of Wollongong, Australia
- Master of International Economics and Finance, Chulalongkorn University
- Bachelor of Finance, Chulalongkorn University

Training from IOD:

- Director Certificate Program (DCP 177/2013)

Work Experience in the past 5 years:

October 2022 – Present	Executive director, Pacific Pipe Public Company Limited
2021 – September 2022	Chief Financial Officer, Pacific Pipe Public Company Limited
2010 – 2021	Chief Operating Officer, Pacific Pipe Public Company Limited
2006 – 2019	Director, Tamose Trading Company Limited
1999 – 2019	Director, Meesup Transport 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 directors who are nominated as directors.



Dr. Somchai Harnhirun

Age: 65 years

Proposed Position: Independent director.

Tenure: -None-

Number of Meeting Attendance in Year 2022: -None-

Number of Shares includes spouse and minor children: -None- (As of December 30th, 2022)

Family Relationship among Director and Management: -None-

Education Qualifications:

- Doctor of D. (Economics), Concordia University, Canada
- Master of Master of Economics, Queen's University, Canada
- Master of M.A. (Industrial Economics), National Institute of Development Administration
- Bachelor of Economics Program, Thammasat University

Training from IOD:

Director Accreditation Program (DAP 79/2009)

Training from other:

Chief executive, Institute of the Civil Service Commission, National Defence College (NDC. 2009)

Work Experience in the past 5 years:

- | | |
|----------------|--|
| 2019 – Present | Senator |
| 2017 – 2019 | Deputy Minister of industry |
| 2017 – 2017 | Vice Minister to Ministry of Industry
Chairman of Industrial Estate Authority of Thailand |
| 2016 – 2017 | Permanent Secretary, Ministry of Industry
Chairman of the Board of Directors, SME Development Bank
Board of Directors, Board of Investment (BOI) |

Current Director Position in Other Organization:

In listed companies: Synnex (Thailand) 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 new directors who are nominated as directors.



Mr. Kanin Lekapojpanich

Age: 32 years

Proposed Position: Executive director.

Tenure: -None-

Number of Meeting Attendance in Year 2022: -None-

Number of Shares includes spouse and minor children: 24,250,000 shares or 3.67% (As of December 30th, 2022)

Family Relationship among Director and Management: Son of Mr. Somchai Lekapojpanich

Education Qualifications:

- Master/Bachelor of Electrical and Electronic Engineering, Imperial College London

Training from IOD:

-None-

Work Experience in the past 5 years:

Oct 2022 – Present	Acting Chief Operating Officer, Pacific Pipe Public Company Limited
2021 – Sep 2022	Business Development Manager, Pacific Pipe Public Company Limited
2020 – 2021	Continuous Improvement Manager, Pacific Pipe Public Company Limited
2018 – 2020	Business Analyst, ThoughtWorks Thailand Co., Ltd

Current Director Position in Other Organization:

In listed companies: -None-

In non-listed companies: 8 Companies

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 2023

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's 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
Suntiasvaraporn**
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's 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's 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.

รายการ	2021	2022	2023
Pacific Pipe Public Company Limited	1,540,000	1,540,000	1,540,000
2 Subsidiaries ¹	-	-	-
Other	-	-	-
รวม	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 executive 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 persons 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 years 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.



Ms. Piyanus Chaikajornwat

Independent Director

Audit Committee

Remuneration Nomination and Corporate Governance Committee

Age: 47 Years

Tenure: 14 years 10 months (from June 12th, 2008, to the date of 2023 Annual General Meeting of Shareholder)

Number of Meeting Attendance in Year 2022:

- PAP Board of Directors: 8/8 time (100%)
- Audit Committee: 8/8 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, 2022)

Family Relationship among Director and 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.

Curricula vitae of Independent Directors to serve as proxy for shareholders.



