

AI Energy Public Company Limited



**Notice to
the Extraordinary General Meeting of Shareholders
No. 1/2021**

September 21, 2021

through Electronic Media (E-EGM)



บริษัท เอไอ เอนเนอร์จี จำกัด (มหาชน)
AI Energy Public Company Limited

AIE 149/2021

August 26, 2021

Subject : Invitation to attend the Extraordinary General Meeting of Shareholders No. 1/2021

To : Shareholders

Attachments :

1. A copy of minutes of the 2021 Annual General Meeting of Shareholders on April 5, 2021
2. Report Form for Capital Increase (F53-4)
3. Procedures required prior to attending the E-EGM, granting proxy, registration, and names and details of independent directors that shareholders can grant proxy
4. Company's Articles of Association relating to the Shareholders' meeting and voting rights
5. Proxy Form A
6. Proxy Form B
7. Registration Form for attending the E-EGM 1/2021

The Board of Directors of AI Energy Public Company Limited has passed a resolution to call the Extraordinary General Meeting of Shareholders No. 1/2021 to be held on September 21, 2021 at 10:00 hrs. only through Electronic Media (E-EGM), in accordance with criteria specified in related laws and regulations to consider the matters according to the agenda together with the Board's opinions as follows:

Agenda 1 To certify the Minutes of the 2021 Annual General Meeting of Shareholders held on April 5, 2021.

Preamble: The 2021 Annual General Meeting of Shareholders held on April 5, 2021. A copy of the mentioned minutes is attached as Attachment No. 1.

Board of Directors' opinion: The Board agrees that the Minutes of the 2021 Annual General Meeting of Shareholders on April 5, 2021 has correctly been stated and should be certified.

Agenda 2 To consider and Approve the Decrease in Registered Capital and Amendment of the Memorandum of Association

Preamble: the decrease of registered capital in the amount of 5,413 baht or 21,652 ordinary shares at par value of 0.25 baht per share which was the result of the 21,652 units of AIE-W2 remaining from the allotment of AIE-W2 on April 16, 2021. The

aforementioned ordinary shares remained unsubscribed and were not reserved for the exercise of AIE-W2 with details as follows;

Items	Before Capital Decrease (Par value 0.25 baht per share)	After Capital Decrease (Par value 0.25 baht per share)
Total Authorized Shares	6,278,750,314 Shares	6,278,728,662 Shares
Total Paid-up Shares	5,232,291,928 Shares	5,232,291,928 Shares
Total Authorized Shares for AIE-W2	1,046,458,386 Shares	1,046,436,734 Shares

and amend the Memorandum of Association clause 4 to align with the decrease in capital as follows;

Clause 4	Registered Capital	Amount	1,569,682,165.50 baht	(one thousand five hundred sixty nine million six hundred eighty two thousand one hundred sixty five baht fifty satang)
	Dividend into		6,278,728,662 shares	(six thousand two hundred seventy eight million seven hundred twenty eight thousand six hundred sixty two shares)
	Par value		0.25 baht	(twenty five satang)
			Dividend into	
	Paid-up Shares		5,232,291,928 shares	(five thousand two hundred thirty two million two hundred ninety one thousand nine hundred twenty eight shares)
	Shares reserved for the exercise of AIE-W2		1,046,436,734 shares	(one thousand forty-six million four hundred thirty-six thousand seven hundred thirty-four shares)
	Preferred Shares		-- shares	(--)

Board of Directors' opinion: The Board deemed appropriate to propose the EGM to approve to decrease the registered capital in the amount of 5,413 baht or 21,652 ordinary shares at par value of 0.25 baht per share which was the result of the 21,652 units of AIE-W2 remaining from the allotment of AIE-W2 and to amend clause 4 of the Company's Memorandum of Association to align with the capital decreased. The person entrusted by the Board of Directors or the Managing Director in registering the amendment of the Memorandum of Association of the Ministry of Commerce have the power to amend and add wording in order to comply with the order of the Registrar.

Voting Condition: This agenda must be approved by a vote of not less than three-quarters (3/4) of the total number of votes of the shareholders who attend the meeting and have the right to vote.

Agenda 3 To consider and Approve the Increase in Registered Capital and Amendment of the Memorandum of Association

Preamble: the increase of registered capital by 0.50 baht by issuing 2 new ordinary shares at par value of 0.25 baht per share to be reserved for the right adjustment of AIE-W2 and to align with the change in par value from 0.25 baht per share to 1.00 baht per share by reserve stock split. This is done to prevent fractional shares after the reverse stock split (Attachment 2). The details are as follows;

Items	Before Capital Increase (Par value 0.25 baht per share)	After Capital Increase (Par value 0.25 baht per share)
Total Registered Shares	6,278,728,662 shares	6,278,728,664 shares
Total Paid-up Shares	5,232,291,928 shares	5,232,291,928 shares
Total Registered Shares for AIE-W2	1,046,436,734 shares	1,046,436,736 shares

and amend the Memorandum of Association clause 4 to align with the increase in capital as follows;

Clause 4	Registered Capital	Amount	1,569,682,166 baht	(one thousand five hundred sixty nine million six hundred eighty two thousand one hundred sixty six baht)
	Dividend into		6,278,728,664 shares	(six thousand two hundred seventy eight million seven hundred twenty eight thousand six hundred sixty four shares)
	Par value		0.25 baht	(twenty five satang)
			Dividend into	
	Paid-up Shares		5,232,291,928 shares	(five thousand two hundred thirty two million two hundred ninety one thousand nine hundred twenty eight shares)
	Shares reserved for the exercise of AIE-W2		1,046,436,736 shares	(one thousand forty-six million four hundred thirty-six thousand seven hundred thirty-six shares)

Board of Directors' opinion: The Board deemed appropriate to propose the EGM to approve to increase the registered capital by 0.50 baht by issuing 2 new ordinary shares at par value of 0.25 baht per share to be reserved for the right adjustment of AIE-W2 and to align with the change in par value from 0.25 baht per share to 1.00 baht per share by reserve stock split and to amend clause 4 of the Company's Memorandum of Association to align with the capital increased. The person entrusted by the Board of Directors or the Managing Director in registering the amendment of the Memorandum of Association of the Ministry of Commerce have the power to amend and add wording in order to comply with the order of the Registrar.

Voting Condition: This agenda must be approved by a vote of not less than three-quarters (3/4) of the total number of votes of the shareholders who attend the meeting and have the right to vote.

Agenda 4 To consider and approve the Allotment of the Newly Issued Ordinary Shares

Preamble: the allotment of the 2 newly issued ordinary shares with par value of 0.25 baht per share to be reserved for the right adjustment of AIE-W2 which aligned with the change in par value from 0.25 baht per share to 1.00 baht per share by reverse stock split to prevent fractional shares after the reverse stock split.