Mr. Bunsak Apichartanat

Independent Director

Audit Committee

Age: 50 Years

Tenure: 1 year (from April 12th, 2022, to the date of 2023 Annual General Meeting of Shareholder)

Number of Meeting Attendance in Year 2022:

- PAP Board of Directors: 8/8 time (100%)
- Audit Committee: 8/8 time (100%)

Number of Shares includes spouse and minor children: -None- (As of December 30th, 2022)

Family Relationship among Director and 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 Management Program in Management Innovation, Suan Sunandha Rajabhat University
- Bachelor of Cost Accounting, University of the Thai Chamber of Commerce
- Certified Public Accountant, Federation of Accounting Professions
- Administrative Receiver, Ministry of Commerce
- ASEAN Chartered Professional Accountant, Federation of Accounting Professions

Training from IOD:

- Director Accreditation Program (DAP194/2022)

Work Experience in the past 5 years:

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

Position in Other Organization:

In listed companies: -None-

In non-listed companies:

- 2013 – Present Director & Managing Director, VPB Audit Company Limited
- 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.

Conditions to Attend the Shareholders' Meeting

Pacific Pipe Public Company Limited or PAP scheduled to hold the 2023 Annual General Meeting of Shareholders on Tuesday April 11th, 2023, 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 do 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, 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 Item 1.
- 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 Item 1.

3. For foreign investor appointing the custodian in Thailand

- 3.1 To prepare and show all evidence 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 is not 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. 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, 2023**, onwards. The Company will open E-AGM registration 1 hours prior to the meeting, or from **1.00 p.m. on Tuesday April 11th, 2023**, 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 of 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.

How to scan a QR Code

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.

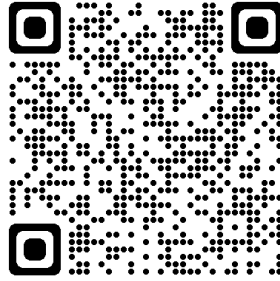
Remark: In case the notification does not appear on the screen of mobile phone, the QR Code can also be scanned with other applications such as QR CODE READER, Facebook, or Line.

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.

- Please scan the QR code for the surfing website on <https://pap.foqus.vc/registration/>
The system will be available to access from April 1st – 11th, 2023.



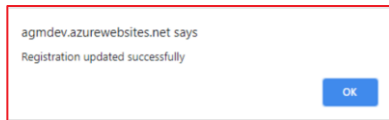
- Fill your shareholder's registration number and ID card number. And click a check mark in the Accept Terms box, then click on Submit.

- If information is correct, you will be allowed upload documents and a screen as below will be presented.
 - Email address:** For receive Web Link, username & password to joining E-meeting.
 - Phone Number:** In case company wants to contact with you.
 - Upload files:** Upload documents as specified in topic "Documents Required Prior to Attending the Meeting."
** Upload maximum 5 documents each time with each document not more than 5MB. Only jpg, png, gif & pdf files are allowed.*
 - Attend meeting:** Select the type of attendance.

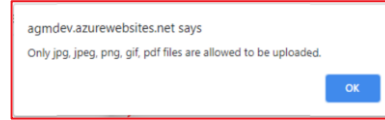
- Click on Submit button, you will get an alert for successful submission or rejection as shown below:

Or with error message indicating reason

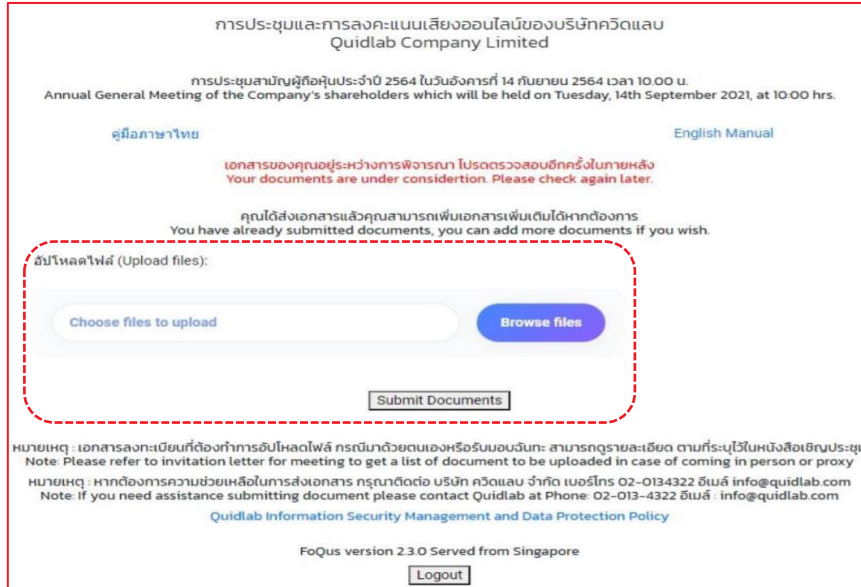
Successful submission



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.