Board of Directors' opinion: The Board deemed appropriate to propose the EGM to approve the allotment of the 2 newly issued ordinary shares with par value of 0.25 baht per share to be reserved for the right adjustment of AIE-W2 which aligned with the change in par value from 0.25 baht per share to 1.00 baht per share by reverse stock split to prevent fractional shares after the reverse stock split.

Voting Condition: This agenda must be approved by a vote of not less than half (1/2) of the total votes of the shareholders who attend the meeting and have the right to vote.

Agenda 5 To consider and approve the Change in Par Value by Reverse Stock Split and Amendment of the Memorandum of Association

Preamble: the reverse stock split is expected to help stabilize and reduce share price volatility; therefore, the board agrees to propose the change in par value from 0.25 baht per share to 1.00 baht per share by reverse stock split. This will affect the Company's

number of shares to decrease by 4,709,046,498 shares, from 6,278,728,664 with par value of 0.25 baht per share to 1,569,682,166 shares with par value of 1.00 baht per share. If there are remaining shares that cannot be combined, the Company will terminate said shares. The details are as follows;

Items	Before Change in Par Value (After Capital Increase in Agenda 3) (Par value 0.25 baht per share)	After Change in Par Value (Par value 1.00 baht per share)
Total Registered Shares	6,278,728,664 shares	1,569,682,166 shares
Total Paid-up Shares	5,232,291,928 shares	1,308,072,982 shares
Total Registered Shares for AIE-W2	1,046,436,736 shares	261,609,184 shares

and amend the Memorandum of Association clause 4 to align with the change of par value as follows;

Clause 4	Registered Capital	Amount	1,569,682,166 baht	(One thousand five hundred sixty nine million six hundred eighty two thousand one hundred sixty six baht)
	Dividend into		1,569,682,166 shares	(One thousand five hundred sixty nine million six hundred eighty two thousand one hundred sixty six shares)
	Par value		1.00 baht	(One baht)
			Dividend into	
	Paid-up Shares		1,308,072,982 shares	(One thousand three hundred and eight million seventy two thousand nine hundred eighty two shares)
	Shares reserved for the exercise of AIE-W2		261,609,184 shares	(Two hundred sixty-one million six hundred nine thousand one hundred eighty-four shares)
	Preferred Shares		-- shares	(--)

The calculation of changing the par value from 0.25 baht per share 1.00 baht per share will result in a number of shareholders who do not have enough shares to combine. The fractional shares from the calculation will be terminated. (Shareholders might consider purchasing more AIE shares or sell the remaining AIE shares so that the total shares held by shareholders are enough for the reverse stock split at the rate of 4 old ordinary shares

at original par value for 1 new ordinary share at the new par value). In the calculation and rounding the fractional shares processes, the Company will assign TSD, the securities registrar, to be responsible for the said processes according to the TSD operation. Nevertheless, to retain the rights of some shareholders which may be affected by the calculation and rounding process, shareholders may purchase or sell shares (odd lot) on the stock exchange to have enough shares for the calculation and rounding process before the effective date of the new par value. However, for shareholders who do not have enough shares to be combined and the said shares will be terminated, the Company will pay for the terminated shares at average price calculated by volume weighted average closing price of the Company's stock price 7 days prior to the EGM 1/2021, and the proceeds will be transferred to the shareholders' bank account as stated below.

Procedures for Requesting Compensations for Fractional Shares

1. Prepare Documents

1.1 Documents Confirming Shareholder's Identity as follows;

Individuals: Photo copy of ID, government official card, state enterprise employee card, or passport which is not expired on the request date

Juristic Persons: (1) photo copy of juristic person certificate issued by Department of Business Development, Ministry of Commerce or certificate of establishment of the juristic person (in case of foreign juristic person) which is issued within 6 months prior to the request date and
(2) photo copy of identity documents of authorized directors and has been certified by the authorized directors (same as documents for individuals)

1.2 Photo copy of the book bank which the shareholders wish the compensations to be transferred to and the name stated on the book bank shall be the same as the shareholder

All documents in 1. Shall be certified by the shareholders or authorized directors with Company stamp (if any)

2. Submit the documents in 1. to the Company at No. 55/2 Moo 8 Sethakit 1 Road,

Klonggmadaua , Krathum Bean, Samut Sakhon, 74110 in person or by postal within 1

month after the date that the stock has been traded at the new par value, meaning the next business day after the first day trading with the new par value.

The Company will transfer the compensation for the fractional shares to the shareholders after the Company has review the correctness of all information and documents after 1 month starting from the document received date. In case any shareholders do not request for the compensation for the fractional shares within the time limit, the Company will assume that the shareholders have waived their rights for the compensation.

The change in the par value meets the condition to adjust warrant conditions of AIE-W2 clause 6.1 “When the Company adjusts the par value of the ordinary shares, as a result of a share split or reverse share split of the previously issued shares”. Therefore, the Company has to adjust the exercise price for the benefit of the unitholders of AIE-W2 with details as follows;

Par Value	(Before) 0.25 baht per share	(After) 1.00 baht per share
	(Before) Rights of AIE-W2 Unitholders	(After) Rights of AIE-W2 Unitholders
Exercise Price	0.25 baht per share	1.00 baht per share
Exercise Ratio	1 unit of AIE-W2 for 1 share of AIE	1 unit of AIE-W2 for 0.25 AIE share Or 4 unit of AIE-W2 for 1 AIE share

Note: the change in exercise price and exercise ratio will be effective immediately after the stock exchange has changed the par value of the Company’s ordinary share on the stock exchange.

In this regard, the Board of Directors or person(s) assigned by the Board of Directors will have the authority to take any necessary and appropriate actions regarding to the change in par value. The actions will include but not limit to the determination of any relating conditions and details, notification or contacting any relating officials which all actions will be executed according to related laws and regulations.

Board of Directors’ opinion: The Board deemed appropriate to propose to the EGM to approve the change in par value from 0.25 baht per share to 1.00 baht per share by reverse stock split and to amend clause 4 of the Company’s Memorandum of Association to align with the change of par value. The person entrusted by the Board of Directors or the Managing Director in registering the amendment of the Memorandum of Association of the Ministry of Commerce have the power to amend and add wording in order to comply with the order of the Registrar.

Voting Condition: This agenda must be approved by a vote of not less than three-quarters (3/4) of the total number of votes of the shareholders who attend the meeting and have the right to vote.

Agenda 6 To consider and approve the Amendment of Article of Association Clause 6

Preamble: to comply with the regulations of the Stock Exchange of Thailand Regarding the acceptance of listed securities disclosure of information and delisting of securities listed in mai. B.E. 2563 with details as follows;

Clause 6 (Before Amend)	Clause 6 (After Amend)
<u>Every share certificate of the Company</u> will state shareholders' name and certified by at least one (1) director. Nevertheless, the Board of Directors may assign the securities registrar to certify the share certificate according to the securities and stock exchange regulations. Therefore, the certified process shall be determined by the securities registrar.	<u>Every share of the Company</u> will state shareholders' name and certified by at least one (1) director. Nevertheless, the Board of Directors may assign the securities registrar to certify the share certificate according to the securities and stock exchange regulations. Therefore, the certified process shall be determined by the securities registrar.

Board of Directors' opinion: The Board deemed appropriate to propose the EGM to approve the amendment of the Article of Association clause 6. The person entrusted by the Board of Directors or the Managing Director in registering the amendment of the Memorandum of Association of the Ministry of Commerce have the power to amend and add wording in order to comply with the order of the Registrar.

Voting Condition: This agenda must be approved by a vote of not less than three-quarters (3/4) of the total number of votes of the shareholders who attend the meeting and have the right to vote.

Agenda 7 To consider other matters (if any).

Nevertheless, the consideration of agenda 2 agenda 3 agenda 4, and agenda 5 is binding whereas if one agenda is not approved, all of the agendas that has been approved prior will be cancelled and the EGM 1/2021 will not consider anymore agenda and deemed unapproved by the EGM 1/2021.

The Company fixes the record date which shareholders have the right to attend the Extraordinary General Meeting of shareholders No. 1/2021 on August 27, 2021. Due to the situation of COVID-19 pandemic, the Company is aware and cares about the health of shareholders and those who participated in the meeting. Therefore, all Shareholders are cordially invited to attend the EGM 1/2021 through Electronic Media (E-EGM) in accordance with criteria specified in related laws and regulations.

For the shareholders or proxies wishing to attend the meeting via electronic media (E-EGM) request that the shareholders or proxies submit the request form to attending the meeting (E-EGM) by using from in the attachment 7 or download from www.aienergy.co.th and sending along with identification documents as detailed in attachment 3 to the Company within **September 17, 2021** via e-mail: ir@aienergy.co.th or by post using the business envelopes that the Company has sent together with the invitation. After the Company has received and examined the list of shareholders according to the latest record date, the Company will issue the Username and Password as well as a manual to use the electronic media (E-EGM) to the registered e-mail address that was given by shareholders or proxies. The mentioned username and password use for attending electronic media (E-EGM) through the system operated by Quidlab Company Limited, which is a service provider that complies with the ETDA.

If any shareholder is inconvenient to attend the E-EGM, the Company asks for cooperation to appoint a proxy to the Company's Independent Directors attending instead by following the steps in the attachment 3.

Released on August 26, 2021

Yours faithfully,

By Order of the Board of Directors



(Miss Pimwan Thareratanavibool)

Managing Director

**Attachment for Agenda 1: To Certify the Minutes of the 2021 Annual General Meeting of Shareholders
on April 5, 2021.**

There is no English translation version. Please see the original in Thai.

Agenda 2 To consider and Approve the Decrease in Registered Capital and Amendment of the Memorandum of Association

and

Agenda 3 To consider and Approve the Increase in Registered Capital and Amendment of the Memorandum of Association

(F53-4)

Report Form for Capital Increase

AI Energy Public Company Limited

Date August 13, 2021

We, AI Energy Public Company Limited, hereby report the resolution of the Board of Directors' meeting No. 3/2021, dated August 13, 2021, relating to the capital increase and allotment of capital increase shares as follows:

1. Capital decrease and increase:

The Meeting resolved the following;

- 1.1 To decrease registered capital from 1,569,687,578.50 Baht to 1,569,682,165.50 Baht which was the result of the 21,652 units of AIE-W2 remaining from the allotment. This result in remaining 21,652 shares at par value of 0.25 Baht (before changing of par value to 1.00 Baht per share) totaling of 5,413 Baht.
- 1.2 To increase registered capital from 1,569,682,165.50 Baht to 1,569,682,166 Baht by issuing 2 new ordinary shares with par value of 0.25 Baht per share (before changing of par value to 1.00 Baht per share) totaling of 0.50 Baht. Details of each type of capital increase as follows:

Type of capital increase	Type of securities	Number of shares	Par value (THB/share)	Total (THB)
<input checked="" type="checkbox"/> Specifying the purpose of utilizing the capital	Ordinary shares	2	0.25	0.50

2. Allotment of capital increase shares:

2.1 Specifying the purpose of utilizing the capital

Allotted to	Number of shares	Ratio (old : new)	Selling price (THB/share)	Subscription and payment period	Remark
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Allotted to	Number of shares	Ratio (old : new)	Selling price (THB/share)	Subscription and payment period	Remark
To support the right adjustment of AIE-W2 and to align with the change in par value from 0.25 baht per share to 1.00 baht per share by reverse stock split to prevent fractional shares after the reverse stock split	2	1 : 1 (old) 1 : 0.25 or 4 : 1 (new)	-	March 31, 2022 September 30, 2022 May 4, 2023	

Note: In there are fractional warrants of AIE-W2 after the calculation, the said warrants will be terminated.

3. Schedule for a shareholders' meeting to approve the capital increase

The Extraordinary General Meeting of Shareholders No. 1/2021 is scheduled to be held on September 21, 2021 at 10.00 hours through Electronic Media (E-EGM), in accordance with criteria specified in related laws and regulations. Specifying the list of shareholders with the rights to attend this meeting (Record date) on August 27, 2021.

4. Seeking approval of the capital increase from related government agency, and approval conditions (if any)

The Company has increased its registered capital to 1,569,682,166 Baht by issuing 2 ordinary shares with par value of 0.25 Baht per share (before changing of par value to 1.00 Baht per share) with the Department of Business Development, Ministry of Commerce, and apply for registration of paid-up capital when it has been paid.

5. Objectives of the capital increase and plans for utilizing the increased capital

- 5.1 To support the right adjustment of warrants to purchase newly issued ordinary shares no.2 (AIE-W2)
- 5.2 To align with the change in par value from 0.25 baht per share to 1.00 baht per share by reverse stock split to prevent fractional shares from the reverse stock split.

6. Benefits that the Company will receive from the capital increase

To prevent fractional shares from the reverse stock split.

7. Benefits that the shareholders will receive from the capital increase / share allotment

7.1 Dividend policy

The Company will pay dividend of not less than 40% of net profit after legal reserve and all reserves according to the Company's AOA, by law, and must have no significant impact on the Company's

operation, company's financial position, business expansion plan, liquidity, including factors related to management, necessity and other suitability in the future as the board of directors deems appropriate.

7.2 Subscribers of newly issued ordinary shares will be entitled to receive dividend payments starting from the date that the Company has registered the said paid-up shares with the Ministry of Commerce.