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 chairperson 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 provides 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.

- (1) 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 chairperson of the meeting shall have a second and casting vote. One share shall count as one vote.

- (2) 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.

Privacy Notice for Annual General Meeting

Pacific Pipe Public Company Limited recognizes the importance of personal information. So, you can be confident that the company is transparent and responsible in collecting it. Use or disclose your information in accordance with the Personal Data Protection Act B.E. 2562 including other relevant laws. Therefore, would like to clarify to you the details of the collection used or disclosed as follows:

1. Sources and types of personal data collected by the Company.

1. Personal data that the company collect directly from data subjects in various service channels such as Procedure for applying, registering, signing documents or other service channels controlled by the company or when data subject communicates with the Company at the office or through other contact channels supervised by the Company, etc.
2. Personal data that the company collect from sources other than the data subject, where such data sources have legitimate reasons or have already received consent from the data subject in disclosing data to the Company.

In this regard, in the event that the data subjects refuse to provide the information necessary to provide the service of the company, it may result in the company unable to provide that service to data subjects wholly or in part. The collection and retention of personal data, the company will use lawful and limited means as necessary for the purposes that include.

Types of personal data	Details and examples
Personally Identifiable Information	Such as name-surname, age, date of birth, gender, identification number, passport number, driver's license number, signature, shareholder registration number, Tax ID number, nationality, etc.
Contact information	Such as address, phone number, email, etc.
Picture/Video information	Such as still images, photos when entering the company area, etc.
Account information on the platform	Such as user, password, etc.
Official document information	Such as copy of ID card, copy of house registration, copy of passport, etc.
Financial information	Such as bank account number, etc.
Information about relevant third parties	Such as reference person, beneficiary, etc.
The information collected from the company or automation from the company's various devices.	Such as IP Address, Voice, photo, video, Chat, etc.

The Company has no intention to collect such Sensitive Data such as religion, blood type, which appears on identity documents. You may conceal such data accordingly.

2. Purposes for the collection of Personal Data

To answer questions, provide assistance to data subjects and to comply with laws related to the Company's operations, such as gathering names of people who have the right to attend the meeting or pay dividends, identity verification registration, vote processing, preparation of minutes of meetings and any matters related to the shareholders' meeting.

3. Transfer and disclosure of personal information

The Company will not disclose and pass on your personal information to external agencies except with your consent or in the following cases.

1. To achieve the objectives stated in this Privacy Policy, the Company may need to disclose or share information only as necessary to service providers or third parties such as regulatory agencies, service provider for arranging shareholders' meetings, printing and postal service, financial institutions, etc.
2. The law or legal process requires disclosure or disclosed to the official government official or a competent authority to comply with a lawful order or request.

4. The Personal Data retention period

The company will retain your personal data only for the necessary duration as detailed in the policy or related laws. However, after the expiration of the period and your personal data is no longer necessary for the purpose. The company will delete or destroy or make your personal information anonymous in accordance with the format and standard for erasing personal information. In the event that there is a dispute in the exercise of rights or lawsuits related to your personal data, the Company reserves the right to keep that data until the dispute has a final order or judgment.

5. Your Rights as a Data Subject

According to the provisions under the Personal Data Protection Act, B.E. 2562, The data subject has the right to withdraw consent, access or obtain a copy, update or correct data rectification or destruction, objection to the collection, use or disclosure of personal data and to suspend the use of personal data However, the company may reserve the right not to comply with your request to exercise your rights under the law on personal data protection that the company is able to do.

6. Contacting or exercising rights

If you have any questions suggestions or concerns about the company's collection, use and disclosure of personal data or about this policy or you want to exercise your rights under the personal data protection law. You can contact us at Tel. (02) 816-2701, (02) 816-2211, (02) 816-2199 e-mail: PDPA.PAP@pacificpipe.co.th .