7.3 Others

-None-

8. Other details necessary for shareholders' decision making in the approval of the capital increase:

-None-

9. Time schedule of action in case the Board of Directors passes a resolution with the approval of the capital increase

No.	Procedures of the capital increase	Date/Month/Year
1	The Board of Directors' Meeting No. 3/2021	August 13, 2021
2	Record Date to determine the shareholders who have the rights to attend the Extraordinary General Meeting of Shareholders No. 1/2021	August 27, 2021
3	Extraordinary General Meeting of Shareholders No. 1/2021	September 21, 2021

We hereby certify that the information contained in this report form is correct and complete in all respects.



Signed

(Mr. Narong Thareratanavibool)

(Chairman of the Board and Authorized Director)

Signed

(Miss Pimwan Thareratanavibool)

(Managing Director and Authorized Director)

Voting Rules Procedures and Condition in Attending the E-EGM, Proxy, and Voting
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1. Self-Attending E-EGM:

- 1.1 Please fill out the request form to attend E-EGM by using form in the attachment 7, where shareholders or proxies clearly provide their e-mail and mobile phone number and send along with a copy of identification certificate to confirm the right to attend the E-EGM as follows:

1.1.1 Individual

- Thai nationality
 - Copy of identification card or official identification card with certified true copy.
 - In case of proxy; shareholders' copy of identification card and proxies' copy of identification card or passport (foreigner) with certified true copy, together with filled-proxy form.
 - In case of changed name and surname, send copy of evidence supports with certified true copy.
- Foreigner
 - Copy of passport with certified true copy.
 - In case of proxy; shareholders' copy of passport and proxies' copy of identification card or passport (foreigner) with certified true copy, together with filled-proxy form.

1.1.2 Company

- Company with Thai nationality
 - Company's registration no more than 30 days old certified by Ministry of Commerce or copy of company's registration no more than 30 days old certified true copy by authorized directors with company seal and the certified copy of authorized directors' identification card or official identification card.
 - In case of proxy; proxies' copy of identification card or passport (foreigner) with certified true copy, together with filled-proxy form.
- Foreigner
 - Copy of company's registration with certified true copy. If the documents were prepared outside Thailand an authorized person must sign the proxy form with company seal with the presence of notary (Notary Public) or similar agency, which

has the authority under the laws of each country. Then, after the signing of the above, the proxy shall issue to officials of the Embassy of Thailand or Thai consulate or officers who are assigned to perform their behalf or a person who can provide complete certification according to the laws of that country to certify the document (Notary Public).

- In case of proxy; proxies' copy of identification card or passport (foreigner) with certified true copy, together with filled-proxy form.

Shareholders or proxies shall send the request form (filled) to attend E-EGM and proof of identity mentioned above to the Company by September 17, 2021 through the following channels.

- E-mail: ir@aienergy.co.th
- Post: (use the business envelopes that the Company has sent with the invitation)

To: Corporate Secretary

Address: 55/2 Moo 8 Sethakit 1 Rd., Klongmadua, Krathum Baen, Samut Sakhon 74110

- 1.2 After the Company received the documents according to item 1.1 from shareholders or proxies, the Company will check the documents to confirm the right to attend the meeting, after having passed the verification, the Company will send the Username and Password along with a Web Link for logging in to the E-EGM system. Refrain from giving your username and password to others if your username and password are lost or not received by September 20, 2021, please contact the Company immediately (e-mail: ir@aienergy.co.th / Tel. 034-877-485-8).
- 1.3 Please study the E-EGM Conference System User Manual that sent along with Username and Password details to the e-mail that the Company was informed by you. The E-EGM will open for you to register 1 hour prior to the starting time of the meeting. However, the streaming will begin at the meeting time only
- 1.4 In E-EGM, the attendees voting in each agenda; agree, disagree, or abstain. If there is no vote, the system will automatically count as agree.
- 1.5 In case you encounter any technical problems in using the E-EGM system before or during the meeting, please contact Quidlab Company Limited, the Company's E-EGM system provider. The official contact of Quidlab Company Limited will be sent along in the email that sent your Username and Password to you.

2. Proxy Attending E-EGM:

For shareholders who are unable to self-attend E-EGM, they may appoint any person as their proxies, or appoint one of the independent directors of the Company attend E-EGM and vote instead. The shareholders may specify their intention to vote separately on each agenda item of the meeting whether to agree, disagree or abstain in the proxy form. The proxy form A or Form B as shown in attachments 5 or 6 must be filled as required and signed, if there are any corrections the proxy must be signed at every point. Stamp duty 20 Baht and deliver the proxy form and supporting documents to the Company within September 17, 2021 through the following channels:

- E-mail: ir@aienergy.co.th
- Post: (use the business envelopes that the Company has sent with the invitation)

To: Corporate Secretary

Address: 55/2 Moo 8 Sethakit 1 Rd., Klongmadua, Krathum Baen, Samut Sakhon 74110

The shareholders who appoint the Company's independent director as their proxies to vote, they can appoint a proxy to independent directors who do not have any special interests in every meeting agenda according to the following list;

**1. Mr. Damrong Jongwong, age 76 years old. Address: 17/149 PEA Nivej 2 village, Pracha Chuen rd.,
Thung Song Hong, Lak Si, Bangkok 10210**



Position: Chairman of Audit Committee / Independent Director

Education: Master of Public Administration, NIDA

Trainings / Certifications:

- Director Certification Program (DCP), Thai Institute of Director Association (IOD) No. 168/2013
- Director Accreditation Program (DAP), Thai Institute of Director Association (IOD)

Professional experiences:

2009 – 2013 Advisor Asian Insulators Public Company Limited

1982 – 2008 PEA Assistant Governor PEA

Other directorship positions / other positions at present:

- Subsidiaries/Related Company

- None -

- Other listed companies 1 company

- None -

- Non-listed companies 3 companies

- None -

Relation among family with other directors:

- None -

Date of first appointment:

9 April 2013

Shareholding in the Company as of

March 5, 2021: None

Conflict of Interest: None

2. Mr. Sampan Hunpayon, age 68 years old. Address: 88/23/1 Moo 2, Bang Khen, Nonthaburi 11000



Position: Audit Committee / Independent Director

Education:

- MBA, Kasetsart University
- Certification of Law and Development, ISS, Hague, Nederland
- Bachelor of Law, Chulalongkorn University

Trainings / Certifications:

- Director Certification Program (DCP), Thai Institute of Director Association (IOD) No. 110/2008
- Director Accreditation Program (DAP), Thai Institute of Director Association (IOD) No. 100/2013

Professional experiences:

2009 - 2011 Chairman of Executive Master Program Kasetsart University

2009 – 2011 Director PEA

2008 – 2011 Chairman of Audit Committee PEA

2002 – 2010 Dean of Faculty of Business Administration Kasetsart University

Date of first appointment:

9 April 2013

Shareholding in the Company as of

March 5, 2021: None

Conflict of Interest: None

Other directorship positions / other positions at present:

- Subsidiaries/Related Company

- None -

- Other listed companies 1 company

2013 - Present Independent Director EFORL-AIM Public Company Limited

- Non-listed companies 3 companies

2013 - Present Independent Director SpaceMed Co., Ltd.

2014 - Present Independent Director Wuttisak Clinic Intergroup Co., Ltd.

2014 - Present Independent Director Wuttisak Cosmetic Co., Ltd.

Relation among family with other directors:

- None -

3. Mr. Choti Sontiwattananont, age 65 years old. Address: 51 Moo 8 Bang Krang, Mueang Nonthaburi 11000



Position: Audit Committee / Independent Director

Education: - MBA, Kasetsart University
- Bachelor of Business Administration (Accounting),
Ramkhamhaeng University

Trainings / Certifications:

- Director Certification Program (DCP), Thai Institute of Director Association (IOD) No. 178/2013

Professional experiences:

- 2012 – 2013 Director of Accounting & Finance Richy Place 2002 Co., Ltd.
- 2010 – 2012 Factory Manager Chomphan Group Co., Ltd.
- 1991 – 2010 Accountant Watcharaphol Co., Ltd.

Other directorship positions / other positions at present:

- **Subsidiaries/Related Company**
 - None -
- **Other listed companies**
 - None -
- **Non-listed companies**
 - None -

Relation among family with other directors:

- None -

Date of first appointment:

31 May 2013

Shareholding in the Company as of

March 5, 2021: 0.0067% (348,000 shares)

Voting

1. Voting is done openly by counting one share: one vote and resolutions of the shareholders' meeting including votes of the following.
 - Normal case, majority votes from shareholders who attended the meeting and has the right to vote. If the votes are even, Chairman's vote is a judgement.
 - Other cases, there are laws and regulations governing the Company to follow in each unusual case. The Chairman of the meeting is to inform the shareholders at the meeting acknowledged before voting on each agenda.
2. Proxies must vote according to proxy specified only in proxy form.
3. Shareholders who have conflict of interest in any agenda, remain abstain. Also, Chairman can ask that Shareholder's temporary leave the meeting.
4. Secret ballot, upon the request of at least 5 shareholders and the meeting approved the secret ballot. Chairman of the meeting will determine the secret ballot's voting rules and inform the meeting before start.

Article of Association: Shares and Shareholders and Meeting of Shareholders

Section 2

Shares and Shareholders

Article 5. The shares of the Company shall be ordinary shares with an equal par value and of the type which shall be paid up in full at one single payment and/or shall be paid up by assets other than cash. Or use the copyright in the literature, art or science, patent, trademark, design or model, diagram, formula, any secret of process or use the information about the experience of the industry, commercial or science.

The Company has the right to issue and offer for sale any shares, preferred shares, debentures, convertible bond, warrants or any securities as permitted by the laws governing securities and exchange to any shareholder, any individual or the general public. And the conversion of convertible bonds into ordinary bonds, conversion of preferred shares into ordinary shares shall be made under the law governing as of public companies and the law governing Securities and Exchange.

Article 6. Every share certificate of the Company shall bear the name of the holder as well as an affixed or printed signature of at least one (1) director, together with the Company seal. However, the directors may authorize the securities registrar under the laws governing securities and exchange to sign or print its name on their behalf.

Section 5

Board of Directors

Article 17. For carrying out its business operations, the Company shall have the board of directors comprising at least five (5) directors. Not less than one-half of the total number of directors shall reside in the Kingdom of Thailand.

A director may or may not be a shareholder of the Company.

Article 18. The shareholders meeting shall elect directors in accordance with the following rules and procedures:

- (1) A shareholder shall have one (1) vote per one (1) share;
- (2) Each shareholder may exercise all the votes he/she has under (1) to elect one or more persons as director, but may not divide his/her votes to any of such persons;

- (3) The persons receiving the highest votes in respective order of the votes shall be elected as directors in the number equal to the number of the directors required at such meeting. In case several persons receive equal votes, causing the number of directors to exceed the required number, the chairman of the meeting shall have a casting vote.

Article 19. At every annual general meeting, one-third (1/3) of directors at that time shall retire from office. If the number of directors is not a multiple of three, then the number of directors nearest to one-third (1/3) shall retire from office.

The directors retiring from office may be re-elected.

The directors to retire from office in the first and second years after the registration of the Company shall be selected by drawing lots. In subsequent years, the directors having held office longest shall retire.

Article 20. Apart from retirement by rotation, the directors shall vacate office upon:

- (1) Death;
- (2) Resignation;
- (3) Lack of qualifications, or possession of prohibited characteristics as specified by the laws governing public limited companies and the laws governing securities and exchange;
- (4) Removal by a resolution of the shareholders meeting under Article 20;
- (5) Removal by a court order.

Article 22. The shareholders meeting may resolve to remove any director from office before the expiration of his/her term of office by a vote of not less than three-fourth (3/4) of the total shareholders attending the meeting and entitled to vote, and having an aggregate number of shares not less than one-half of the total shares held by the shareholders attending the meeting and entitled to vote.

Article 24. The directors shall be entitled to receive remuneration from the Company in the form of reward, meeting allowance, as considered and approved by the shareholders meeting. The remuneration may be fixed in a certain amount, or be specified from time to time, or be in effect until a change by a resolution of the shareholders meeting. The directors shall also be entitled to receive per diem allowances and other fringe benefits in accordance with the Company's regulations.

The provision in the first paragraph shall not prejudice the rights of the staff or employees of the Company, who have been appointed as directors, to receive the remuneration or benefits as a staff or an employee of the Company.

Section 6

Meeting of Shareholders

Article 35. The board of directors shall arrange for an annual general meeting of shareholders within four (4) months from the last day of the accounting year of the Company.

Shareholders meetings other than that mentioned in the first paragraph shall be called extraordinary meetings. The board of directors may call an extraordinary meeting of shareholders at any time it deems appropriate.

Shareholders holding an aggregate number of shares not less than one-fifth (1/5) of the total shares sold, or not less than 25 shareholders holding an aggregate number of shares not less than one-tenth (1/10) of the total shares sold, may at any time jointly sign and submit a written request to the board of directors for the convening of an extraordinary meeting, provided that the reasons for calling such meeting be clearly stated in such request. In this case, the board of directors shall arrange for the shareholders meeting within one (1) month from the date of receiving the request from the shareholders.

Article 36. In calling shareholders meeting, the board of directors shall prepare a notice thereof specifying the place, date and time, agendas of the meeting and the matters to be proposed to the meeting together with proper details by indicating whether they are proposed for acknowledgement, approval or consideration, as the case maybe, including opinions of the board of directors thereon. The notice of such meeting shall be sent to the shareholders and the registrar not less than seven (7) days prior to the date of the meeting, and be published in a newspaper for not less than three (3) consecutive days not less than three (3) days prior to the date of the meeting.