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 persons:

(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 2023 Annual General Meeting of Shareholders to be held on Tuesday April 11th, 2023, at 2:00 p.m. 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 people:

(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) **Ms. Piyanus Chaikajornwat (Independent Director)** Age **47** Year,
Pacific Pipe PCL., 1168/74 FL26th Lumpini Tower Building, Rama IV Road, Sathorn, Bangkok 10120 or

(4) **Mr. Bunsak Apichartanat (Independent Director)** Age **50** 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 2023 Annual General Meeting of Shareholders to be held on Tuesday April 11th, 2023, at 2:00 p.m. 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 2022 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 2022.

- 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, 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 4 To consider the dividend omission.

(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 Company's Articles of Association.

(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 Dr. Vicharn Aramvareekul
- Approve Disapprove Abstain.
- 6.2** Name of Director Ms. Thitima Vatanasakdakul
- Approve Disapprove Abstain.
- Agenda 7 To consider the increase of the number of directors and the appointment of new directors.**
- (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:
- 7.1** **To increase of the number of directors.**
- Approve Disapprove Abstain.
- 7.2** **To appointment of new directors, Dr. Somchai Harnhirun**
- Approve Disapprove Abstain.
- 7.2** **To appointment of new directors, Mr. Kanin Lekapojpanich**
- Approve Disapprove Abstain.
- Agenda 8 To consider the directors' remuneration for year 2023.**
- (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 9 To consider the appointment of the auditors and the auditor's fee for year 2023.**
- (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:
- 9.1** **To elect auditors.**
- Approve Disapprove Abstain.
- 9.2** **To consider the auditors' remuneration.**
- Approve Disapprove Abstain.
- Agenda 10 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 2023 Annual General Meeting of Shareholders to be held on Tuesday April 11th, 2023, at 2:00 p.m. 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 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

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

(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) **Ms. Piyanus Chaikajornwat (Independent Director)** Age **47** Year,
 Pacific Pipe PCL., 1168/74 FL.26th Lumpini Tower Building, Rama IV Road, Sathorn, Bangkok 10120 _____ or

(4) **Mr. Bunsak Apichartanat (Independent Director)** Age **50** Year,
 Pacific Pipe PCL., 1168/74 FL.26th 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 2023 Annual General Meeting of Shareholders to be held on Tuesday April 11th, 2023, at 2:00 p.m. 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 2022 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 2022.**

- 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, 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 4 To consider the dividend omission.**
 (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 Company's Articles of Association**
 (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 Dr. Vicharn Aramvareekul
 Approve.....Votes Disapprove.....Votes Abstain.....Votes
- 6.2** Name of Director Ms. Thitima Vatanasakdakul
 Approve.....Votes Disapprove.....Votes Abstain.....Votes
- Agenda 7 To consider the increase of the number of directors and the appointment of new directors.**
 (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:
- 7.1** **To increase of the number of directors.**
 Approve.....Votes Disapprove.....Votes Abstain.....Votes
- 7.2** **To appointment of new directors, Dr. Somchai Harnhirun**
 Approve.....Votes Disapprove.....Votes Abstain.....Votes
- 7.3** **To appointment of new directors, Mr. Kanin Lekapojpanich**
 Approve.....Votes Disapprove.....Votes Abstain.....Votes
- Agenda 8 To consider the directors' remuneration for year 2023.**
 (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 9 To consider the appointment of the auditors and the auditor's fee for year 2023.**
 (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:
- 9.1** **To elect auditors.**
 Approve.....Votes Disapprove.....Votes Abstain.....Votes
- 9.2** **To consider the auditors' remuneration.**
 Approve.....Votes Disapprove.....Votes Abstain.....Votes
- Agenda 10 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 authorized 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 2023 Annual General Meeting of Shareholders to be held on Tuesday April 11th, 2023, at 2:00 p.m. 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 Votes Disapprove Votes Abstain Votes

Name of Director

Approve Votes Disapprove Votes Abstain Votes

Name of Director

Approve Votes Disapprove Votes Abstain Votes

Name of Director

Approve Votes Disapprove Votes Abstain Votes

Name of Director

Approve Votes Disapprove Votes Abstain Votes