The shareholders meeting may be held in the province in which the head office of the Company is located or in any other place as specified by the board of directors.

Article 37. At a shareholders meeting, at least twenty-five (25) shareholders and proxies, or not less than one-half of the total number of shareholders holding an aggregate number of shares not less than one-third (1/3) of the total shares sold, must attend the meeting to constitute a quorum.

At any shareholders meeting, in case where one (1) hour has passed since the time for which the meeting is scheduled and the number of shareholders attending the meeting has not constituted a quorum, if the meeting is called by a request of shareholders, such meeting shall be cancelled. If the meeting is not called by the request of shareholders, another meeting shall be called and the notice of

the meeting shall be sent to the shareholders not less than seven (7) days prior to the date of the meeting. At this subsequent meeting, no quorum is required.

Article 38. The chairman of the board shall preside over the shareholders meeting. In case the chairman of the board is absent or unable to perform his/her duties, the vice chairman shall act as the presiding chairman. If there is no vice chairman, or the vice chairman is absent or unable to perform his/her duties, the meeting shall elect a shareholder present at the meeting as the presiding chairman.

Article 39. In vote casting at the shareholders meeting, each share shall be counted as one vote. Any shareholder having particular interests in any matter shall not be entitled to vote on such matter, except for voting on the election of directors. A resolution of the shareholders meeting shall require:

(1) In a general case, a majority vote of the shareholders attending the meeting and casting their votes.

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

(2) A vote of not less than three-fourth (3/4) of the total votes of the shareholders attending the meeting and entitled to vote, in the following cases:

- (a) Sale or transfer of the entire or partial material business of the Company to another person;
- (b) Purchase or acceptance of transfer of the business of other private or public limited companies by the Company;
- (c) Execution, amendment or termination of contracts in respect of the granting of a hire of the entire or partial material business of the Company; empowerment of other person to manage business of the Company; or merger of business with other person for the purpose of profit and loss sharing;
- (d) Amendment to the Memorandum of Association or Articles of Association;
- (e) Increase or decrease of the registered capital of the Company;
- (f) Dissolution of the Company;
- (g) Issuance of debentures of the Company;
- (h) Merger of business with other company;

Article 40. Businesses to be duly transacted at an annual general meeting are as follows:

- (1) To acknowledge the report of the board of directors on the Company's business operations during the previous year;
- (2) To consider and approve the statement of financial position and the profit and loss account as at the end of the accounting year of the Company;
- (3) To approve the appropriation of profits and dividend payment;
- (4) To elect directors in place of those retired by rotation, and to fix remuneration for directors;
- (5) To appoint auditors and to fix audit fee; and
- (6) To consider other businesses.

PROXY FORM A: GENERAL PROXY FORM (SIMPLE FORM)

According to Regulation of Department of Business Development

Re: Form of Proxy (No. 5) B.E. 2550

Written at
 Date Month Year

(1) I / We Nationality
 with address at

(2) being a shareholder of the AI Energy Public Company Limited
 holding the total amount of shares with the voting rights of votes as
 follows;

☐ ordinary share shares with the voting rights of votes

☐ preferred share shares with the voting rights of votes

(3) do hereby appoint either one of the following persons:

☐ Age Years
 with address at Road Sub-District
 District Province Postal Code or

☐ Mr. Damrong Joongwong Age 76 Years
 with address at 17/149 PEA Nivej 2 village Road Pracha Chuen Sub-District Thung Song Hong
 District Lak Si Province Bangkok Postal Code 10210 or

☐ Mr. Sampan Hunpayon Age 68 Years
 with address at 88/23/1 Moo 2 Road - Sub-District Bang Khen
 District Muang Nonthaburi Province Nonthaburi Postal Code 11000 or

☐ Mr. Choti Sontiwattananont Age 65 Years
 With address at 51 Moo 8 Sub-District Bang Krang District Mueng Nonthaburi Province Nonthaburi Postal
 Code 11000

as only one of my / our proxy to attend and vote on my / our behalf at ~~the Share Subscription Meeting/Annual/~~ the
 Extraordinary General Meeting of Shareholders No. 1/2021 to be held on Tuesday, September 21, 2021, 10.00 hours through E-
 EGM or at any adjournment thereof.

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 respects.

Signed Shareholder
 (.....)

Signed Proxy
 (.....)

Signed Proxy
 (.....)

Signed Proxy
 (.....)

Remarks: 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.

หนังสือมอบฉันทะ (แบบ ข.)

Proxy (Form B.)

เลขทะเบียนผู้ถือหุ้น _____ เขียนที่ _____
 Shareholders' Registration No. _____ Written at _____
 วันที่ _____ เดือน _____ พ.ศ. _____
 Date Month Year

(1) ข้าพเจ้า

I/We

อยู่บ้านเลขที่ _____

สัญชาติ _____

Address

Nationality

(2) เป็นผู้ถือหุ้นของ บริษัท เอไอ เอนเนอร์จี้ จำกัด (มหาชน) (“บริษัท”)

Being a shareholder of AI Energy Public Company Limited (“The Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้

Holding the total amount of

shares and have the rights to vote equal to votes as follows:

☐ หุ้นสามัญ

_____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

Ordinary share

shares and have the right to vote equal to votes

☐ หุ้นบุริมสิทธิ

_____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

Preference share

shares and have the right to vote equal to votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทก็ได้ โปรดใช้ข้อมูลตามหมายเหตุข้อ 5)
 Hereby appoint (The shareholder may appoint the independent director of the company to be the proxy, please use details in Remark No.5)☐ 1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____Name _____ age _____ years, residing at _____
 ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____Road _____ Tambol/Khwaeng _____ Amphur/Khet _____
 จังหวัด _____ รหัสไปรษณีย์ _____ หรือ

Province _____ Postal Code _____ or

☐ 2. ชื่อ นายดำรง จุงวงศ์ อายุ 76 ปี อยู่บ้านเลขที่ 17/149 ม.กพก นิเวศน์ 2Name Mr. Damrong Joongwong age 76 years, residing at 17/149 PEA Nivej 2 village,
 ถนน ประชาชื่น ตำบล/แขวง ทุ่งสองห้อง อำเภอ/เขต หลักสี่Road Pracha Chuen Tambol/Khwaeng Thung Song Hong Amphur/Khet Lak Si
 จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10210 หรือ

Province Bangkok Postal Code 10210 or

☐ 3. ชื่อ นายสัมพันธ์ หุ่นพยนต์ อายุ 68 ปี อยู่บ้านเลขที่ 88/23/1 หมู่ที่ 2Name Mr. Samphan Hunpayont age 68 years, residing at 88/23/1 Moo 2
 ถนน - ตำบล/แขวง บางเขน อำเภอ/เขต เมืองนนทบุรีRoad - Tambol/Khwaeng Bang Khen Amphur/Khet Muang Nonthaburi
 จังหวัด นนทบุรี รหัสไปรษณีย์ 11000 หรือ

Province Nonthaburi Postal Code 11000 or

☐ 4. ชื่อ นายโชติ สนิทพัฒนานนท์ อายุ 65 ปี อยู่บ้านเลขที่ 51 หมู่ 8Name Mr. Choti Sontiwattananont age 65 years, residing at 51 Moo 8
 ถนน - ตำบล/แขวง บางกร่าง อำเภอ/เขต เมืองนนทบุรีRoad - Tambol/Khwaeng Bang Krang Amphur/Khet Mueng Nonthaburi
 จังหวัด นนทบุรี รหัสไปรษณีย์ 11000 หรือ

Province Nonthaburi Postal Code 11000 or

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้น ครั้งที่ 1/2564 ในวันที่ 21 กันยายน 2564 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-EGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่น

Only one of them as my/our proxy to attend and vote on my/our behalf at the Extraordinary General Meeting of Shareholders No. 1/2021 on September 21, 2021, at 10.00 hours through Electronic Media (E-EGM) or such other date, time and place as the meeting may be adjourned.

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
At this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2564 วันที่ 5 เมษายน 2564
Agenda No. 1 To certify the minutes of the 2021 Annual General Meeting of shareholders, held on April 5, 2021.

☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย _____ เสียง ☐งดออกเสียง _____ เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 2 พิจารณานุมัติการลดทุนจดทะเบียนของบริษัทและแก้ไขหนังสือบริคณห์สนธิ
Agenda No. 2 To consider and Approve the Decrease in Registered Capital and Amendment of the Memorandum of Association

☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย _____ เสียง ☐งดออกเสียง _____ เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 3 พิจารณานุมัติการเพิ่มทุนจดทะเบียนของบริษัทและแก้ไขหนังสือบริคณห์สนธิ
Agenda No. 3 To consider and approve the Increase in Registered Capital and Amendment of the Memorandum of Association

☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย _____ เสียง ☐งดออกเสียง _____ เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 4 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัท
Agenda No. 4 To consider and approve the Allotment of the Newly Issued Ordinary Shares

☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย _____ เสียง ☐งดออกเสียง _____ เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 5 พิจารณานุมัติการเปลี่ยนแปลงมูลค่าหุ้นที่ตราไว้ (Par Value) จากปัจจุบัน 0.25 บาทต่อหุ้น เป็น 1.00 บาทต่อหุ้น โดยการรวมหุ้น (Reverse Stock Split) และการแก้ไขหนังสือบริคณห์สนธิ
Agenda No. 5 To consider and approve the Change in Par Value by Reverse Stock Split and Amendment of the Memorandum of Association

☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย _____ เสียง ☐งดออกเสียง _____ เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 6 พิจารณานุมัติการแก้ไขข้อบังคับบริษัท ข้อ 6
Agenda No. 6 To consider and approve the Amendment of Article of Association Clause 6

☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย _____ เสียง ☐งดออกเสียง _____ เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 7 พิจารณาเรื่องอื่น ๆ (ถ้ามี)
Agenda No. 7 To consider other matters (if any).

☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย _____ เสียง ☐งดออกเสียง _____ เสียง
Approve votes Disapprove votes Abstain votes

(5) คำแถลงหรือเอกสารหลักฐานอื่น ๆ (ถ้ามี) ของผู้รับมอบฉันทะ _____
Other statements or evidences (if any) of the proxy

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
In case I/we have not specified my/our voting intention in any matter on the agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ
Any acts performed by the proxy in this meeting shall be deemed to be the actions performed by myself/ourselves.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

หมายเหตุ / Remark

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to many proxies for splitting votes.
2. ผู้ถือหุ้นจะมอบฉันทะเท่ากับจำนวนหุ้นที่ระบุไว้ในข้อ (2) โดยไม่สามารถจะมอบฉันทะเพียงบางส่วนน้อยกว่าจำนวนที่ระบุไว้ในข้อ (2) ได้
The shareholder may grant the power to the proxy for all of the shares specified in Clause (2) and may not grant only a portion of the shares less than those specified in Clause (2) to the proxy.
3. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะตามแบบ
The proxy may split the votes. In this regard, if the content is too long, it can be specified in the attached supplemental proxy form.
4. กรณีหากมีข้อกำหนดหรือข้อบังคับใดกำหนดให้ผู้รับมอบฉันทะต้องแถลงหรือแสดงเอกสารหลักฐานอื่นใด เช่น กรณีผู้รับมอบฉันทะเป็นผู้มีส่วนได้เสียในกิจการเรื่องใดที่ได้เข้าร่วมประชุมและออกเสียงลงคะแนนก็สามารถแถลงหรือแสดงเอกสารหลักฐาน โดยระบุไว้ในข้อ (5)
If there is any rule or regulation requiring the proxy to make any statement or provide any evidence, such as the case that the proxy has interest in any matter which he/she attends and votes at the meeting, he/she may mark the statement or provide evidence by specifying in Clause (5).
5. ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระคนใดคนหนึ่งของบริษัท ดังนี้เป็นผู้รับมอบฉันทะแทนผู้ถือหุ้น
(1) นายดำรงค์ จูวงศ์ หรือ
(2) นายสัมพันธ์ หุ่นพยนต์ หรือ
(3) นายโชติ สนธิพัฒนานนท์ (รายละเอียดประวัติกรรมการอิสระปรากฏตามเอกสารแนบ 3)

The shareholder may appoint anyone of the following independent directors to be the proxy as follow;

- | | |
|-------------------------------|---|
| (1) Mr.Damrong Joongwong | or |
| (2) Mr.Sampan Hunpayon | or |
| (3) Mr.Choti Sontiwattananont | (Information of independent directors were shown in the attachment 3) |

ใบประจำต่อแบบหนังสือมอบฉันทะ

Supplemental Proxy Form

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท เอไอ เอนเนอร์จี จำกัด (มหาชน)

The proxy is granted by a shareholder of AI Energy Public Company Limited.

ในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2564 ในวันที่ 21 กันยายน 2564 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-EGM) หรือที่จะพึงเลื่อนไปใน วัน เวลา และ สถานที่อื่นด้วย

For the Extraordinary General Meeting of Shareholders No. 1/2021 shall be held on September 21, 2021 at 10.00 hours through Electronic Media (E-EGM) or such other date, time and place as the meeting may be adjourned.

วาระที่ _____ เรื่อง _____

Agenda

Re:

☐

เห็นด้วย

เสียง

☐

ไม่เห็นด้วย

เสียง

☐

งดออกเสียง

เสียง

Approve

votes

Disapprove

votes

Abstain

votes

วาระที่ _____ เรื่อง _____

Agenda

Re:

☐

เห็นด้วย

เสียง

☐

ไม่เห็นด้วย

เสียง

☐

งดออกเสียง

เสียง

Approve

votes

Disapprove

votes

Abstain

votes

วาระที่ _____ เรื่อง _____

Agenda

Re:

☐

เห็นด้วย

เสียง

☐

ไม่เห็นด้วย

เสียง

☐

งดออกเสียง

เสียง

Approve

votes

Disapprove

votes

Abstain

votes

วาระที่ _____ เรื่อง _____

Agenda

Re:

☐

เห็นด้วย

เสียง

☐

ไม่เห็นด้วย

เสียง

☐

งดออกเสียง

เสียง

Approve

votes

Disapprove

votes

Abstain

votes

วาระที่ _____ เรื่อง _____

Agenda

Re:

☐

เห็นด้วย

เสียง

☐

ไม่เห็นด้วย

เสียง

☐

งดออกเสียง

เสียง

Approve

votes

Disapprove

votes

Abstain

votes

ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

I/We certify that the statements in this Supplemental Proxy Form are correct, complete and true in all respects.

ลงชื่อ/ Signed

ผู้มอบฉันทะ/ Grantor

()

วันที่/ Date

ลงชื่อ/ Signed

ผู้รับมอบฉันทะ/ Proxy

()

วันที่/ Date

Documents or Evidence Showing an Identity of the Shareholder or a Representative of the Shareholder

Entitled to Attend the Meeting

1. บุคคลธรรมดา/ Natural person

1.1 ผู้ถือหุ้นที่มีสัญชาติไทย/ Thai nationality

- (ก) บัตรประจำตัวของผู้ถือหุ้น (บัตรประจำตัวประชาชน หรือบัตรข้าราชการ หรือบัตรพนักงานรัฐวิสาหกิจ)
Identification card of the shareholder (personal I.D. or identification card of government officer or identification card of state enterprise officer); or
- (ข) ในกรณีมอบฉันทะ บัตรประจำตัวของผู้มอบอำนาจ และบัตรประจำตัวหรือหนังสือเดินทาง (กรณีเป็นชาวต่างประเทศ) ของผู้รับมอบอำนาจ
In case of proxy, identification card of the shareholder and identification card or passport (in case of a foreigner) of the proxy.

1.2 ผู้ถือหุ้นชาวต่างประเทศ/ Non-Thai nationality

- (ก) หนังสือเดินทางของผู้ถือหุ้น
Passport of the shareholder; or
- (ข) ในกรณีมอบฉันทะ หนังสือเดินทางของผู้มอบอำนาจ และบัตรประจำตัวหรือหนังสือเดินทาง (กรณีเป็นชาวต่างประเทศ) ของผู้รับมอบอำนาจ
In case of proxy, passport of the shareholder and identification card or passport (in case of a foreigner) of the proxy.

2. นิติบุคคล/ Juristic person

2.1 นิติบุคคลที่จดทะเบียนในประเทศไทย/ Juristic person registered in Thailand

- (ก) หนังสือรับรองนิติบุคคล ออกให้ไม่เกิน 30 วัน โดยกรมพัฒนาธุรกิจการค้า กระทรวงพาณิชย์
Corporate affidavit, issued within 30 days by Department of Business Development, Ministry of Commerce; and
- (ข) บัตรประจำตัวหรือหนังสือเดินทาง (กรณีเป็นชาวต่างประเทศ) ของกรรมการผู้มีอำนาจที่ไดลงนามในหนังสือมอบฉันทะพร้อมบัตรประจำตัวหรือหนังสือเดินทาง (กรณีเป็นชาวต่างประเทศ) ของผู้รับมอบฉันทะ
Identification Card or passport (in case of a foreigner) of the authorized director(s) who sign(s) the proxy form including identification card or passport (in case of a foreigner) of the proxy.

2.2 นิติบุคคลที่จดทะเบียนในต่างประเทศ/ Juristic person registered outside of Thailand

- (ก) หนังสือรับรองนิติบุคคล
Corporate affidavit; and
- (ข) บัตรประจำตัวหรือหนังสือเดินทาง (กรณีเป็นชาวต่างประเทศ) ของกรรมการผู้มีอำนาจที่ไดลงนามในหนังสือมอบฉันทะพร้อมบัตรประจำตัวหรือหนังสือเดินทาง (กรณีเป็นชาวต่างประเทศ) ของผู้รับมอบฉันทะ
Identification Card or passport (in case of a foreigner) of the authorized director(s) who sign(s) the proxy form including identification card or passport (in case of a foreigner) of the proxy.

ในกรณีของสำเนาเอกสารจะต้องมีการรับรองสำเนาถูกต้อง และหากเป็นเอกสารที่จัดทำขึ้นในต่างประเทศ ควรมีการรับรองลายมือชื่อโดยโนตารีพับลิค

A copy of the documents must be certified true copy. In case of any documents or evidence produced or executed outside of Thailand, such documents or evidence should be notarized by a notary public.

ผู้ถือหุ้นหรือผู้รับมอบฉันทะสามารถเข้าระบบเพื่อลงทะเบียนเข้าร่วมประชุมล่วงหน้า 1 ชั่วโมงก่อนเริ่มการประชุม หรือตั้งแต่เวลา 9.00 น. ของวันที่ 21 กันยายน 2564 อย่างไรก็ตาม การถ่ายทอดสดการประชุมจะเริ่มในเวลา 10.00 น. เท่านั้น

A shareholder or a proxy may log-in to register for the meeting 1 hour prior to the meeting start or from 9.00 hours on September 21, 2021, however the streaming will only start at 10.00 hours.

Registration Form for attending AI Energy Plc' s E-EGM 1/2021

Written at.....

Date..... Month..... Year.....

I, Nationality..... Address.....
Road..... Sub-district..... District.....
Province..... Postcode..... E-mail..... Tel.....

(Please enter a contactable phone number. So that the Company contact you in case you have given an incorrect email address)

AI Energy Public Company Limited's shareholder, holdingshares
I hereby confirm to attend and vote in the Extraordinary General Meeting of Shareholders No. 1/2021 on
September 21, 2021 at 10:00 hours via electronic media (E-EGM).

Please send weblink for attending the meeting via electronic media (E-EGM), Username and Password
to my e-mail as follows: Email:

Sign.....Shareholder
(.....)

Sign.....Witness
(.....)

Remark: Please send the completed the request form for attending E-EGM along with attaching proof of identity document specified in attachment 3 in order to verify the right to attend E-EGM within September 17, 2021 through the following channels.

- E-mail: ir@aienergy.co.th
- Post: (use the business envelopes that the Company has sent with the invitation)

If shareholders or proxies did not receive Username and Password within September 20, 2021, please immediately contact the Company via e-mail: ir@aienergy.co.th or Tel. 034-877-485-8